

BY-LAWS

SOUTH FLORIDA CHAPTER OF THE INTERNATIONAL PUBLIC MANAGEMENT ASSOCIATION FOR HUMAN RESOURCES

ARTICLE 1: Name

Section 1: This Chapter Association shall be known as the South Florida Chapter of the International Public Management Association for Human Resources.

ARTICLE 2: Geographical Area

Section 1: The geographical area covered by this Chapter Association shall be Monroe, Miami-Dade, Broward, Palm Beach, St. Lucie and Martin Counties, Florida.

Section 2: The geographical boundaries from which the Chapter Association shall draw its members may be changed at any time when new boundaries affecting the Chapter Association are adopted and established by IPMA-HR. Any such boundary change made by IPMA-HR shall automatically establish the boundaries of the Chapter Association.

ARTICLE 3: Purposes

Section 1: To receive and administer funds exclusively for educational and charitable purposes, as defined in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and to that end to take and hold by bequest, devise, gift, grant, purchase, lease, or otherwise, either absolutely or jointly with any other person, persons, or corporation, any property, real, personal, tangible, or intangible, or any undivided interest therein without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the Chapter Association's Board of Directors, will best promote the educational and charitable purposes of the Chapter Association without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, the Articles of Incorporation, these bylaws, or any law applicable thereto.

Section 2: Without limiting the generality of the foregoing, the principal purposes of the Chapter Association shall be:

- To foster and develop interest in sound human resources management;
- To encourage affirmative programs that guarantee equal employment opportunity to all individuals;
- To encourage in the field of human resources management the utilization of the most advanced technologies by (a) providing a structure for developing and promulgating specific human resources management programs, (b) disseminating information to individual members, and (c) exchanging and coordinating ideas among the various members of the Association;

- To alert the members to relevant pending legislation, developing position papers, where necessary, and interpreting existing laws and regulations affecting their interests
- To render a program of services and assistance to public human resources organizations in meeting administration and technical problems;
- To provide an identity and forum for all human resources professionals throughout the South Florida area; to provide its members who are actively engaged in the field of human resources management with encouragement, assistance and programs designed to provide for their professional growth and development; to provide a forum for persons engaged in public human resources administration to discuss current issues and to provide a medium for their mutual self-improvement;
- To implement the objectives and programs of IPMA-HR within the Chapter area through providing continuity of issue resolution and by assisting in planning the Association's program;
- To explain and interpret the objectives and methods of public human resources administration to the general public, civic groups, public officials, and public employees;
- To encourage and facilitate cooperative action among public jurisdictions and private employers on human resources issues of mutual concern within the Chapter Association's area; and
- To promote the growth of IPMA-HR through membership in the International Organization.
- To provide scholarship opportunities/financial assistance for continuing education and training to its members when available.

Section 3: Notwithstanding any of the foregoing:

The purposes for which the Chapter Association is organized and operated shall be confined to those, which are exclusively educational, scientific, and charitable, as defined in Section 501 (c)(3) of the Internal Revenue Code of 1954 as amended.

No part of the net earnings of the Chapter Association shall inure to the benefit of any member, officer, employee, or member of the Chapter Association's Board of Directors, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Chapter Association affecting one or more of its educational or charitable purposes); no substantial part of the activities of the Association shall be used for the carrying on of propaganda, or otherwise attempting to influence legislation; and the Chapter Association shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Chapter Association or the winding up of its affairs, the assets of the Association shall be distributed exclusively to religious, charitable, scientific, testing for public safety, literary, or educational organizations which would then qualify for exemption from federal income tax under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954 and regulations published there under as they now exist or as they may hereafter be amended; and no member, officer, employee, or member of the Chapter Association's Board of Directors, or any private individual, shall be entitled to share in the distribution of any of its assets upon dissolution of the Chapter Association.

ARTICLE 4: Chapter Membership

Section 1: Categories of Membership

Individual Membership:

Any person who is either:

- An official or staff member of a public human resources agency; or
- Engaged in human resources work in a public agency; or
- Engaged in teaching public human resources administration as a faculty member of a college or university;
- A retiree from human resources work in a public agency may become an Individual Member upon payment of the dues as prescribed by the Board of Directors.
- An Individual Member in good standing who changes employment to a field which does not entitle the member to Individual Membership shall be entitled to convert his/her Individual Membership to an Affiliate Membership status.

Affiliate Membership:

Any other person interested in improving human resources management and who is not eligible for Individual Membership shall be eligible for Affiliate Membership upon approval by majority vote of the Chapter Association's Board of Directors and upon payment of membership dues, which shall be no less than that of Individual Members. Affiliate Members shall be permitted to participate in the affairs of the Association but shall not be eligible to vote or hold office.

Student Guest:

Any full-time undergraduate or graduate student, or any person participating in a formal public service human resources-related internship program sponsored by a recognized academic institution may become a Student Guest of the Chapter Association's Meetings/Events as determined by the Chapter Association's Board of Directors. Student Guests shall be permitted to participate in the affairs of the Chapter Association but shall not be eligible to vote or hold office. Cost for attendance of such Student Guest at Chapter meetings/events shall be determined by the Chapter Association's Board of Directors.

Section 2: Membership Application

Any person wishing to become a Member of this Chapter Association shall submit an electronic application to the Chapter Association. Chapter Association Membership shall become effective upon payment and acceptance of the application by the Board of Directors of the Chapter Association.

Section 3: Membership Dues

The annual membership dues for Individual and Affiliate Membership shall be \$50.00 per person per year for those who are also verified National members and \$75.00 per person per year for non-National members. Individual Members who become more than three months in arrears in their membership dues may, at the discretion of the Board of Directors, be suspended from membership.

Membership dues are utilized to fund networking opportunities, continuing education, membership engagement activities and administrative expenses such as funding the chapter website, quarterly meetings and special events.

A guest rate to attend meetings/events is available by request and shall be determined by the Board.

Section 4: Revisions to Membership Categories, Application, and Dues

The Board of Directors shall determine, and from time-to-time revise, the categories, application method, and dues for Chapter Association membership.

ARTICLE 5: Governing Body

Section 1: The Board of Directors of this Chapter Association shall consist of the following officer positions:

President,
Vice-President/President-Elect,
Secretary/Treasurer,
Director of Membership,
Director of Communications,
Director of Professional Development, and
Immediate Past President.

Eligibility for nomination, election, and continuation in office as a Board of Director officer of the Chapter Association shall be limited to persons with active and good standing Individual Membership as defined in Article 4, Section 1 of these By-Laws.

Section 2: Duties and Responsibilities of the Governing Body

President:

- Presides at all meetings of the Chapter Association and of the Board of Directors.
- Appoints the nominating committee, together with such other committees as the Board of Directors may deem necessary or appropriate for carrying on the activities of the Chapter Association.
- Establishes the program calendar each year and oversees the quarterly meeting agenda process.
- Leads board meetings, Chapter Association planning sessions and builds consensus on future Chapter Association goals or strategies.
- Initiates member outreach to identify new board members and seeks volunteers to coordinate the annual election process.
- Identifies other regional human resources partners, venues and meeting hosts for future Chapter Association programs.
- Facilitates the review and changes to Chapter By-Laws and submits them to IPMA-HR (National).
- Supports all board members, and new initiatives.
- Develops succession plan for future volunteer leaders.

Vice-President/President-Elect:

- Serves as back-up to President in his/her absence, leads board meetings, chapter planning sessions and contributes to future goals and strategies.
- Assists President in all of the President's duties and responsibilities.
- Assists President by identifying changes and assists with updates to Chapter By-Laws (facilitate the adoption of revised By-Laws).
- Assists President by identifying new board members, volunteers, regional partners, venues and meeting hosts for future chapter programs.
- Assists Director of Professional Development by identifying speakers and topics for future programs.
- Assists Director of Membership with membership outreach initiatives and other activities to support membership goals.
- Supports all board members and contributes to succession plan for Board of Directors.

Secretary/Treasurer:

- Prepares meeting minutes for all chapter meetings including attendance and recap of revenues and expenses.
- Monitors chapter bank accounts, reconciles bank statements, processes all bank deposits and submits chapter tax filings.
- Provides financial reports at Chapter Association meetings and prepares financial reports to support annual audit committee activities.
- Coordinates reporting of membership information to IPMA-HR (national) and processes payment for non-national members.
- Assists other board members with distribution of Chapter Association communications as needed.

Director of Membership:

- Coordinates the annual membership drive/renewal campaign.
- Maintains membership roster and related records.
- Plans member outreach initiatives to grow membership base.
- Conducts membership satisfaction surveys and/or opinion polls.
- Coordinates membership recognition events and purchases.
- Recommends new initiatives and opportunities to grow our chapter.
- Actively contributes to Board of Directors goal setting and strategy sessions.

Director of Communications:

- Coordinates all member communications and recommends ways to improve member engagement.
- Maintains chapter website and social media.
- Creates marketing and promotion materials to promote meetings, benefits of membership, and professional development (as needed).
- Prepares targeted communications and other outreach efforts.
- Recommends new initiatives and opportunities to grow our chapter, actively contributes to executive board goal setting and strategy sessions.

Director of Professional Development:

- Identifies professional development needs of members through annual survey or opinion polls.
- Establishes and coordinates continuing education credits (enable members to retain existing HR certifications).
- Recommends programs and/or speakers for quarterly meetings, proposes “hot” topics of interest and suggests venues and meeting hosts.
- Evaluates and recommends continuing education options available to members (seminar, webinars, panels, etc.).
- Recommends new initiatives and opportunities to grow our chapter, actively contributes to executive board goal setting and strategy sessions.

Immediate Past President:

- Performs specific assignments delegated by the President.
- Serves as a consultant/advisor to the Board.

Section 3: Term of Office, Appointment and Election of the Governing Body

- A. Term: The term of office for each of the Board positions shall be two years. There are no term limits.
- B. Appointment: In the interest of continuity in the Board of Directors, the following Board of Director Officer positions are generally not subject to election by the membership: President, President-Elect and Immediate Past President. At least sixty (60) days prior to the bi-annual election, the Board of Directors shall appoint from the existing Board of Directors, by majority vote of a quorum, the President-Elect to serve for the upcoming term. The President-Elect shall then automatically succeed to the office of President after having served a two year term as President-Elect. The President shall automatically succeed to the office of Immediate Past President after having completed his/her two year term as President.

The Board of Directors, however, at its sole discretion and by majority vote of a quorum, may opt to subsequently appoint an alternate member of the Board of Directors to the President or President-Elect position or to subject either position to election by the membership for reasons including, but not limited to, the President-Elect’s withdrawal from automatic succession to President, a tie in the Board of Director’s vote, and/or lack of existing members of the Board of Directors’ willingness to serve in those positions.

- C. Election: Bi-annually, the Board will send out position descriptions and ask for nominations. The Board will call for a vote of its membership for Board of Director positions. The Board may ask interested candidates to supply a career biography to include with his or her name to be included with the vote. Should there be an insufficient number of interested candidates, an incumbent may stay for another term. Following the election, the elected Board of Directors shall discuss and vote amongst themselves for placement in specific positions.

Section 4: Vacancies

- A. The Vice-President/President-Elect shall serve as Acting President for the unexpired portion of the President's term in the event of a vacancy in the presidency. In the event of a vacancy in the office of Vice-President/President-Elect, the Board shall elect one of its Board of Directors to serve as President-Elect.
- B. In the event a Board of Director position is vacated with more than eleven (11) months remaining in the term, an election for the vacant position shall be held pursuant to Article 5, Section 3, C.

Section 5: Voting

All those in the Chapter Association who are in good standing with Individual Membership shall have a voice and a vote in the affairs of the Chapter. On matters calling for a decision by the chapter membership, voting shall be by voice, written, or electronic ballot, or other appropriate means, as determined by the Board of Directors. Each member shall be limited to one vote.

ARTICLE 6: Chapter Meetings

Section 1: Regular meetings of the chapter shall be held at least once every four months. The President shall establish the time and place of chapter meetings, and the Board shall notify the members via email.

Section 2: At any meeting held for the purpose of transacting chapter business, a quorum shall consist of the number of members present at the meeting.

Section 3: Except as herein provided, Robert's "Rule of Order" shall govern the proceedings of the chapter.

Section 4: The Board may postpone or suspend any scheduled meeting of the Chapter when necessary because of exceptional circumstances and shall notify the membership the reasons for such a postponement or suspension.

ARTICLE 7: Amendments

Section 1: Proposed amendments to these By-Laws may be initiated by action of the Board of Directors, or upon written petition signed by at least ten voting members of the chapter. Amendments initiated by petition shall be addressed to the President for submission to the chapter membership.

Section 2: Proposed amendments shall be transmitted by the Secretary/Treasurer to the members in writing at least thirty days in advance of the date on which they are to be voted on by the members. In the case of proposed amendments initiated by petition, the text of the amendment may be accompanied by the recommendation of the Board of Directors.

Section 3: Before any amendments to these By-Laws are formally presented to the chapter membership for consideration, the Secretary/Treasurer shall submit the proposed amendment or amendments to the appropriate contact at the IPMA-HR, together with a request that the proposed By-Law changes be reviewed for conformity with policies of the IPMA-HR. No action on these proposed amendments will be taken until a response to a request for review has been received by the chapter.

Section 4: Whenever the By-Laws are amended, the Secretary/Treasurer shall, as soon as possible, provide the appropriate contact at the IPMA-HR with six copies of the By-Laws as amended. Any amendments to these By-Laws deemed to be in conflict with the objectives or policies of the IPMA-HR shall be referred back to the chapter membership for reconsideration.

ARTICLE 8: Effective Date

These By-Laws, as amended, shall become effective on August 15, 2018, upon approval by the IPMA-HR.