



By-Laws

January 16, 2013

ARTICLE I – NAME & LOCATION

- Sec 1 The name of the organization is the SouthCoast Human Resources Council. The organization serves the Southeastern Massachusetts area which encompasses the cities of Fall River, New Bedford, Taunton and their surrounding communities.
- Sec 2 The headquarters of the Council is located at the office of the President of the Council.

ARTICLE II – PURPOSE

The purpose of the council is to enhance the professional knowledge of individuals involved in human resources and affiliated functions. The organization promotes a spirit of cooperation between members through networking. The SouthCoast Human Resources Council is an affiliate of the New Bedford Area Chamber of Commerce and the Fall River Area Chamber of Commerce. The executive board will review the affiliation agreement periodically and make a formal recommendation to continue or to terminate the affiliations, to the President.

ARTICLE III – MEMBERSHIP

■ Membership

- Sec 1 Membership is open to management and/or professional representatives of business, educational, governmental and industrial organizations who actively practice one or more of the human resource functions and who are interested in advancing the purpose outlined in ARTICLE II.
- Sec 2 Applications for membership will be reviewed and approved by the Executive Committee, in its' capacity as Membership Committee.
- Sec 3 Members are expected to attend scheduled meetings and to participate in all Council activities. Continued membership is contingent upon active participation in the Council, which is defined as:
- a) attending at least three (3) of the scheduled monthly meetings, and/or;
 - b) Regularly attending to the responsibilities of any assigned Council position.

If the requirements for continued membership are not met, the Executive Committee reserves the right to review the extenuating circumstances prior to suspending membership.

- Sec 4 Members will not actively solicit the membership for business development purposes.

■ Associate Membership

- Sec 1 Associate membership is open to qualified representatives of business, educational, governmental, and industrial organizations and other organizations whose services are complementary to the Human Resources field.
- Sec 2 Associate Members may attend scheduled meetings and participate in Council activities. Continued membership is contingent upon active participation.

Sec 3 Associate Members will not actively solicit the membership for business development purposes.

Sec 4 College students actively pursuing a degree in the field of Human Resources are encouraged to join the Council as Associate Members.

■ **Honorary Membership**

Sec 1 Honorary membership is open to retired management representatives of industrial and business firms having served as a prior Council member. Such members must be interested in advancing the purpose named in ARTICLE II.

ARTICLE IV – ORGANIZATION / COMMITTEE STRUCTURE

Sec 1 The officers of the Council consist of a President, Vice President, Treasurer and Secretary elected at the Annual Meeting in May of each year.

Sec 2 **Standing Committees include** the Executive, Program, Web Committee and Ad hoc Committees.

ARTICLE V – MEETINGS

Sec 1 The Council will hold monthly meetings from September through May, unless a special meeting is called by the President. The dates of these meetings, excluding the annual meeting, will generally be held the third Wednesday of each month. Dates and times of meetings are subject to change with notice.

ARTICLE VI – QUORUMS

Sec 1 All regular monthly meetings of the Council will have attendance of at least 15% of the Members, which will constitute a quorum for the transaction of business. No Council business will be conducted at a monthly meeting in which a quorum is not present. Attendance will be taken at each Council meeting to verify that a quorum exists.

Sec 2 One-half of the members will constitute a quorum for the transaction of business at any meeting of the Executive Committee and any Ad hoc committee that may exist.

ARTICLE VII – MAJORITY VOTE

Sec 1 A resolution or vote will be deemed adopted when assented to by the vote of a majority of the regular members present and voting. The President may elect to poll the membership by email, or mail for vote at the next scheduled meeting.

ARTICLE VIII – FINANCES

Sec 1 The Council will operate on a non-profit basis. The fiscal year of the Council is June 1 – May 31. The income of the Council is derived from voluntary contributions and operating charges built into the monthly meeting price. The Executive Committee may review the financial accounts, and a clear financial reporting is presented to the Membership at each meeting.

Sec 2 The Treasurer will maintain the Council checkbook and accounts. All checks will require dual signature authority.
a) By the Treasurer and President as primary. However, the Secretary is also available to be a dual signee.

ARTICLE IX – DUTIES OF THE OFFICERS

Sec 1 **President** – The President will
a) Preside and chair all meetings of the Council and will be responsible for ensuring that the Council is operating within the manner of its defined purpose.

- b) Provide the Secretary all of the monthly meeting notices with input on the speaker information from the Vice President.
- c) Call meetings of the Executive Committee as required. The President may appoint Ad hoc committees as needed, and function as Program Committee Chair.
- d) Appoint a member of the Council to oversee all monetary transactions of the Treasurer. The President will be an ex-officio member of any standing committee.
- e) Fill in as treasurer, vice president, secretary when a vacancy occurs.

Sec 2 **Vice President** – The Vice President is responsible for coordinating all meeting arrangements to include ...

- a) By August 1st, call all vendors to secure venues for the fiscal calendar of meetings and determine meal selections, get net pricing.
- b) By August 5th, provide the President a summary list of all vendors and net cost so that the cost to members can be set by the President.
- c) Monthly, September thru May, follow up with the Monthly Program Coordinator for the monthly meeting on speaker requirements. Follow up with the Secretary on the final count and call in the count to the vendors.

The Vice President will also act on behalf of the President in his/her absence. The Vice President is a member of the Executive Committee and an authorized person to sign checks related to the Council

Sec 3 **Treasurer** – The Treasurer will attend monthly meetings and

- a) Collect and sign in members at each meeting and keep a full account of all receipts of the Council. The Treasurer will deposit all funds within 5 business days of monthly meetings. Deposit slips will be copied and forwarded to the President along with a spreadsheet showing details of attendee names and payments.
- b) Send notices for unpaid meetings and keep a list on open accounts receivable collections as needed.
- c) Pay all approved expenses incurred by the Council according to the due date of vendor payment terms.
- d) Prepare and present a summary report to the general membership at each meeting to include total receipts & disbursements and ending balance.
- e) Maintain the checkbook, deposit slips and logs in a safe place during the time served in office.
- f) Work with auditors as needed when assigned by the President for an account review.

Sec 4 **Secretary** – The Secretary position is an ex-officio member of any standing committee. He/She will...

- a) Prepare and keep a full and complete list of all members, and maintain the membership directory list.
- b) Prepare and distribute notices of all meetings and general notices to members.
- c) Track reservations for meetings and provide final count to the President and Vice President
- d) Document and distribute minutes of meetings.
- e) Prepare an annual report of monthly meeting attendees on an excel spreadsheet for the Executive Committee.
- f) Summarize and distribute results of all membership surveys.
- g) Collect and tabulate end of year surveys for final review by the Program committee.
- h) Co-Sign checks when needed for the Council.

ARTICLE X - COMMITTEES

Sec 1 **The Executive Committee** will consist of the Council officers and up to eight (8) members, including the immediate past President, appointed at the annual meeting in May of each year by the newly appointed President. The Chairman of the Executive Committee is the President of the Council. The Executive Committee must be made up of individuals who are actively involved in the council. The Executive Committee will undertake and be responsible for regular and associate membership application and publicity. This committee will be responsible for creating and maintaining an atmosphere of good will at all Council meetings and events. The Executive Committee also functions as the Membership Committee. The Membership aspect of the committee's responsibilities is to recruit / sustain membership.

Sec 2 **The Program Committee** will consist of the President, Secretary and up to eight (8) individuals which may include Associate Members. The Program Committee is responsible for developing the speaking/educational program for the Council.

- a) Annually in April, the committee will survey the membership for their feedback and ideas for relevant Human Resource topics for the following years meeting program.
- b) Annually in June & July meetings will be held to review the survey, outline the program, assign program coordinators, confirm speakers, dates, times, locations, overview of the topic to be presented.
- c) A final schedule is prepared and posted on the website by August 1st.

- Sec 3 **The Web Committee** will consist of the President, Secretary and up to a total of four (4) individuals which may include Associate Members. The Web Committee is responsible to...
- a) Maintain the contract with the web host vendors
 - b) Maintain content updates provided by the President or Secretary
 - c) Maintain professional integrity of all postings
- Sec 4 **Ad hoc Committee** may be appointed by the President as needed, to address any issue that may come before the Council. Upon completion of the assignment, the Ad hoc committee will be disbanded.
- Sec 5 The officers and members of all committees serve without compensation.

ARTICLE XI – DISSOLUTION

- Sec 1 This Council may be dissolved at any regular meeting, or at a special meeting called for that purpose, provided written notification of such proposed dissolution is distributed to each member at least sixty (60) days in advance of such regular or special meeting and upon an affirmative vote of $\frac{3}{4}$ of the regular members present and voting.