

ARTICLE I Name and Geographical Area

- Section 1. This organization shall be known as the Public Sector HR Association Louisiana Chapter hereinafter referred to as PSHRA-LA.
- Section 2. The geographical area covered by this Chapter shall be the legal boundaries of the State of Louisiana.
- Section 3. Applications for memberships outside of the LA state boundaries will be considered and approved by the PSHRA-LA Board of Directors on a case-by-case basis.

ARTICLE II Objectives

As a non-profit organization, the objectives of this Chapter shall be as follows:

- To provide a forum for persons engaged in public service human resources administration to discuss their current challenges and to provide a medium for their mutual self-improvement.
- To implement the objectives of the PSHRA-LA through providing continuity of approach to problems, by providing a formal channel for feedback to the Association, and by assisting in planning the Association's programs.
- To explain and interpret the objectives and methods of public service 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 within the Chapter area on personnel problems of mutual concern.
- To promote and proclaim the professionalism of public service human resources administration.
- To organize exclusively for professional education of public service human resources administrators, who are members, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law. This organization shall not engage in any other activities not permitted by an organization exempt from

Federal income tax under 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE III Chapter Membership

Section 1. Membership in this Chapter shall be open to any person interested in public service human resources administration in accordance with the principles of the merit system in public employment, and who is in agreement with the objectives of this Chapter and of the Public Sector HR Association.

Section 2. The term of membership in this Chapter shall begin July 1 and conclude the following June 30. The various types of Chapter membership include:

A. Regular Membership

Any person is eligible to apply for regular membership that is within the Chapter area, as defined in Article I, Sections 2 and 3; and is:

- An individual member of National PSHRA; or
- Employed by a public sector entity.

For purposes of this section, “public sector entity” is a state or local government, as well as any agency, office, department run by a state or local government such as public libraries, city police, community colleges, individual hospitals, schools, sub-agency or installation or institution, wherein is located a functioning human resources office.

B. Affiliate Membership

Any person is eligible to apply for affiliate membership that is within the Chapter area, as defined in Article I, Sections 2 and 3, and is:

- Employed or otherwise involved in the human resources function of any organization, corporation or other establishment in the private sector; and
- Has demonstrated an active and continuing interest in the improvement of human resources administration whether it be in the public or private sector.

C. Honorary Membership

Honorary membership is a non-voting membership that may be extended by invitation of the Board of Directors to individuals who have contributed significantly to the field of public sector human resources and that are:

- Actively participating in the activities of the LA Chapter or the regional/national organization; or
- No longer actively or directly involved in human resources.

On an annual basis, the Board of Directors must review and determine, by majority vote, whether to extend invitations for honorary membership for the applicable membership year. Honorary membership shall be cancelled and the individual ineligible for reinstatement as an honorary member should the individual fail to attend at least one (1) quarterly meeting during the membership year. Honorary memberships shall be limited to no more than a total of five (5) honorary members.

D. Student Membership

Any person is eligible for a non-voting, student membership that is within the Chapter area, as defined by Article I, Sections 2 and 3, and is a post-secondary student whose declared major is human resources management, organizational development, or a related field.

Section 3. Any person wishing to become a member of this Chapter shall complete and submit an application to the Chapter. Membership shall become effective upon acceptance of the application by the Board of Directors of the Chapter and submission of payment for applicable membership fees.

ARTICLE IV Membership Dues

Section 1. Chapter dues for members shall be established annually by the Board of Directors.

Section 2. Membership dues as established by the Board of Directors shall be payable in July of each year for the ensuing membership year.

Section 3. Chapter members who become more than three (3) months in arrears in their Chapter dues may be, at the discretion of the Board of Directors, removed from Chapter membership.

ARTICLE V Chapter Officers and Board of Directors

Section 1. Chapter Officers

- Chapter Officers shall consist of a President, President-Elect, Vice-President, Secretary, Treasurer, and immediate Past-President.
- Eligibility for nomination, election, and continuation in office as an Officer of the Chapter shall be limited to regular and affiliate members of this Chapter.
- All nominees for the Chapter Officers, at the time of their nomination, shall be active members in the Chapter who have demonstrated commitment to the Chapter through their involvement in PSHRA at the Chapter or Regional/National level.
- The President and President-Elect must be members of PSHRA at the National level at the time of their election to the position and must remain a member in good standing of National throughout their tenure.

Section 2. Board Members

- The Chapter shall elect three (3) members to serve as Board Members.

Section 3. Board of Directors

- The management of the Chapter's affairs and the development and guidance of its program of activities shall be the responsibility of the Board of Directors of the Chapter. The Board shall have nine (9) voting members consisting of the six (6) Chapter Officers, together with three (3) additional Board Members elected from the regular membership.

Section 4. Term of Office

- All Chapter Officers and Board Members shall serve for a period of two (2) years from July 1 through June 30 and/or until their successors have been elected and installed.

Section 5. Nominating Committee

- Prior to the third quarterly meeting, the President shall appoint a nominating committee that will consist of two (2) non-Board of Director voting members

and the immediate Past-President, with the immediate Past-President serving as the Chairperson.

- This nominating committee shall present a request to the membership for nominations for the Chapter Officers and Board Members at the third quarterly meeting and shall ensure that the Chapter membership is given an opportunity to submit names of members for consideration.
- If necessary, the nominating committee shall select at least one (1) name from the active membership as a candidate for any Board of Directors position for which no nominations were received.
- In the event a nominating committee member accepts nomination for office, they shall immediately tender their resignation from the nominating committee to the President who will then appoint a replacement.

Section 6. Election

- The nominating committee shall gather and publish information on the demonstrated leadership experience of the nominated candidates and distribute election ballots at least thirty (30) calendar days prior to the election deadline established by the nominating committee.

Section 7. Election Results

- At an appointed time and place, but not more than twenty-one (21) calendar days following the distribution of the election ballots, the nominating committee shall tally the votes.
- The Chairperson of the nominating committee shall certify and forward, in writing, the election results to the Chapter President within fifteen (15) calendar days of the election. In turn, the Chapter President shall notify the Chapter membership as to the outcome of the election.

Section 8. Vacancies

- If any of the Board of Directors should resign or be unable to discharge the duties of their office and if unexpired portion of the term is 90 days or more, the Board of Directors shall call a special election. If the unexpired portion of the term is less than 90 days, the Board of Directors shall designate one of the Board of Directors to discharge the duties of the office until the next regular election is held.

ARTICLE VI Duties of the Board of Directors

Section 1. President

- The President serves as the Chapter's **chief executive officer** as follows:
 - Oversees and ensures duties of all board of directors are appropriately carried out.
 - Establishes agenda and presides at all meetings of the Chapter and of the Board of Directors.
 - Prepares and submits Annual Report to PSHRA National.
 - Represents the Chapter at annual regional/national meetings of the Association and reports on Chapter activities.

Section 2. President-Elect

- The President-Elect serves as **programming coordinator** as follows:
 - Speakers: Secures speakers for quarterly meetings; sends confirmation letters (prior to meeting) and thank you notes (subsequent to meeting); brings laptop and ensures technical support for presentations, as needed; obtains speaker bio and introduces at meeting.
 - Recognition/Awards: Orders and maintains inventory of speaker gifts, presents to speaker at conclusion of presentation; Orders recognition plaques for outgoing President and any other board members as voted; Promotes and solicits nominations for various PSHRA awards.
- Succeeds automatically to the office of President at the expiration of the President's term.

Section 3. Vice-President

- The Vice-President serves as the **communications coordinator** as follows:
 - Wild Apricot: Responsible for all information under the "Events" tab to include: creating event for each quarterly meeting at least 45 days in advance of meeting; sending out meeting notices and reminders beginning at least 30 days in advance of meeting; and deactivating meeting registration 7 days in advance of meeting.
 - Electronic Communications: Serves as content manager, including taking photographs at events and posting regular updates to PSHRA-LA's website, Facebook, Instagram and LinkedIn; regularly checks and responds to Gmail inquiries.

Section 4. Secretary

- The Secretary serves as the **recording officer** as follows:
 - Minutes: Drafts official minutes of all Chapter and board meetings; distributes to board of directors for review.
 - Records Maintenance: Maintains organizational Chapter records in accordance with established records retention schedule.
 - Wild Apricot: Responsible for maintaining and ensuring accuracy of all information under the “Members” tab, including but not limited to fully completed contact details and 1-year membership renewal dates.
 - By-laws: Drafts revisions to Chapter by-laws, as deemed necessary by the board of directors, and submits to PSHRA National for approval.
 - Administrative Procedures: Develops and updates, as necessary, PSHRA-LA’s administrative procedures, including travel reimbursement policy and Wild Apricot User Manual.

Section 5. Treasurer

- The Treasurer serves as the **financial officer** as follows:
 - Financial Transactions: Executes financial transactions of the Chapter, including deposits, expenditures and account reconciliation; bills members for membership dues; ensures authorized signatories for bank account remain up-to-date as officers change; submits annual Form 990-N no later than May 15 of each year.
 - Wild Apricot - Responsible for maintaining and ensuring accuracy of all information under the “Financials” tab; reconciles with AffiniPay.
 - Vendor Liaison – Negotiates and signs annual contract with meeting location vendor; notifies vendor of selected menu; tracks and reports number of meeting registrations to vendor to ensure proper billing.
 - Reporting – Presents quarterly report to the board of directors regarding Chapter’s financial status; prepares year-end financial statement and submits to President for inclusion in Annual Report.

Section 6. Past-President

- The Past-President serves as the **outreach coordinator** relative to both the board of directors and Chapter membership as follows:
 - Nominating Committee: Serves as chairperson of the Nominating Committee; promotes and solicits nominations for board of director vacancies; administers the elections process.

- Membership Drive: Conducts the annual membership drive; seeks to recruit and expand new membership from underrepresented public organizations.
- Wild Apricot: Adds new potential members under the “Contacts” tab; Accesses meeting registration list under the “Events” tab.
- Meeting Check-In: Uses meeting registration list to print name tags and checks-in attendees at quarterly meetings.
- The Past-President position is automatically assumed upon the conclusion of the term of office as President of the Chapter.

Section 7. Board Member(s)

- For succession planning purposes, each board member shall be assigned to serve as an assistant/understudy to one of the following Chapter Officers: Vice President, Secretary or Treasurer. Board members will perform duties as assigned by the designated Chapter Officer in order to help fulfill the duties and responsibilities thereof.

ARTICLE VII Chapter Meetings

- Section 1. Regular meetings of the Chapter shall be held at least four (4) times each operating year at times and places approved by the Board of Directors.
- Section 2. At any meeting held for the purpose of conducting Chapter business, a quorum shall consist of at least ten (10) Chapter members.
- Section 3. All Regular and Affiliate members shall have a voice and a vote in the business of the Chapter. On matters calling for a decision by the Chapter membership, voting shall be by voice, ballot or electronic voting as deemed most expedient and appropriate by the Board of Directors.

ARTICLE VIII Allen Award

- Section 1. Established by the Chapter in 1993, the Allen Award is given to an outstanding Chapter member who has contributed to the PSHRA-LA Chapter, other civic and professional organizations, and/or made notable contributions to Human Resource Management.
- Section 2. The President-Elect shall provide information to the chapter members regarding the award by March 1 of each year. Nominations must be submitted to the

President-Elect and Secretary of the board by March 31 of each year. The award shall be presented at the final meeting of the membership year.

ARTICLE IX Records Retention

Section 1. To ensure recordkeeping efficiency and compliance with IRS guidelines for 501(c)(3) organizations, the Chapter shall adopt a record retention schedule.

Section 2. The following shall be retained permanently:

- Tax-related documents: Application for recognition of tax exempt status, the determination letter recognizing tax-exempt status, evidence of Form 990-N filings.
- Organizational-related documents: Chapter charter approved by PSHRA Executive Council; By-laws, with amendments; Board minutes.

Section 3. All other records not expressly listed above must be retained for four (4) years, but may be properly disposed of thereafter. This includes both paper and electronic records such as membership records; meeting agendas and registrations; bank statements; emails; etc.

ARTICLE X 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 (10) members of the Chapter. Amendments initiated by petition shall be addressed to the President for submission to the Chapter membership.

Section 2. Before any amendment(s) to these By-Laws are formally presented to the Chapter membership for consideration, the Secretary shall submit the proposed amendment(s) to the PSHRA Executive Council together with a request that the proposed By-Laws changes be reviewed for conformity with policies of the PSHRA as established by the Executive Council. No action on these proposed amendments will be taken until receipt of By-Law approval from the PSHRA Executive Council.

Section 3. Proposed amendment(s) shall be transmitted by the Secretary to the members in writing at least thirty (30) days in advance of the date they are to be voted on by the members. In the case of proposed amendments initiated by petition, the text of the amendments may be accompanied by the recommendation of the Board of Directors.

Section 4. Whenever the By-laws are amended by a majority vote of the members at a business meeting with a quorum present, the Secretary shall, as soon as possible submit to the PSHRA Executive Council. Any amendments to these By-Laws deemed by the Executive Council to be in conflict with the objectives or policies of the PSHRA shall be referred back to the Chapter membership for reconsideration.

ARTICLE XI Dissolution

Notwithstanding anything herein above contained and in the event of the dissolution or liquidation of this organization, any surplus funds, in excess of then current outstanding liabilities shall be transferred and delivered to the PSHRA, providing that it then has tax exempt status under existing United States Internal Revenue Codes and Regulations, and in the event that it cannot or will not accept the same, then funds shall revert to any religious, charitable, scientific, or educational institution having tax exempt status, as may be designated by the governing Board. In no event shall any of the funds be disbursed to the members of the association on final liquidation.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII Effective Date

These By-Laws, along with any amendments, shall become effective upon approval by a simple majority vote of the membership at a scheduled meeting of the general membership, provided such amendments shall be submitted in writing to the membership not less than thirty (30) days prior to the meeting.

ARTICLE XIII Chapter Liabilities

PSHRA is not responsible for any liabilities this Chapter might incur.