

**BUFFALO NIAGARA HUMAN RESOURCE ASSOCIATION**

**BY-LAWS**

**REVISED**

**EFFECTIVE DATE: FEBRUARY 1, 2007**

## **ARTICLE I – IDENTIFICATION**

**Section 1: NAME.** The name of the organization shall be Buffalo Niagara Human Resource Association (BNHRA). To avoid potential confusion, the Chapter will refer to itself as Buffalo Niagara Human Resource Association and not as SHRM or the Society for Human Resource Management.

**Section 2: AFFILIATION.** BNHRA is affiliated with the Society for Human Resource Management (herein referred to as "SHRM").

**Section 3: OFFICE.** BNHRA's office shall be located in Western, New York.

**Section 4: RELATIONSHIPS.** The Chapter is a separate legal entity from SHRM. It shall not be deemed to be an agency or instrumentality of SHRM or of a State Council, and SHRM shall not be deemed to be an agency or instrumentality of the Chapter. The Chapter shall not hold itself out to the public as an agent of SHRM without express written consent of SHRM. The Chapter shall not contract in the name of SHRM without the express written consent of SHRM.

## **ARTICLE II - PURPOSE**

### **Section 1: VISION/MISSION:**

Vision: To be the pre-eminent professional Human Resource organization in Western New York.

Mission: To serve the HR professional and advance the HR profession in Western New York.

**Section 2: NON-PROFIT.** BNHRA is a non-profit organization.

**Section 3: STATEMENT OF ETHICS.** The BNHRA adopts SHRM's Code of Ethical & Professional Standards in Human Resource Management for members of the BNHRA in order to promote and maintain the highest standards among its members. Each member shall honor, respect and support the purpose of BNHRA and SHRM. The BNHRA shall not be represented as advocating or endorsing any issue unless approved by the BNHRA Board of Directors. No member shall actively solicit business from any other member at BNHRA meetings or through the use of electronic information provided to him/her as a member benefit of BNHRA without approval from the BNHRA Board of Directors.

## **ARTICLE III – FISCAL YEAR**

**Section 1: FISCAL YEAR.** The fiscal year of the Chapter shall be January 1 through December 31st.

## **ARTICLE IV - MEMBERSHIP**

**Section 1: QUALIFICATIONS FOR MEMBERSHIP.** The qualifications for membership in the Chapter shall be as stated in Sections 2, 3, 4 and 5 of this Article. To achieve the mission of the Chapter there shall be no discrimination in individual memberships because of race, religion, sex, age, national origin, disability, veteran's status, or any other legally protected class.

**Section 2: GENERAL MEMBERS.** General Membership is limited to people actively engaged in bona fide human resources work who devote at least 50% of their time to human resource functions, to faculty members holding assistant, adjunct, associate or full rank in human resources or labor relations or related fields at an accredited college or university, and to full time consultants having at least 3 years experience in human resources management.

**Section 3: ASSOCIATE MEMBERS.** Associate Membership is limited to people who do not qualify for general membership and who demonstrate, to the satisfaction of the Board of Directors, a bona fide interest in human resources or labor relations and related fields.

**Section 4: RETIRED MEMBERS.** Retired Membership is limited to any General Member or Associate Member who was in good standing at the time of his/her retirement from any firm, organization or institution who no longer actively works in human resources or labor relations or related fields.

**Section 5: STUDENT MEMBERS.** Student Members are individuals who are enrolled Full Time in a Human Resources or related field as students at an accredited University or College and are members of a student chapter affiliated with SHRM. Furthermore, to qualify as a Student member, the individual must not have worked in a Human Resource related profession. (Internships or Co-Ops do not apply). Student Members shall have no vote, and may not hold office in BNHRA.

**Section 6: APPLICATION FOR MEMBERSHIP.** The application for BNHRA membership shall be in writing, on the BNHRA website, or electronically on a form provided by BNHRA. Membership is individual, may not be transferred, and must be renewed annually. All new applications for membership in BNHRA shall be reviewed by the Membership Director and approved by BNHRA's Board of Directors. Any renewals or non-suspect applications will be reviewed and approved by the Chapter Administrator. Membership becomes effective from the date of approval of an application for membership. Dues are payable at the time of application.

**Section 7: TERMINATION OF MEMBERSHIP.** Membership in BNHRA may be terminated by action of the Board of Directors for cause (after notice of such cause has been given and the opportunity for a fair hearing has been provided). Membership may be terminated by the Board of Directors for non-payment of annual dues by any member who is in arrears.

**Section 8: DUES.** BNHRA dues provide for local BNHRA services; SHRM dues provide for national services only. BNHRA dues shall be paid annually, and shall become payable on the anniversary date of their previous year's membership enrollment for renewals and at the time of application for new members. The amount of BNHRA dues shall be determined each year by the Board of Directors. Dues are non-refundable.

## **ARTICLE V - MEETINGS OF MEMBERS**

**Section 1: MEETINGS.** The Regular meetings of BNHRA shall be held monthly at such times and places as the Board of Directors may designate. Meetings during the summer months and the month of December may be omitted by the Board of Directors. Special meetings of the membership shall be called on request of the President or any two members of the Board of Directors.

**Section 2: NOTICE OF MEETINGS.** A notice of all meetings shall be given to all members at least 5 days prior to the meeting, in any of the following methods: in writing, by e-mail, on the website or in any other way reasonably calculated to give actual notice of the meeting. Attendance at a meeting constitutes a waiver of notice.

**Section 3: QUORUM.** Members holding 10% of the votes entitled to be cast represented in person or by proxy, shall constitute a quorum. The vote of the majority of the General

Members present or represented by proxy at a meeting at which a quorum is present shall be necessary for the adoption of any matter.

**Section 4: VOTING.** Each Member of BNHRA shall have the right to cast one vote on each matter brought before the membership for a vote. All votes shall be determined by the President or by any person designated to so act by the President. General, associate, and retired members all have the right to cast one vote. Student Members do not have the right to vote.

**Section 5: PROXIES:** A General Member may vote at a meeting by authorizing the President, or any other person designed by the Board of Directors to act for him or her by proxy, as hereinafter provided. Such proxy shall be in writing in a form provided by the President and approved by the Board of Directors, shall recite the names of the nominees for director or officer, or the text of the resolutions or amendments to these by-laws to be considered by the meeting to which it shall relate, and shall indicate how the member so voting authorizes the person, acting for him or her by proxy, to vote for directors and officers, and whether the member so voting authorizes the person, acting for him or her by proxy, to vote in favor or against each such resolutions or amendments, or to abstain in regard to any such votes. Such proxy may be revoked at any time prior to its being exercised by the member issuing it. Such proxy shall only relate to a specific meeting or specific special meeting of BNHRA, and shall terminate at the conclusion of such meeting or at the conclusion of the adjourned meeting thereof.

## **ARTICLE VI - ELECTIONS AND BALLOTING FOR OFFICERS AND DIRECTORS**

**Section 1: GENERAL.** The Nominating Committee shall be a standing committee of BNHRA. Every two years, the Committee shall nominate candidates for the officer and director positions of BNHRA to be filled.

**Section 2: COMPOSITION OF NOMINATING COMMITTEE.** The Nominating Committee shall be composed of no less than 3 General Members volunteered from the membership and selected by the President, President-Elect or the Immediate Past President. The Committee's members shall serve a 2 year term.

**Section 3: NOMINATION OF CANDIDATES.** The Nominating Committee shall nominate and certify to the Board of Directors the name(s) of candidate(s) for each of the officers and directors to be elected, no later than the April regular meeting of the Board of Directors. Each candidate must possess the qualifications required by these by-laws.

**Section 4: SELECTION OF SLATE.** The Board of Directors shall select a slate of candidates for election from the nominations made by the Nominating Committee not later than the May regular meeting of the Membership.

**Section 5: ELECTIONS.** The slate of candidates shall be presented to the membership at the meeting of the membership held in May. A majority of votes cast shall be required for election.

**Section 6: REFERENDUM.** The Board of Directors may submit any matter of BNHRA business to the membership for resolution by ballot.

## **ARTICLE VII - BOARD OF DIRECTORS**

**Section 1: NUMBER.** The Board of Directors shall consist of the President, the President-Elect or Immediate Past President, the Secretary; the Treasurer, the Membership Director, Professional Development Director, College Relations Director, Communications Director, Certification Director, Workforce Readiness Director, Diversity Director, Foundation Director,

Governmental Affairs Director; and such additional members as may be added to the Board of Directors from among the General Membership. Each chairperson of every BNHRA committee and subcommittee shall have the right to attend the meetings of the Board of Directors, but they shall have no vote. Additional ad hoc non-voting members may be appointed by and to the Board of Directors.

**Section 2: QUALIFICATIONS.** All candidates for the Board of Directors must be qualified General Members of BNHRA in good standing at the time of nomination or appointment. In addition, pursuant to SHRM Bylaws, the President must be a current SHRM member in good standing throughout the duration of his/her term of office. For BNHRA, the President-Elect and the Immediate Past President must also be SHRM Members in good standing throughout their term of office.

**Section 3: ELECTION - TERM OF OFFICE.** Directors shall be elected by the General Members at any meeting of the membership from the proposed slate of the Nominating Committee approved by the Board of Directors. Each elected director shall assume office on July 1 following his/her election and shall hold office for 2 (two) years or until his/her successor is elected and takes office. A director may succeed himself/herself in one office no more than once.

**Section 4: VACANCIES.** Any vacancy in the Board of Directors may be filled for the unexpired term by the President with the consent of the Board of Directors.

**Section 5: QUORUM.** A majority of the total voting Board of Directors shall constitute a quorum for the transaction of business. The act of a majority of the Board of Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors.

**Section 6: BOARD OF DIRECTORS' RESPONSIBILITIES.** The Board of Directors shall manage and transact all business of BNHRA except as prescribed otherwise in these by-laws.

**Section 7: NO COMPENSATION.** No member of the Board of Directors shall receive any compensation, except for reimbursement for travel and other reasonable expenses actually incurred.

**Section 8: TELEPHONE PARTICIPATION.** Any one or more members of the Board of Directors may participate in a meeting of the Board of Directors by means of a conference telephone or similar device allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

**Section 9: ELECTRONIC VOTING PROCEDURES (EVP's).** In compliance with New York State Voting laws for Not-for-Profits, the Board of Directors for BNHRA shall adopt electronic voting procedures to be utilized in absence of a meeting. It is understood by the Board of Directors that the rules of quorum as prescribed in these by-laws presides over the outcome of all votes taken. It is further understood that EVP's cannot be utilized for votes taken by the chapter membership as a whole. The President of the chapter shall save and tabulate the results of the vote. The President shall then forward the results and all supporting documentation (emails of the vote) to the secretary of the chapter to confer the results. The secretary shall then communicate the results of the vote to the Board of Directors. The results of this vote shall then be filed into the minutes of the Board of Directors and distributed in advance of the next scheduled meeting.

**Section 10: ACTION BY BOARD OF DIRECTORS WITHOUT MEETING.** Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if all of the members of the Board of Directors consent in writing (electronic included) to the adoption of a resolution authorizing the action. The resolution thereafter shall be filed by the secretary with the minutes of the proceedings for the Board of Directors at the next scheduled meeting.

**Section 11: REMOVAL OF DIRECTOR.** Any director may be removed from office, with or without cause, upon the affirmative vote of two-thirds of the entire Board of Directors at a duly constituted Board of Directors meeting.

## **ARTICLE VIII - OFFICERS**

**Section 1: NUMBER.** The Officers of BNHRA shall be a President; the President-elect or the Immediate Past-President; the Secretary; the Treasurer; and the following directors: the Membership Director, Professional Development Director, College Relations Director, Communications Director, Certification Director, Workforce Readiness Director, Diversity Director, Foundation Director, Governmental Affairs Director; and such assistant officers as the Board of Directors may from time to time determine.

**Section 2: QUALIFICATIONS.** All officers shall have the same qualifications provided in these by-laws for the election of Directors.

**Section 3: TERM.** The President shall hold office for two years, and until his/her successor has been duly elected. Each other officer with the exception of the President-Elect and the Immediate Past President shall also hold office for 2 years and until his/her successor has been duly elected. The President-Elect and the Immediate Past President shall hold office for one year as their terms alternate with each other on a yearly basis.

**Section 4: REMOVAL OF OFFICER.** Any officer may be removed from office, with or without cause, upon the affirmative vote of two-thirds of the entire Board of Directors at a duly constituted Board of Directors meeting.

## **ARTICLE IV – OFFICER & DIRECTOR DUTIES AND RESPONSIBILITIES**

**Section1: GENERAL.** The following duties and responsibilities are abbreviated for purposes of these by-laws. For more descriptive accounts of job duties, please see official position descriptions for BNHRA

**Section 2: THE PRESIDENT.** The President shall be the chief executive officer of the BNHRA. The President shall preside at all meetings of the members of BNHRA and of the Board of Directors, and shall be an ex-officio voting member of all committees. He/She shall have general charge and supervision of the affairs and business of BNHRA and such other duties as may be determined by the Board of Directors from time to time.

**Section 3: THE PRESIDENT-ELECT.** The President-elect, at the request of the President, or in his/her absence or disability, may perform any of the duties of the President. He/She shall have such other powers and perform such other liaison duties as the Board of Directors or the President may determine. The President-elect shall spend the year shadowing the President to learn the roles and responsibilities of that position. The President-Elect shall chair the Nomination and By-Law Committees. The President-Elect shall also be charged with Senior Member Development. The President-elect shall automatically ascend to the office of President, 1 year following his/her election.

**Section 4: THE IMMEDIATE PAST-PRESIDENT.** The Immediate Past President, at the request of the President, or in his/her absence or disability, may perform any of the duties of the President. He/She shall have such other powers and perform such other liaison duties as the Board of Directors or the President may determine. The Immediate Past President shall spend the year with the new President to assist with the roles and responsibilities of that position. The Immediate Past President shall chair the Nomination and By-Law Committees. The Immediate Past President shall also be charged with Senior Member Development. The

Immediate Past President shall automatically come off the Board of Directors following his/her 1 year term unless duly elected to another position.

**Section 5: THE SECRETARY.** The Secretary will be responsible for recording the minutes of all meetings, and shall be responsible for making all board members aware of such meetings. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

**Section 6: THE TREASURER.** The Treasurer will be responsible for the financial affairs of BNHRA. This responsibility shall include financial reports to the Board of Directors and arrangements for the annual examination and audit of the accounts. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

**Section 7: MEMBERSHIP DIRECTOR.** The Membership Director shall serve as Chair of the Membership Committee. He/She shall encourage membership growth and shall oversee the maintenance the official membership roster of BNHRA. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

**Section 8: PROFESSIONAL DEVELOPMENT DIRECTOR.** The Professional Development Director will responsible for educational and professional advancement initiatives. As well he/she will be responsible for the agenda for all membership meetings/monthly programming and Educational Workshops. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

**Section 9: COLLEGE RELATIONS DIRECTOR.** The College Relations Director will be responsible for the advancement of BNHRA and SHRM initiative with local College Chapters and their faculty advisor. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

**Section 10: COMMUNICATIONS DIRECTOR.** The Communications Director will be responsible for marketing and branding initiatives for BNHRA. He/She will also be responsible for all internal and external communications with our members, media, and other entities as deemed appropriate. He/She shall have full oversight for both the Website and Newsletter operations. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

**Section 11: CERTIFICATION DIRECTOR.** The Certification Director shall be responsible for organizing, coordinating and promoting all professional certification activities as prescribed by SHRM and directed by BNHRA's Board of Directors. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

**Section 12: WORKFORCE READINESS DIRECTOR.** The Workforce Readiness Director shall be responsible for the promotion of workforce readiness in high schools and in the community at large. He/She shall be responsible to promote the internship programs as prescribed by SHRM and BNHRA. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

**Section 13: DIVERSITY DIRECTOR.** The Diversity Director shall monitor, evaluate and report all local activities concerning diversity issues. He/She shall also spearhead the efforts to educate the membership on all diversity related issues, as well as the effort to diversify the board leadership as well as the membership. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

**Section 14: SHRM FOUNDATION DIRECTOR.** The SHRM Foundation Director shall educate, promote and represent the interests of the SHRM Foundation and its activities to the Chapter Membership and the student membership. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

**Section 15: GOVERNMENTAL AFFAIRS DIRECTOR.** The Governmental Affairs Director shall be responsible for monitoring, evaluating and communicating the importance of pending or current legislation affecting the HR Profession to the membership. He/She shall work closely with state level representatives of SHRM in carrying out these duties. He/She shall have such other powers and perform such other duties as the President may determine from time to time.

## **ARTICLE X – COMMITTEES**

**Section 1: GENERAL.** The Board of Directors may designate from among the General Members such standing and special committees as it deems necessary or advisable from time to time. All committees shall be subject to the direction of the Board of Directors. No action of a committee may bind BNHRA without the express authority of the Board of Directors. The chairperson of the following committees shall be appointed by the President and subject to the approval of the Board of Directors. The committees shall provide BNHRA with such services, and submit such reports, as may be required by these by-laws or be requested by the Board of Directors.

**Section 2: THE EXECUTIVE COMMITTEE.** The President, President-Elect or Immediate Past President, Secretary and Treasurer of BNHRA shall comprise the Executive Committee, which may act temporarily for the Board of Directors between meetings of the Board of Directors. The duties of this committee are operationally and strategically based. Duties can be assigned by the Board of Directors and are subject to ratification, disaffirmance or amendment by the Board of Directors at its subsequent meetings if needed.

**Section 3: THE MEMBERSHIP COMMITTEE.** The chairperson of the committee shall act as BNHRA's Membership Director. A committee volunteered and selected from the membership which shall work to promote the benefits of membership in BNHRA. All activities focus around building and supporting the membership of BNHRA and at the beginning of each year prepares a current roster of members which shall be kept current throughout the year.

**Section 4: THE NOMINATING COMMITTEE.** This is a committee whose duties are defined in Article VI of these by-laws. The committee shall consist of the Immediate Past President or President Elect as Chair, the President and no less than 3 general members or Board Members. In addition to the duties listed in Article VI of these By-Laws the committee shall be responsible for the promotion and gathering of nominations for the BNHRA Annual Awards.

**Section 5: THE PROFESSIONAL DEVELOPMENT COMMITTEE.** The chairperson of the committee shall act as BNHRA's Professional Development Director. A committee volunteered and selected from the membership which shall arrange such programs and educational workshops as in its judgment will be informative and useful to the members and may incur such reasonable expenses as the Board of Directors may approve.

**Section 6: THE COLLEGE RELATIONS COMMITTEE.** The chairperson of the committee shall act as BNHRA's College Relations Director. A committee volunteered and selected from the membership which shall coordinate and facilitate the advancement of educational programs to include: Student Chapter Liaison, Student Chapter Advisors, Local and National Merit Awards, Scholarships, HR Games.

**Section 7: THE COMMUNICATIONS COMMITTEE.** The chairperson of the committee shall act as BNHRA's Communications Director. A committee volunteered and selected from the membership comprised of the chairs of the sub-committees, i.e., the Newsletter Committee, and the Website Committee, and the Public Relations Chairperson, Sponsorship Chairperson. The Committee shall coordinate the internal and external flow of information to keep members involved in and informed of BNHRA activities. The Committee shall provide information to the community regarding BNHRA's activities, accomplishments, and opportunities and shall develop and distribute a marketing brochure, including all sponsorship opportunities.

- **THE NEWSLETTER COMMITTEE.** This subcommittee shall collect and compile relevant articles, and distribute a monthly newsletter on a schedule determined by the Board of Directors.

- **THE WEBSITE COMMITTEE.** This subcommittee shall oversee the design and administration of BNHRA's website.

**Section 8: BY-LAWS COMMITTEE.** The committee shall consist of the Immediate Past President or President Elect as Chair, the President, the Governmental Affairs Director and at least two other members of the Board of Directors or General Membership. The duties of which shall be to review bylaws and make recommendations to the Board of Directors on needed changes based on NYS Law, rules of order and precedent and SHRM Guidelines.

**Section 9: SPECIAL INTEREST GROUPS (SIGs).** Special interest groups can be formed regarding any human resource area or any general management interest. Some examples are: diversity, technology, benefits, compensation, recruiting, international HR or succession planning, management book reviews, and leadership. Special interest groups must be approved by the Board of Directors and will operate as special committees under the governance of BNHRA. They shall not be representative of any other group.

**Section 10: SPECIAL INTEREST COMMITTEES (SIC's).** Special Interest Committees can be formed for any reason that would assist BNHRA operationally. Some examples would be committees formed around the Core Leadership Areas for BNHRA/SHRM (CLA's). These areas would include: College Relations, Certification, Workforce Readiness, Foundation, Membership, and Government Relations. Other could include the Strategic Partnership Committee, Community Relations Committee as well as others designated to serve as a special interest for BNHRA.

## **ARTICLE XI – PARLIAMENTARY PROCEDURE**

When necessary, Meetings of the Board of Directors, as well as the monthly chapter membership meetings, shall be governed by the rules contained in Robert's Rules of Order in which they are applicable. The applicability of the procedures will be consistent with federal and state laws as well as the bylaws of the chapter.

## **ARTICLE XII - AMENDMENTS OF BY-LAWS**

These By-Laws can be amended by a two-thirds affirmative vote of the General Members present at any properly called and held meeting of BNHRA; provided, however, that the proposed amendment must be first approved by the Board of Directors and provided that no such amendment shall be effective unless and until approved by the SHRM President/CEO or his/her designee as being in furtherance of the purposes of the SHRM and not in conflict with SHRM bylaws. Any motion to amend the bylaws shall clearly state that it is not effective unless and until approved by the SHRM President/CEO or his/her designee.

## **ARTICLE XIII – INDEMNIFICATION**

BNHRA may, upon duly adopted resolution of the Board of Directors, indemnify any person made a party to an action by, or in the right of, BNHRA to procure a judgment in its favor by reason of the fact that such person is or was a director or officer or committee member of BNHRA, against the reasonable expenses, including attorneys' fees, actually and necessarily incurred by such person in connection with the defense of such action, or in connection with an appeal therein, except in relation to matters as to which such director or officer or committee member is adjudged to have breached his or her duty to BNHRA. In no event shall indemnification include the amount paid in settling, or otherwise disposing of, a threatened action or a pending action, nor expenses incurred in defending a threatened action or a pending action, which is settled or otherwise disposed of without court approval.

BNHRA may, upon duly adopted resolution of the Board of Directors, indemnify any person made, or threatened to be made, a party to an action or proceeding other than one by, or in the right of, BNHRA to procure a judgment in its favor, whether civil or criminal, by reason of the fact that he or she was a director or officer or committee member of the BNHRA, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees actually and necessarily incurred as a result of such action or proceeding, or any appeal therein, if such person acted in good faith for a purpose which he or she reasonably believed to be in the best interests of BNHRA and, in criminal actions or proceedings, in addition, had no reasonable cause to believe that his or her conduct was unlawful. The foregoing rights of indemnification shall not be exclusive of other rights to which he or she may be entitled.

**ARTICLE XIV – WITHDRAWAL OF AFFILIATED CHAPTER STATUS**

The President/CEO of SHRM or his/her designee as a representative of the SHRM Board of Directors upon finding that the activities of the chapter are inconsistent with or contrary to the best interests of SHRM may withdraw affiliated chapter status. Prior to withdrawal of such status, that chapter shall have the opportunity to review a written statement of the reasons for such a proposed withdrawal. They shall also be given the opportunity to provide a written response to the SHRM Board of Directors within a thirty (30) day period. In addition, when the chapter fails to maintain the required affiliation standards as set forth by the SHRM Board of Directors, it is subject to immediate disaffiliation by SHRM. After withdrawal of affiliated chapter status, the SHRM Board of Directors may cause for a new chapter to be created, or, with the consent of the SHRM President/CEO as well as consent by the chapter that lost the status, may re-confer status upon that chapter.

**ARTICLE XV - DISSOLUTION**

In the event of BNHRA's dissolution, the remaining monies in the Treasury, after BNHRA expenses have been paid will be contributed to the SHRM Foundation.

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These by-laws have been reviewed and accepted by the BNHRA Board of Directors on Wednesday December 20, 2006.

These Bylaws have been reviewed and signed off on by SHRM on Friday January 5, 2007

Approvals:

**2006 BNHRA President**  
**2007 Immediate Past President/Bylaw Chair**

**Jon C. Helmin, PHR**

X \_\_\_\_\_

Date: \_\_\_\_\_

**2007 BNHRA President**

**Colin Adams, PHR, GPHR**

X \_\_\_\_\_

Date: \_\_\_\_\_

**SHRM President/CEO or President/CEO Designee**

Print Name: \_\_\_\_\_

X \_\_\_\_\_

Date: \_\_\_\_\_