



**BYLAWS**

**Revised September 9, 2025**

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ARTICLE 1 NAME AND AFFILIATION

**Section 1.1: Name**

The official name of the Chapter is SHRM Inland Empire, also known as IESHRM ("the Chapter"). To prevent confusion, the Chapter will refer to itself as SHRM Inland Empire (DBA IESHRM) and not as SHRM or the Society for Human Resource Management.

**Section 1.2: Affiliation**

The Chapter is a 100% Affiliated chapter of the Society for Human Resource Management ("SHRM"). Additionally, the Chapter is a member of the CalSHRM State Council, serves on its Board, and plays a vital role in the State Council's governance structure.

**Section 1.3: Legal Status and Autonomy**

The Chapter and SHRM are separate legal entities. Neither organization, nor their officers, agents, or employees, may act as an agent for, bind, or represent the other without explicit written approval. Each entity operates independently, and the Chapter retains autonomy in its operations, guided by its own governing documents.

**Section 1.4: SHRM Branding and Logo Use**

The Chapter adheres to SHRM's Brand Standards Guides in all communications, media, and branding efforts. The Chapter may use only the "Affiliate of SHRM" logo or an approved SHRM-branded template. Use of the standard SHRM logo or any deviation from guidelines requires SHRM's prior written consent. Chapter domain names must align with SHRM-approved formats.

**Section 1.5: Starting or Affiliating with Other Groups**

The Chapter must receive written approval from SHRM's CEO/President (or their designee) prior to affiliating with or starting other groups or subchapters. All related governing documents require this approval.

**Section 1.5.1: Business Relationships**

The Chapter may enter mutually beneficial business relationships that support its mission, as long as these do not conflict with Section 1.5.

**Section 1.6: Approved Service Area**

The Chapter's service area is defined in its Charter and any addendums. Events and member recruitment are restricted to this area, unless special written approval is granted by SHRM.

**Section 1.7: Member Service Area**

Written approval from SHRM's CEO/President (or designee) is required before adding or creating new service or member areas, sub-chapters, or chapters.

**Section 1.8: Service Area Modifications**

Requests to change the service area, establish a Member Service Area (MSA), or incorporate another chapter as an MSA require SHRM's written approval.

## ARTICLE 2 PURPOSE

The Chapter is a non-profit organization with the following purposes:

- Provide a forum for members' personal and professional growth.
- Strengthen the HR community through collaborative events and knowledge sharing.
- Develop leadership, business, public speaking, and decision-making skills.
- Offer growth opportunities for HR students and professionals.
- Create a space to discuss and resolve shared challenges.
- Focus on current HR management topics that are significant to members.
- Advocate for improved workplace conditions and public policy at state and national levels.
- Disseminate and gather valuable information for the HR field.
- Develop future volunteer leaders for the Chapter, State Council, and SHRM.
- Introduce HR professionals to SHRM and recruit new members.
- Facilitate two-way communication between SHRM and individual members.

The Chapter supports SHRM's goals of promoting ethical, high-quality HR practices, global leadership, responsive service, advocacy, professional development, and standard setting within human resources.

## ARTICLE 3 FISCAL YEAR

The Chapter's fiscal year follows the calendar year.

## ARTICLE 4 MEMBERSHIP

### Section 4.1: Membership Qualifications

Membership requirements align with Sections 4.3 through 4.7. All Chapter members must maintain good standing with SHRM. Membership is open to all without discrimination based on any legally protected status.

### Section 4.2: Non-transferability

Membership in SHRM and the Chapter cannot be transferred or assigned.

### Section 4.3: Individual Membership

Membership is held by individuals, not their organizations.

### Section 4.4: Professional Members

Professional Members meet SHRM's requirements and may vote or hold office. They must have one of the following:

- At least three years of exempt-level HR experience.
- SHRM-recognized HR certification.
- Faculty appointment and three years teaching HR at the college level.
- Three years as a full-time HR consultant or attorney advising in HR matters.

### Section 4.5: Associate Members

Associate Members follow SHRM's criteria, cannot vote, and may not hold office.

### Section 4.6: Student Members

Student Members must be enrolled in degree programs relevant to HR, meet SHRM's criteria, and may not vote or hold office. Membership is limited to six years, with a two-year extension possible for graduate students.

### Section 4.7: Retiree Members

Retiree Members are former Professional, General, or Special Expertise members who have retired. They may not vote or hold office.

### Section 4.8: Voting

Each Professional Member has one vote on each matter brought before a vote of the members; Associate and Student Members do not vote. An Ad Hoc Committee counts votes.

### Section 4.9: Dues

Annual dues are set by the Board. Currently, no dues are charged.

### Section 4.10: Membership Discipline and Termination

Members may be removed for cause by a two-thirds Board vote, following a right to respond to allegations. Losing SHRM membership results in Chapter membership forfeiture for any role or position.

## ARTICLE 5 MEMBER MEETINGS

### Section 5.1: Regular Meetings

Held monthly, typically on the second Thursday, in person or online.

### Section 5.2: Annual Meetings

Held in September to elect leaders and conduct business, either in person or virtually.

### Section 5.3: Special Meetings

Called by the President, Board, or at least 5% of voting members, in person or online.

### Section 5.4: Meeting Notices

All meetings require at least seven days' notice, except in emergencies with Board approval.

### Section 5.5: Quorum

A quorum is one-tenth of voting members present. Majority votes decide matters unless law requires more.

## ARTICLE 6 BOARD OF DIRECTORS

### Section 6.1: Powers and Duties

The Board oversees all Chapter property, business, and affairs.

## Section 6.2: Officers

The officers of the Board shall consist of the following positions:

- President
- President-Elect
- Vice President of Membership
- Treasurer
- Secretary
  
- Certification Director
- College Relations Director
- Communications Director
- Conference Chair
- Emerging HR Professionals Director
- Emerging HR Professionals Chair
- Foundation Director
- Legislative Director
- Legislative Chair
- Marketing Director
- Marketing Chair
- Membership Chair
- Professional Development Director
- Professional Development Chair
- Sponsorship Director
- Sponsorship Chair
  
- At Large Board Member

Each officer plays a specific role in supporting the operations, governance, and advancement of the Chapter's mission and activities.

Directors are elected; chairs are appointed.

## Section 6.3: Board Composition

In addition to the above, the Board includes Core Leadership Area Directors and the Past President. Additional Directors may be added as needed.

## Section 6.4: Board Member Qualifications

All must be SHRM and Professional Chapter members in good standing. The Certification Director must be SHRM certified. All must follow SHRM's Bylaws and Conflict of Interest policies.

### Section 6.5: Elections and Terms

Officers and Directors are elected at the annual meeting and serve one- or two-year terms, starting January 1. No individual can serve more than two consecutive terms in the same role.

#### Section 6.5.1: Staggered Terms

Once these bylaws are adopted, board members will be assigned to odd year roles in order to transition to staggered terms.

Odd year roles will be selected to serve a one (1) year term for 2026. All following terms will last two years.

### Section 6.6: Vacancies

Vacancies are filled by Presidential appointment with Board approval.

### Section 6.7: Board Meetings and Quorum

A simple majority of Board members constitutes a quorum. Decisions are made by majority vote of those present unless law requires otherwise. Unanimous written or email consent is also valid.

### Section 6.8: Board Responsibilities

The Board handles all business and fiduciary matters unless otherwise outlined. Any Professional Member in good standing can request agenda items.

### Section 6.9: Removal of Leaders

Any leader may be removed for cause by a two-thirds Board vote, with an opportunity for the leader to respond. SHRM may also remove leaders for violations.

### Section 6.10: Insurance

The Chapter should maintain Directors & Officers and Cyber Liability Insurance, with Errors and Omissions coverage recommended. SHRM must be listed as an additional insured.

## ARTICLE 7 DUTIES AND RESPONSIBILITIES

Duties for Board members are defined in position descriptions managed by the Secretary and may be updated as needed. Officers and Board Members must be SHRM and Chapter members in good standing. At least one Board member must attend SHRM's Volunteer Leader Business Meeting each year.

- President: Leads meetings, oversees Chapter affairs, ensures compliance with SHRM, and acts as liaison with SHRM and the State Council.
- President-Elect: Assists or fills in for the President, and undertakes additional responsibilities as assigned.
- Vice President of Membership: Chairs Membership Committee, encourages growth, maintains member roster, and must be a SHRM member in good standing.
- Treasurer: Manages financial affairs, reporting, compliance filings, and billing.

- Secretary: Records meeting minutes, communicates meeting information, and manages the Chapter newsletter.
- Core Leadership Area Directors: Oversee specific areas, may form subcommittees, and must be SHRM certified if leading Certification CLA.
- Past President: Serves as advisor and assists as needed.

## ARTICLE 8 COMMITTEES

### Section 8.1: Establishing Committees

The Board may establish standing and ad hoc committees.

### Section 8.2: Committee Formation

Committees, other than the Nominating Committee, are formed via Board resolution.

### Section 8.3: Committee Leadership

Committee chairs are appointed by the President. Members are solicited by the Chair and President. Special committees or task forces may be created to address Chapter needs.

### Section 8.4: Committee Purpose

Committees provide ongoing support in areas like Membership, Foundation initiatives, Programs, Professional Development, Communications, Marketing/PR, Workforce Readiness, and Students.

### Section 8.5: Standing Committees

- Executive Committee: Includes President, President-Elect, Immediate Past-President, Treasurer, and Secretary. Handles all Chapter affairs except major expenditures, bylaw amendments, or actions prohibited by law.
- Conference Committee: Independently plans the annual conference, led by appointed Chair(s), including representatives from Programs, Sponsorship, Marketing, the Treasurer, and other volunteers. Decisions are made by vote; unresolved issues may be escalated.
- Sponsorship and Marketing: Sets sponsorship rates and manages sponsor relations and event promotion.
- Pricing and Registration: Conference fees are set by the Board of Directors. Registration closes two weeks before the event, unless an exception is granted by the President.
- Programs and Credits: Handles event content, speaker booking, venue logistics, and credit submissions.

## ARTICLE 9 ELECTRONIC VOTING

Directors can be elected by mail or electronic ballot if the Chapter has held at least one in-person meeting during the year, unless there are extenuating circumstances.

## ARTICLE 10 STATEMENT OF ETHICS

The Chapter adopts SHRM's Code of Ethical and Professional Standards. All members and leaders are expected to honor the Chapter's and SHRM's purposes and code of ethics.

The Chapter will not advocate or endorse issues without Board approval.

## ARTICLE 11 PARLIAMENTARY PROCEDURE

Meetings follow Robert's Rules of Order (newly revised), except where these rules conflict with applicable law or the Bylaws.

## ARTICLE 12 AMENDMENT OF BYLAWS

Bylaws may be amended through a majority vote at a meeting with quorum and proper notice. Amendments only become effective upon approval by SHRM's President/CEO or their designee.

## ARTICLE 13 CHAPTER DISSOLUTION

Upon dissolution, remaining funds are donated to an organization chosen by the Board, such as the SHRM Foundation or a local HR program. If the Chapter merges to become an MSA, funds transfer to the successor within 180 days or as soon as possible.

## ARTICLE 14 WITHDRAWAL OF AFFILIATED CHAPTER STATUS

SHRM can withdraw affiliation if Chapter activities conflict with SHRM's interests, after a review and response period. Failing to meet SHRM standards can result in disaffiliation, with the option to re-charter.

## ARTICLE 15 TERMS USED

In these bylaws, pronouns are to be interpreted as gender-neutral and plurals or singulars adjusted as context requires.

SHRM Inland Empire Bylaws

Note: These revised bylaws are effective only upon approval and signature by the SHRM CEO or designee.

Ratified by the Membership and signed by:

Chapter President Signature

Signature: Michael Macias

Printed Name: Michael Macias

Date: 04/20/2026

Chapter Contact Information

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Approved by:

SHRM President/CEO or Designee: \_\_\_\_\_

Printed Name: \_\_\_\_\_

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