

BY-LAWS
TENNESSEE PERSONNEL MANAGERS ASSOCIATION
(Revised 03/25/2008)

ARTICLE I. NAME AND GEOGRAPHIC AREA

Section 1. - This chapter shall be known as the “**Tennessee Chapter of the International Public Management Association for Human Resources**” and/or the “**Tennessee Personnel Management Association**”.

Section 2. - The geographical area covered by this chapter shall be the entire state of Tennessee.

ARTICLE II. OBJECTIVES

The objectives of this chapter shall be as followed:

1. to provide a forum for persons engaged in public personnel administration to discuss their current problems and to provide a medium for their mutual self-improvement;
2. to implement the objectives and programs of the **International Public Management Association for Human Resources** within the chapter area;
3. to explain and interpret the objectives and methods of personnel administration to the general public, civic groups, government officials and employees;
4. to encourage and facilitate cooperative action among public jurisdictions and private employees within the chapter area on personnel problems of mutual concern; and
5. to provide educational opportunities for the membership to further the objectives of the Chapter in the form of conferences, seminars and regional meetings.

ARTICLE III. CHAPTER MEMBERSHIP

Section 1. - Any person working in a professional capacity in local government or quasi-governmental agency who is a member of the **International Public Management Association for Human Resources** is eligible for membership. This includes city governments, school boards, public hospitals, public utilities, elected officials, and other persons interested in public personnel administration. Chapter membership, with no **International Public Management Association for Human Resources** privileges, also shall be available to any person who is not a member of the **International Public Management Association for Human Resources**, but who is in support of the objectives and programs of this chapter and of the **International Public Management Association for Human Resources**.

Section 2. - The annual dues for chapter membership shall be paid before the individual can qualify as an active member. All dues shall be payable within 30 days upon receipt of an invoice. The Board of Directors shall set all fees. Prorated membership fees can be paid of no less than 50% of the membership fee after July 1st at regional and/or annual state conferences.

Section 3. - Student membership is available to full-time graduate or undergraduate students, or any person participating in a formal public service internship program sponsored by a recognized academic institution. Proof of eligibility must be submitted with the membership application. Student members are not eligible to vote or hold office. The Board of Directors shall set student membership fees.

Section 4. - The Chapter must maintain a minimum of five (5) IPMA members or Designated Agency Representatives in order to remain an active chapter of the **International Public Management Association for Human Resources**.

Section 5. – IPMA-HR Affiliate membership will be provided to all chapter members. Affiliate membership entitles the chapter member to publications and member rates at international professional development activities.

ARTICLE IV. CHAPTER OFFICERS AND BOARD OF DIRECTORS

Section 1. - The elected officers of this chapter shall consist of a President, a President-Elect, a Treasurer, and a Secretary. All presidential and president-elect officers must be either an Individual members or designated Agency representative in order to serve.

Section 2. - The Board of Directors shall consist of the elected officers, the Immediate Past President, any member elected to serve on either the Southern Region or International Board of Directors (ex-official), and no less than five Directors, one or more city or regional representative as desired. The Board shall not exceed nine (9) voting members.

Section 3. - 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.

Section 4. - To be an officer in this organization, candidates must be an active member of this organization, must have been an active participant in two of the last three conferences, must have a minimum of three years in the personnel profession, and must have served for a minimum of one year on the Board of Directors. All presidential officers must be either an Individual Member or Designated Agency Representative in order to serve on the Chapter Board. A minimum of one year on the Board may be waived in an emergency situation.

Section 5. - The term of office of chapter offices shall be for one year beginning on July 1st, until their successor has been elected and installed. The term of Directors and others shall be for two (2) years or until a successor has been elected and installed.

Section 6. - Officers/Directors of the organizations shall be elected at the annual meeting held in April of each year or as designated by the Board of Directors.

Section 7. - At least thirty (30) days prior to the expiration of the terms of the officers and other members of the Board, the President shall appoint a nominating committee. The nominating committee shall meet prior to the annual meeting to set a slate of officers for the coming year. The Chairman of the nominating committee shall be the immediate Past President (an active member).

The nominating committee shall prepare a report giving the offices to be filled and one or more members for each office that must be presented at the annual meeting.

Section 8. - At any time after the report of the nominating committee before the final election of officers/directors, nominations may be made from the floor to place the name of any candidate on the ballot to be voted on by the organization.

Section 9. - At the annual meeting a ballot shall be furnished to each active member present containing the names of the nominees for the respective offices, upon which each member shall indicate his choice. The nominees receiving the largest number of votes so cast for the respective offices for which they were nominated shall be declared elected for the terms of office beginning July 1st..

Section 10. - All members of the Chapter shall have a voice in the affairs of the chapter. On matters calling for a decision by the chapter membership, voting shall be by voice or by ballot as the members may determine.

ARTICLE V. DUTIES OF OFFICERS

Section 1. - PRESIDENT: The President shall preside at all meetings of the Chapter and the Board of Directors. The President shall appoint all committees and shall perform such other duties as ordinarily pertain to such office. The President shall be an ex-officio member of all standing committees. In the event of a vacancy in the office of President, the President-Elect shall assume the office and title of President during the unexpired term of the President.

Section 2. - PRESIDENT-ELECT: The President-Elect shall be familiar with all organizational affairs in preparing for assuming the Presidency and shall work under and in cooperation with the President. The President-Elect shall serve as an ex-official member of all committees of the Tennessee Personnel Management Association. The President-Elect will become familiar with all standing committees and the duties of the President. The President-Elect shall be responsible for membership development of the Chapter. The President-Elect shall automatically succeed the President at the end of the term. In the event of a vacancy in the office of the President-Elect during the term of office, the vacancy may be filled for the remainder of the term with an eligible member by appointment from the Board.

Section 3. - TREASURER: The Treasurer of the Chapter is an elected officer serving a one-year term as the Chapter's financial officer. The treasurer shall execute all financial transactions of the Chapter with the assistance of the contracted Business Manager/bookkeeper. The officer shall collect and deposit membership dues and other income in a commercial bank account of a local bank; maintain accurate records for such deposits in order to be ready at any time to present a report of the Chapter's financial status; and prepare a year-end financial statement for submission to Association headquarters with the Chapter's Annual Report. In the event of a vacancy in the office of Treasurer during the term of office, the vacancy may be filled for the remainder of the term with an eligible member by appointment from the Board.

Section 4. - SECRETARY: The Secretary of the Chapter is an elected officer serving a one-year term. It shall be the duty of the Secretary to record the minutes and attendance of all Chapter meetings as well as sending out notice of Board meetings and Chapter Meetings. The Secretary shall keep these minutes and records in a Minute Book so designated by the Chapter. In the event of a vacancy in the office of Secretary during the term of office, the vacancy may be filled for the remainder of the term with an eligible member by appointment from the Board.

Section 5. - SALARY OF OFFICERS: All officers shall serve without compensation.

Section 6. - BOARD VACANCIES: Should a vacancy occur within the chapter officers or on the Board of Directors, for any reason, during that officer's or director's term of office, the remaining members of the chapter officers and board of directors shall appoint a replacement officer or board member to finish the term of office of the position vacated. The person appointed to fill the vacancy must meet the same qualifications for chapter officers or board members as stated in Article IV above. In certain emergency situations, the Board may waive some qualification requirements to appoint an interim Board member/chapter officer.

ARTICLE VI. DUTIES OF THE BOARD OF DIRECTORS

Section 1. - The Board shall be responsible for the appropriation of all funds of the organization in accordance with the organizational budget; and through the President or other duly authorized member of the Board shall approve all invoices prior to payment.

Section 2. - The Board shall vote on all projects recommended to the organization, which must be approved by two-thirds vote of the entire Board.

Section 3. - A majority of the members of the Board shall constitute a quorum.

Section 4. - All directors shall serve without compensation.

Section 5. - The Board of Directors shall appoint such officers, as it deems necessary, such as: Corresponding Secretary, Parliamentarian, etc.

ARTICLE VII – REGIONAL COORDINATORS

Section 1. - In an effort to ensure smooth board and membership meetings, the President may appoint Board members to serve as Regional Coordinators.

Section 2. – Regional Coordinators are responsible for the following:

- A. Hotel accommodations in the applicable regions (East, Middle and West) for Board members
 - a. Check in on the afternoon of the board meeting
 - b. Check out on the day of the membership meeting
 - c. Check to see if there is a continental breakfast offered
 - d. Confirm lodging accommodations
 - e. Reserve the appropriate number of rooms
- B. Find a location for dinner and board meeting
 - a. Check with the host hotel or private dining room elsewhere
 - b. Check on room rental fee
 - c. Secure dinner menu
 - d. Obtain dinner selections from board members prior to arrival
 - e. Fax dinner selections to chef (or contact person) prior to arrival
 - f. Prepare “goodie bag” for board members
- C. Secure location for regional training session on the morning after the board meeting and secure a caterer or reserve a dining room for lunch to be served
 - a. Business meeting begins at 9:30am
 - b. Training session is from 10:00am – 11:30am
 - c. Lunch from 11:30am – 12:30pm
 - d. Order lunch for members in attendance
 - e. See if the speaker needs any items (podium, equipment, etc...)
 - f. Prepare attendance list
- D. Assist in other areas as needed
 - a. Handouts
 - b. Sign-in list
 - c. Other

ARTICLE VIII - EXECUTIVE DIRECTOR

Section 1. - The Board of Directors may appoint an Executive Director who shall be the chief executive officer of the Chapter responsible for all management and day-to-day functions.

Section 2. - The Executive Director shall be responsible for the following:

- a. assist in all agenda preparation;
- b. training program development;
- c. assist conference chair with conference coordination;
- d. newsletter distribution and work with the webmaster to maintain the website;
- e. maintenance of a mailing list;
- f. conduct special studies as requested by the Board of Directors;
- g. attend all Chapter meetings and serves as ex-official member of all Chapter committees;
- h. serve as liaison with other professional associations.

Section 3. - The Executive Director shall serve without compensation.

ARTICLE IX. COMMITTEES

Section 1. - The President shall appoint committees as necessary to perform the business of the organization.

Section 2. - Any committees may be combined or divided or sub-divided, as the President or Board of Directors deem necessary.

Section 3. - An Audit Committee shall be established each year to review the previous year's financial records. The committee shall meet after the annual conference and before the first meeting in July. Membership on the committee shall be composed of the following: (1) Treasurer-elect, (2) TPMA Business Manager/Bookkeeper, (3) a general TPMA member (elected by the members of the committee), (4) the President-elect, and (5) the Executive Director. The outgoing Treasurer shall serve as staff for the committee.

ARTICLE X. AWARDS

To be eligible for the annual Personnel Achievement Award, candidates must:

- A. be an active member of the organization
- B. must have attended two of the last three conferences
- C. must have participated in a program or served on a committee at least once in the past year
- D. must have made an outstanding contribution to local government personnel since the last annual meeting

Awards may be awarded in two categories: (a) Individual and (b) Team/Collaborative. Nominations must be received in writing no later than thirty (30) days before the annual meeting. The nomination must state the outstanding contribution, how and why it was accomplished, and the results achieved.

ARTICLE XI. CHAPTER MEETINGS

Section 1. - REGULAR MEETINGS: The regular meetings of this organization shall be held four (4) times each year. The President shall set the time and place of each chapter meeting, and the Executive Director and/or Secretary or Treasurer shall notify members.

Section 2. - ANNUAL MEETING: The annual meeting shall be held in the Spring of each year or as designated by the Board of Directors, for the election of officers, presentation of annual report, and transaction of other business. The term of new officers/directors shall officially begin July 1st following the annual meeting.

Section 3. - BOARD MEETINGS: The organization shall have at least four meetings of the Board of Directors per year. Any such meetings may be postponed or dispensed with by the President or Board of Directors who may call business meetings at other times as deemed necessary.

Section 4. - SPECIAL/EMERGENCY MEETINGS: Special/emergency meetings of the organization may be called by the President or the Board of Directors or by two-thirds membership upon regular written notice to the Secretary at least 15 days in advance of such meeting. These meetings can be in person, conference calls or e-mail meetings.

Section 5. - QUORUM: A majority of the regional members shall constitute a quorum at any meeting of the organization.

Section 6. - RULES OF ORDER: Parliamentary procedure in all meetings of the organization, Board of Directors, and Committees shall be in accordance with Robert's Rules of Order.

ARTICLE XII. RESOLUTIONS AND COMMITMENTS

Section 1. - No resolution or motion to commit this organization on any matter shall be considered by the organization until the Board of Directors has considered it. Such resolutions, or motions, if offered at an organization meeting, shall be referred, without discussion, to the Board, which after having given consideration to the matter shall submit its recommendations of the Membership, the organization may then proceed to take such action, as it may deem proper to the majority.

Section 2. - No assessment shall be placed upon the membership of the organization, unless approved in advance by the Board of Directors.

Section 3. - The expenditure of organization funds in excess of the amount of \$25.00 for any purpose whatsoever shall not be made except on recommendation of the Board of Directors, or as specified in the organization budget.

ARTICLE XIII AMENDMENTS OF THE BY-LAWS

Section 1. - Proposed amendments to these bylaws 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. - Proposed amendments shall be transmitted by the Secretary 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. The Board has the authority to waive the thirty day period.

Section 3. - Before any amendment to the bylaws is formally presented to the chapter membership for consideration, the Secretary shall submit the proposed amendment or amendments to the Director of Member Services of the International Public Management Association for Human Resources with a request that the proposed bylaw change(s) be reviewed for conformity with policies of the International Public Management Association for Human Resources as established by the Executive Council. No action on these proposed amendments will be taken until the chapter has received a response to a request for review.

Section 4. - Any amendments to these bylaws deemed by the Executive Council to be in conflict with the objectives or policies of the International Public Management Association for Human Resources shall be referred back to the chapter membership.

ARTICLE XIV CHAPTER LIABILITIES

1. The International Public Management Association for Human Resources is not responsible for any liability this chapter might incur.
2. In the event of dissolution, the residual assets of the organization will be turned over to the International Public Management Association for Human Resources for its exclusive public purpose.
3. Notwithstanding any other provision of these articles, the Tennessee Personnel Management Association shall not carry on any activities not permitted by an organization exempt from Federal Income Taxes under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.

ARTICLE XV. EFFECTIVE DATE OF THESE BY-LAWS

Adoption of these By-Laws shall take effect and be in force upon approval by the Executive Council of the International Public Management Association for Human Resources.

ADOPTED:

PRESIDENT: _____ PRESIDENT ELECT

(By-laws.doc)