

**BYLAWS
OF THE
MINNESOTA CHAPTER
OF THE
INTERNATIONAL PUBLIC
MANAGEMENT ASSOCIATION FOR HUMAN RESOURCES**

Revised and Approved: September 17, 2008

ARTICLE I – NAME AND GEOGRAPHICAL AREA

- Section 1. This Chapter shall be known as the International Public Management Association for Human Resources; Minnesota Chapter.
- Section 2. The geographical area covered by this Chapter shall be the State of Minnesota.

ARTICLE II – OBJECTIVES

The objectives of this Chapter shall be as follows:

1. To provide a forum for persons engaged in public human resources administration to discuss current issues and future trends.
2. To exchange ideas and information and establish professional contacts.
3. To provide opportunities to stay current on human resources legislation and policy development at the federal, state and local levels of government.
4. To enhance individual knowledge and skills and to promote career development of human resources professionals.
5. To implement and advance the objectives and program of the International Public Management Association for Human Resources -U.S.
6. To promote sound human resources philosophy consistent with maximization of investment in human capital.
7. To encourage and facilitate cooperative action among public jurisdictions and private employers within the Chapter area on personnel problems of mutual concern.

Notwithstanding any of the foregoing:

1. The purposes for which the Chapter is organized and operated shall be confined to those which are exclusively educational, scientific, and charitable, as defined in Section 501(c) (3) of the Internal Revenue Code of 1954, as amended.
2. No part of the net earnings of the Chapter shall inure to the benefit of any member, officer, employee, or member of the Board of Directors, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Chapter affecting one or more of its educational or charitable purposes); no substantial part of the activities of

the Chapter shall be used for the carrying on of propaganda, or otherwise attempting to influence legislation; and the Chapter shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

3. Upon the dissolution of the Chapter or the winding up of its affairs, the assets of the Chapter shall be distributed exclusively to charitable, scientific, testing for public safety, literary, or educational organizations which qualify for exemption from federal income tax under the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954 and regulations published thereunder as they now exist or as they may hereafter be amended; no member, officer, employee, or member of the Board of Directors, or any private individual, shall be entitled to share in the distribution of any of its assets upon dissolution of the Chapter.

ARTICLE III – CHAPTER MEMBERSHIP AND DUES

Section 1. Eligibility. Membership in this Chapter shall be open to any person within the Chapter area who is a member of the International Public Management Association for Human Resources -U.S. Chapter membership also shall be available to any person who is not a member of the International Public Management Association for Human Resources -U.S., but who is in support of the objectives and programs of this Chapter and of the International Public Management Association for Human Resources -U.S.

Section 2. Application for Membership. Any person wishing to become a member of this Chapter shall submit an application to the Secretary of the Chapter. Membership shall be on a calendar year basis.

Section 3. Honorary Memberships. Upon nomination by the Board of Directors of this Chapter, and with majority vote of members present at a Chapter meeting, persons of acknowledged eminence for their contribution to public human resources administration, may be elected to honorary membership in the Chapter.

Section 4. Dues. The annual dues for the Chapter membership shall be established based on membership status by the Board of Directors of the Chapter.

ARTICLE IV – CHAPTER OFFICERS AND BOARD OF DIRECTORS

Section 1. Elected Officers. The officers of this Chapter shall consist of a President, Vice-President, Secretary and a Treasurer. The terms of office of Chapter officers shall begin July 1 and continue for one year or until their successors have been elected. The President shall serve one year as a Board Member after completion of his/her term.

Section 2. Board of Directors. The management of the Chapter's affairs and development, guidance of its program of activities and the selling of its products shall be the responsibility of the Board of Directors of the Chapter. The Board shall consist of eight members: four Chapter Officers (President, Vice-President, Secretary and Treasurer) and the Past President and three non-officer board members. The three members who are not officers may include individuals who served as officers during the immediate past year. The terms of the non-officer board members shall be staggered terms which begin July 1 and continue for three years or until their successors have been elected and installed. The term of office of Chapter Officers and other members of the Board of Directors, shall be for one year beginning on July 1st, or until their successors have been elected and installed. All board members must be voting members of the International Public Management Association for Human Resources-U.S.

Section 3. Nominating Committee. The President shall appoint three Chapter members at least thirty days prior to the scheduled election to serve as the Nominating Committee for the immediate year. The responsibility of the Committee shall be to nominate individuals to Chapter officer and board vacancies. The nominations shall consist of at least one nominee for each vacancy.

Section 4. Election of Officers. At least thirty days prior to the expiration of the terms of office of the officers and board members, the Chapter membership shall elect the new officers and board members. These elections for the next year's officers and board members shall take place after opportunity has been given to the general membership to nominate individuals in addition to those presented by the nominating committee.

Section 5. If any of the Chapter Officers or board members should resign or be unable to discharge the duties of their office, the Board of Directors shall appoint a Chapter member to discharge the duties of the office until the next regular election except the Vice President shall move to President and serve the unexpired term as well as the regular term.

ARTICLE V – DUTIES OF OFFICERS AND THE BOARD OF DIRECTORS

Section 1. The President shall preside at all meetings of the Chapter and of the Board of Directors. The President shall appoint the committees, as the Board may deem necessary or appropriate for carrying on the activities of the Chapter.

Section 2. The Vice President shall serve as Program Coordinator and in the absence of the President, exercise the functions covered in Section 1 of this article.

Section 3. The Secretary shall be responsible for keeping the membership records and other records of the Chapter, for notifying members of the Chapter meetings, and for submitting an annual report of the Chapter's activities to the International Public Management Association for Human Resources-U.S. containing a summary of Chapter activities, new officers, and directory of all present members.

Section 4. The Treasurer shall be responsible for keeping the financial records of the Chapter, maintaining the bank documents and for submitting an annual report of the Chapter's financial activities to the International Public Management Association for Human Resources-U.S. The Treasurer shall be responsible for the receipt, custody and disbursement of Chapter funds, subject to control and review of the Board. The Treasurer shall prepare and submit to the members, an Annual Financial Report, and shall submit such other reports to the Board, as the Board may require. The Treasurer shall be responsible to ensure the Chapter receives the annual reimbursement based on membership from the International Public Management Association for Human Resources-U.S.

Section 5. The Board may employ agents to assist in the administrative functions. If an outside agent is employed in this capacity, the Secretary and the Treasurer shall be responsible for oversight of the functions described above.

Section 6. The Board of Directors shall meet at the call of the President, such meetings to be held at least every six months. Board Meetings shall be for the purpose of reviewing the activities of the Chapter, developing plans for future activities, and for considering other matters brought to the attention of the Board by the Chapter officers or by the Chapter membership.

Section 7. A quorum for purpose of conducting Board of Director business shall be a majority of the members.

ARTICLE VI – CHAPTER MEETINGS

Section 1. Regular meetings of the Chapter shall be held at least four times a year. The President shall set the time and place of Chapter meetings, and the Secretary shall notify the members.

Section 2. At any meeting held for the purpose of transacting Chapter business, a quorum shall consist of at least fifteen members of the Chapter.

Section 3. Except as herein provided, Robert's "Rules of Order" shall govern the proceedings of the Chapter.

Section 4. Membership Voice. All members of the Chapter shall have a voice and a vote in the affairs of the Chapter. On matters calling for a decision by the Chapter membership, voting shall be by voice or ballot, as the members may determine.

ARTICLE VII – AMENDMENTS

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 fifteen 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 the proposed amendments initiated by petition, the text of the amendment may be accompanied by the recommendation of the Board of Directors.

Section 3. Before any amendments to these Bylaws are formally presented to the Chapter membership for consideration, the Secretary shall submit the proposed amendment or amendments to the Executive Director of the International Public Management Association for Human Resources-U.S., together with a request that the proposed Bylaw changes be reviewed for conformity to the policies of the International Public Management Association for Human Resources-U.S., as established by the Executive Council. No action on these proposed amendments will be taken until a response for review has been received by the Chapter.

Section 4. Whenever the Bylaws are amended, the Secretary shall, as soon as possible, provide the Executive Director of the International Public Management Association for Human Resources-U.S. with one copy of the Bylaws as amended. 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-U.S., shall be referred back to the Chapter membership for reconsideration.

ARTICLE VIII – CHAPTER LIABILITIES

Public Management Association for Human Resources-U.S. is not responsible for any liabilities this Chapter might incur.

ARTICLE IX – EFFECTIVE DATE

These Bylaws shall become effective upon approval by the Executive Council of the International Public Management Association for Human Resources-U.S. and ratification by the Chapter membership.