NORTH CAROLINA HEALTHCARE HUMAN RESOURCES

CONSTITUTION AND BY-LAWS

As Approved by the Membership (October 19, 2017)

ARTICLE I

**Name and Purpose**

Section 1

The name of the Association shall be the North Carolina Healthcare Human Resources Association.

Section 2

The purpose of the Association is to promote a better understanding and appreciation of sound principles of human resources management, which may be employed by its members for their mutual betterment and professional advancement.

Section 3

The mission of the NCHHRA is to promote the profession and practice of Human Resource management in healthcare through development and collaboration.

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**ARTICLE II**

**Membership**

Section 1

Membership in the Association is based on personal and professional qualifications as defined in Section 3 of this Article without regard to race, creed, color, national origin, sex, age or disability. Applications for membership may be obtained from the Vice President for Membership to whom completed application should be addressed. Membership in the Association shall be on an individual, not a healthcare organization, basis and is not transferable. However, if the healthcare organization is responsible for payment of dues and a change in personnel occurs, upon approval for membership, the new member’s dues shall be considered paid for the remainder of the year. All members are bound by the creed of the Association and violation of the same shall be grounds for dismissal from the Association. NCHHRA members who are separated from their positions will maintain full membership status through the end of NCHHRA’s fiscal year.

Section 2

Membership is open to representatives of North Carolina healthcare organizations whose primary focus is the delivery of direct patient care or the support of that delivery and includes such components as HMO’s, Home Health Agencies, Nursing Homes and Hospice. Examples of agencies not included are consulting services and employment agencies.

Section 3

Applicants for membership must be employed by a North Carolina healthcare organization and primarily engages in healthcare human resources profession.

Section 4

Applications for membership must be submitted on an official application form to the Vice President for Membership. The Vice President for Membership will screen the candidate’s application and make a recommendation to the Executive Committee for approval or disapproval.

Section 5

Membership dues shall be payable prior to April 15. Members who are accepted into the Association prior to July 1st will pay the full amount of annual dues. Members who join on or after July 1st will pay one-half the annual dues. The amount of annual dues will be recommended by the Executive Committee for approval by the general membership. If dues or any other indebtedness to the Association are not paid within 60 days of the due date, membership is forfeited. Any member whose membership has been forfeited may not reapply for the balance of the calendar year.

Section 6

Each member of the Association shall have one vote. Unless otherwise provided herein, voting results shall be determined by a simple majority of those voting.

Section 7

Honorary membership status shall be available for retired members. The Honorary member must have at least ten years of membership in the Association in good standing and must be retiring from the profession. This status shall not be available to anyone who is changing professions or jobs. The member must formally request this category of membership within twelve months following retirement. Honorary members shall not have voting privileges.

Section 8

The death of all active or honorary NCHHRA members shall be recognized by flowers from the Association sent to the funeral home responsible for arrangements or to the home of the nearest surviving relative(s).

Section 9

An ex-officio membership status will be established for the representative from the North Carolina Hospital Association. An ex-officio member will not have voting rights and cannot hold a leadership position.

Section 10

An associate membership category will be established for healthcare human resources professionals who work outside the state of North Carolina and meet all other membership criteria. Associate members will not have voting rights and cannot hold a leadership position.

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**ARTICLE III**

**Organization**

Section 1

The officers of the Association shall be a President, Immediate Past President, President-Elect, Vice President for Membership, Secretary and Treasurer. Officers shall be elected annually and announced by November 1st. All officers shall serve a one-year term beginning January 1st. The President-Elect shall automatically succeed the Presidency each year. Officers may not succeed themselves.

Section 2

There shall be six District Directors elected by the membership. District Directors shall be elected for two-year terms. Directors from districts 1, 3, and 5 shall be elected in even numbered years. Directors from districts 2, 4 and 6 shall be elected in odd-numbered years. There shall be one director from each district: such districts coinciding with the districts established by the North Carolina Hospital Association. Voting for District Directors will be by the membership by November 1st of each year. See Article V, Section 4 for details regarding the election process*.*

Section 3

The governing body of the Association shall be the Executive Committee, which shall consist of six officers and the six District Directors. The Executive Committee shall have full authority to manage the affairs of the Association.

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**ARTICLE IV**

**Duties of Officers**

Section 1

The President as the executive officer of the Association shall preside at all meetings and shall designate committees and committee chairpersons as provided in Article VI. The President will act as liaison with the North Carolina Hospital Association and will present a report of the Associational activities at the annual meeting. The President will sign all checks in the absence of the Treasurer and all checks in excess of $2499 will require approval of the President along with the Treasurer. The President shall perform other executive functions as may be required.

Section 2

The President-Elect shall assume the duties of the President at such times as the President may be absent. The President-Elect will assume the office of the President in the event the President resigns, dies, or becomes ineligible for membership.

The President-Elect shall assume appropriate executive responsibilities delegated by the President, may sign checks in the absence of the President and the Treasurer, and will serve as Chairperson of the Program Committee.

The President-Elect serves as chairman of the conference planning committee and is responsible for coordinating all conferences.

Section 3

The Vice President for Membership shall assume the duties of the President at such times as the President and the President-Elect may be absent. The Vice President shall assist the President and the President-Elect in the direction of the Association’s affairs as requested.

The Vice President for Membership shall be responsible for recruitment of qualified candidates for membership, and acquaint them with the objectives of the Association. The Vice President for Membership will review the qualifications of each candidate and make a recommendation to the Executive Committee. The Vice President shall be responsible for the preparation and publication of a Directory of Members and issuing membership certificates to new members. The Vice President shall encourage the Association’s membership to become members of the American Society for Healthcare Human Resources Administration.

In the event the office of President and President-Elect are vacated simultaneously, the Vice President for Membership shall assume the office of President for the rest of the term.

Section 4

The Immediate Past President shall serves as a member of the Executive Committee and as Chairperson of the Nominating Committee. The Immediate Past President shall also serve as coordinator for chapter management, and compiles and submits the chapter management notebook.

Section 5

The Secretary will record and present minutes of all executive committee and business meetings of NCHHRA and will serve as record keeper of the organization. The Secretary will handle official correspondence as needed and will assist with the collection of materials for ASHHRA chapter recognition programs.

Section 6

The Treasurer is responsible for collecting and depositing all funds received by the organization, balancing the NCHHRA accounts, maintaining all financial records, developing financial statements and presenting the financial reports to the executive committee and the

membership. The Treasurer will also coordinate the annual financial audit and will submit the tax returns to the IRS in a timely basis.

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ARTICLE V

Election of Officers and District Directors

Section 1

The Immediate Past President of the Association shall chair the nominating Committee and shall be responsible for selecting two Association members to serve on the Committee by July 1 of each year.

Section 2

A member who has completed one year of membership will be eligible to hold office.

Officers who are elected to hold office in the Association must become active members, in good standing of the American Society for Healthcare Human Resources Administration***.***

Section 3

The Nominating Committee will submit to the membership a list of candidates for each office and District Director position in the Association. Whenever feasible, the Nominating Committee will select candidates who will give diverse and inclusive representation of the Association membership.

Section 4

Voting for officers and District Directorsof the Association will be by the membership in the fall. The Nominating Committee will present the slate of candidates and provide an opportunity for additional nominations from the floor. A majority vote of the members present will determine the result. The newly elected officers will be announced immediately upon election. They will assume their duties of office November 1, except for the Treasurer, who will assume duties of office on January 1.

Section 5

In the event a district director’s position becomes vacant, the President shall appoint a replacement within 30 days. The individual appointed to fill the vacancy shall be employed within the same district as the individual who vacated the position. In the event an officer’s position becomes vacant the nominating committee shall determine a replacement.

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**ARTICLE VI**

**Committees**

Section 1

The President shall appoint a chairperson for all standing committees with the exception of the Program Committee, which will be chaired by the President-Elect. All committees shall report to and be responsible to the President of the Association. Each Chairperson will select committee members and inform the President of the selection.

Section 2

The standing Committees of the Association are as follows:

Conference Committee - Shall be responsible for planning and executing program schedule for the current year. The committee shall consist of the President-Elect serving as Chair, the Treasurer, and the VP of Membership.

Survey Committee - Shall conduct a comprehensive salary and benefit study each year and distribute to the membership by the date of the Spring Conference. The committee shall include the Chair and others as selected by the Chair as needed.

Internet & Website Committee - Shall be responsible for developing, maintaining, updating and enhancing the NCHHRA website, developing on-line interaction opportunities for members and overseeing the list server e-mail group for members. The committee shall include the Chair and others as selected by the Chair as needed.

Student Affiliation Committee - Shall be responsible for developing and maintaining mutually beneficial relationships with master’s degree program administrators and students of Public Health and/or Healthcare Administration programs, focusing on opportunities such as internships, research projects, speaking engagements related to healthcare human resources. The committee shall include the Chair and others as selected by the Chair as needed.

Scholarship Committee - Shall be responsible for managing the scholarship programs established by the Association to include but not limited to ensuring awareness of available scholarships, distributing applications, selecting recipients, and presenting awards. The committee shall include the Chair and committee members selected by the Chair as needed.

Legislative Affairs and By-laws Committee - Shall be responsible for monitoring and reporting significant legislative issues at Federal and State levels and for reviewing Association by-laws and recommending needed amendments. The Committee shall include the Chair and others selected by the Chair as needed.

Audit Committee - Shall be appointed annually and charged with the responsibility of auditing all financial records and reviewing the Association’s financial condition each year. The Audit Committee will present a written Audit Report to the Executive Committee including goals and objectives of the Association prior to December 31 A “special audit” may be called for at the President’s discretion. Members shall be appointed to this committee as needed.

Nominating Committee - Shall be responsible for preparing a slate of officers each fall to present to the Association membership for vote. The selected officers are announced prior to November 1st. This committee Chair is the Immediate Past President; s/he selects other members as needed.

Newsletter Committee- Shall be responsible for producing and publishing the quarterly Affirmative Faction newsletter to communicate news and information to the membership. The Committee shall include the Chair and committee members selected by the Chair as needed.

Section 3

Committee chairs shall serve two year terms of office. Longer terms may be served upon mutual agreement of the President and committee chair.

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**ARTICLE VII**

**Meetings**

Section 1

The Association will hold a state-wide conference for all members on an annual basis, with additional meetings scheduled by the Executive Committee as needed. The location of the meetings will be selected by the Executive Committee. All members are encouraged to attend the annual conference to promote professional development, establish professional relationships with other healthcare HR practitioners, support and identify potential business partners, and determine ways to serve and promote the Association. Members who register for a conference and pay the registration fee may be eligible for a 50% refund when a written cancellation request is received within a specified timeline. The timeline will be announced for each conference.

Section 2

The Executive Committee shall meet once each quarter. Additional meetings may be called by the President as needed or upon written request to the President by at least three members of the Committee. A quorum of the Executive Committee shall consist of seven members. Members of the Executive Committee should attend a minimum of 50% of all meetings in a year and should not be absent from two (2) consecutive meetings. Members who fail to comply with these attendance requirements may be excused from their Committee responsibilities by majority vote of the Executive Committee.

Section 3

The District Directors shall hold quarterly meetings for the District members and other Association members who may be interested in attending. The quarterly meetings should be educational in nature, with speakers and topics that address current HR subjects and issues.

A District Director may request reasonable financial support from the Association to obtain a speaker when there is a fee requirement. An invitation to all Association members should be distributed when the Association is financially supporting a District meeting or when there is a topic being presented that may be particularly timely and of broad interest. The District Director shall prepare a report from each District meeting to be presented at the quarterly Executive Committee meetings.

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**ARTICLE VIII**

**Affiliation**

Section 1

The North Carolina Healthcare Human Resources Association shall be affiliated with the North Carolina Hospital Association and the American Society for Healthcare Human Resources Administration and shall provide advice and assistance upon request. The Association may also participate actively in the annual convention programs of the North Carolina Hospital Association.

Affiliation with any regional or other national healthcare human resource organizations may be considered by the Executive Committee; however, approval for such affiliations shall be made only by majority vote of the Association membership.

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**ARTICLE IX**

**Finances**

Section 1

The North Carolina Healthcare Human Resources Association is organized as a not-for-profit association. The Executive Committee shall be responsible for reasonable care in controlling the finances of the Association. Both the Treasurer and the President shall sign or approve all checks in excess of $2499. The Executive Committee shall recommend a budget for the forthcoming year for approval by the membership.

Section 2

The fiscal year of the Association is January 1 to December 31.

Section 3

No officer or member of the NCHHRA may enter into a credit agreement without the approval of the Executive Committee. In addition, all credit applications must be accompanied by an Executive Committee resolution allowing the credit.

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**ARTICLE X**

**Reports**

Section 1

Each Officer, District Director, andCommittee Chairperson shall submit an annual report to the President by an established deadline to reviewing significant accomplishments of their committee during the year. The outgoing President shall prepare and submit to the membership an annual report of the Association’s activities by established deadline of each year.

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**ARTICLE XI**

**Amendments to Constitution** and By-laws

Section 1

Proposed amendments to the Constitution and By-lawsmay be submitted to the Legislative Affairs and By-laws Committee by a bona fide member of the Association. Following review by the Committee, the proposed amendment(s) will then be brought before the membership for approval or disapproval. A majority vote of the Association membership will be required for amendment approval.

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**ARTICLE XII**

**Creed**

Section 1

Membership in North Carolina Healthcare Human Resources Association carries with it these high personal requirements: to provide assistance and guidance to other Association members upon request and to honor all confidence; to keep the Association free from partisan influence; to be willing to serve the Association in any capacity when called upon; and to maintain the high moral and ethical standards required of our profession.

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**ARTICLE XIII**

**Dissolution of Association**

Section 1

A. The Association may be dissolved by a two-thirds vote of the membership.

B. In the event that dissolution is necessary and (1) above cannot occur, then the two-thirds vote of the total committee may revoke the charter of this Association if the Association has failed to satisfy its obligations as set forth in the By-laws or has failed to observe the limitations upon its activities as set forth herein.

Section 2

Notice of the resolutions for dissolving the Association and for disposing of its assets and properties shall be sent to each member of the Association with the call for the meeting at which such action will be voted upon.

Section 3

In the event that the Charter of the Association is revoked or in the event the Association is dissolved or its existence otherwise terminated all property and records of whatsoever nature in the possession of the Association shall, after payment of its bona fide debts, be conveyed to the North Carolina Hospital Association.