

**WESTERN REGION of the INTERNATIONAL PUBLIC MANAGEMENT ASSOCIATION for  
HUMAN RESOURCES (WRIPMA-HR)**

**BYLAWS**

**ARTICLE I – IDENTIFICATION**

**Section 1:** Name -- The name of the Organization will be the Western Region of the International Public Management Association for Human Resources (WRIPMA-HR).

**Section 2:** IPMA-HR -- The WRIPMA-HR is part of the International Public Management Association for Human Resources (IPMA-HR). Therefore, this WRIPMA-HR will maintain the membership requirements as defined in the bylaws of the IPMA-HR.

**ARTICLE II –PURPOSES**

**Section 1. General Purpose**

To receive and administer funds exclusively for educational and charitable purposes, as defined in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and to that end to take and hold by bequest, devise, gift, grant, purchase, lease, or otherwise, either absolutely or jointly with any other person, persons or organization, any property, real, personal, tangible, or intangible, or any undivided interest therein without limitation as to amount or value; to sell, convey or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the Governing Board, will best promote the education and charitable purposes of the Organization without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these bylaws, or any laws applicable thereto.

**Section 2. Purpose Statement**

Without limiting the generality of the foregoing, the general purposes of the Organization shall be to foster and promote the following aims and purposes of the International Public Management Association for Human Resources (IPMA-HR):

- 1) to foster and develop interest in sound human resources management best practices;
- 2) to encourage diversity and equal employment opportunity to all individuals;
- 3) to encourage in the field of human resources management the utilization of the most advanced technologies by (a) providing a structure for developing and promulgating specific human resources management programs, (b) disseminating information to individual members, and (c) exchanging and coordinating ideas among the various members of IPMA-HR;
- 4) to provide an identity and forum for public sector human resources professionals throughout the WRIPMA-HR;
- 5) to enable members to increase their professional growth and development by participating in programs such as meetings, conferences, seminars, and workshops;
- 6) to provide communications and professional development linkage between local chapters and the WRIPMA-HR and the IPMA-HR not only through the mechanism of the IPMA-HR Executive Council but through regional office visits to local chapters; and
- 7) to promote the growth of the IPMA-HR through membership, to stimulate preparation of articles for the IPMA-HR journal on matters of current concern; to develop and strengthen local chapters; and to provide a reference base for professionals in areas unable to support a local chapter.

Notwithstanding any of the foregoing:

1. The purposes for which the WRIPMA-HR is organized and operated shall be confined to those, which are exclusively educational and charitable, as defined in Section 501(c) (6) of the Internal Revenue code of 1954, as amended.

2. No part of the net earnings of the WRIPMA-HR shall inure to the benefit of any member, officer, employee, or member of the Governing Board of the WRIPMA-HR, or any private individual (except that reasonable compensation may be paid for services rendered to or for the WRIPMA-HR affecting one or more of its educational or charitable purposes); no substantial part of the activities of the WRIPMA-HR shall be used for the carrying on of propaganda, or otherwise attempting to influence legislation; and the WRIPMA-HR 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. Notwithstanding anything herein above contained, in the event of the dissolution or liquidation of this Organization, any surplus funds, in excess of the then current outstanding liabilities, shall be transferred and delivered to the International Public Management Association for Human Resources, providing that it then has tax exempt status under existing United States Internal Revenue Codes and Regulations, and, in the event that it cannot or will not accept the same, then to any charitable or educational institution having tax exempt status, as may be designated by the Governing Board. In no event shall any of the funds be disbursed to the members of the association on final liquidation.

### **ARTICLE III – MEMBERSHIP**

#### **Section 1. Geographic Qualification**

Active, affiliate, student, life, chapter and honoree members of the IPMA-HR who work or reside within the geographical boundaries of the Western Region are WRIPMA-HR members. The WRIPMA-HR comprises of: **WA, OR, CA, ID, HI, NV, UT, AZ, WY, CO, NM/West TX, MT and AK**. All members in good standing are voting members of the WRIPMA-HR.

#### **Section 2. Changes in Geographic Area**

The geographic boundaries from which the Organization shall draw its members may be changed at any time when new boundaries affecting the Organization are adopted and established by IPMA-HR. Any such boundary change made by IPMA-HR shall automatically establish the boundaries of the Organization.

### **ARTICLE IV – GOVERNING BOARD**

#### **Section 1. Governing Board**

The Governing Board has the responsibility of conducting the business of the WRIPMA-HR. The Board shall consist of a President, a First Vice-President, a Second Vice-President, the Immediate Past-President, the Regional Representative of the IPMA-HR Executive Council.

#### **Section 2. Elected Members**

The Second Vice-President shall be elected annually and shall serve from July 1 of the year in which elected through June 30 of the following year; or thereafter until their successors have been elected and have qualified. The First Vice-President shall be accessioned to the office of President and the President to Immediate Past President upon the election of the Second Vice President. If through resignation or inability to serve there is an interim vacancy of the Second Vice President, the position may be temporarily filled by action of the President with consent from a majority of the remaining members of the Governing Board until such time it is feasible to facilitate a nomination and election process. All elected members of the Governing Board must be active members of the IPMA-HR at the time of their nomination and must remain active members of IPMA-HR for the duration of their term. An elected Governing Board member is considered unable to serve if they can not attend at 75% of the regularly scheduled meetings and/or carry out their assigned duties.

Notwithstanding any provision of the Constitution, no individual shall hold the same elective office for more than two (2) consecutive terms, however, the incumbent(s) shall continue to serve until their respective successor has been elected and qualified.

### **Section 3. IPMA-HR Executive Council Representation**

The Regional Representative of the Executive Council of the IPMA-HR shall be elected at each third annual business meeting of the WRIPMA-HR, dating from 1961. If the Regional member of the IPMA-HR Executive Council moves from the WRIPMA-HR, or otherwise vacates the position, the unexpired term shall be filled temporarily by action of the President of the WRIPMA-HR with consent from a majority of the remaining members of the Governing Board until the next annual business meeting of the WRIPMA-HR. As an elected member of the Governing Board, the Regional Representative must be an active member of the IPMA-HR at the time of their nomination and must remain an active member of IPMA-HR for the duration of their term.

### **Section 4. Duties and Responsibilities**

1. *President:* The President conducts the business of the WRIPMA-HR in accordance with the bylaws and policies of the WRIPMA-HR and shall act as Chairperson of the Governing Board. The President presides over the annual conference, the annual business meeting and all Governing Board meetings. The President appoints any and all committees necessary to conduct the affairs of the WRIPMA-HR. In addition, the President is responsible to attend meetings of the WRIPMA-HR and IPMA-HR. If the President is unable to attend, he/she may appoint a member of the Governing Board to attend in his/her absence
2. *First Vice-President:* At the request of the President, or in his/her absence, or disability, may perform any of the duties of the President. The First Vice-President will have responsibility for the annual Second Vice-President nomination and election process, identification of the Annual Conference location and other such duties as the Governing Board or the President may determine. The First Vice-President will automatically become President in the year following the President term. In the event of a vacancy in the Presidency by reason of resignation or inability to serve, the First Vice-President shall serve as President.
3. *Second Vice-President:* At the request of the President, or in his/her absence, or disability, may perform any of the duties of the First Vice-President. The Second Vice-President will have responsibility for the WRIPMA-HR awards process (to take place during the Annual Conference), review of the Annual Conference books and other such duties as the Governing Board or the President may determine. The Second Vice-President will automatically become the First Vice-President in the year following the First Vice-President term. In the event of a vacancy in the First Vice-Presidency by reason of resignation or inability to serve, the Second Vice-President shall serve as First Vice President.
4. *Immediate Past-President:* The immediate Past President serves as an advisor and assists the incoming President with finalizing business from the Annual Conference until the First Vice President officially takes office July 1; as well as other such duties or projects that are agreed upon.
5. *Regional Executive Council Representative:* The Regional Executive Council Representative shall be elected for a three (3) year term that runs from January through December. The Regional Executive Council Representative provides a direct line of communication from the WRIPMA-HR to the IPMA-HR Executive Council in an effort to keep the WRIPMA-HR's leadership informed of the overall activities of the Association.

### **Section 5. At-Large Members**

The President may appoint, with the approval of the Governing Board, a Secretary and Treasurer. Such individuals shall be appointed for a one (1) year term and be active members of the IPMA-HR. At-Large members are non-voting members of the Governing Board.

1. *Secretary* - Will keep accurate records of proceedings at regular and special meetings and field trips of the WRIPMA-HR and will record the proceedings of the Governing Board when in session. The Secretary will act as historian and will be the custodian of the past non-financial records of the Chapter. The Secretary will perform other duties as the President may determine or require.
2. *Treasurer* - Will be responsible for the financial affairs of the WRIPMA-HR. This responsibility will include financial reports to the Governing Board and arrangements for the annual examination of the accounts of the WRIPMA-HR. The Treasurer will be the custodian of the financial records of the WRIPMA-HR.

The President may appoint additional individuals to serve as At-Large members. Such individuals shall be appointed for a one (1) year term and be active members of the IPMA-HR. At-Large members are non-voting members of the Governing Board.

Members of the Governing Board can appoint members to serve on various committees as needed. Committee members are not members of the Governing Board.

## **ARTICLE V – MEETINGS**

### **Section 1. Governing Board Meetings**

Governing Board Meetings will be held at least 4 times a year at such times and places as the President may designate. Special meetings may also be called by the President.

### **Section 2. Annual Business Meeting**

The WRIPMA-HR will hold an annual business meeting of the members and chapter presidents concerning WRIPMA-HR business and the needs of the chapters; as well as to provide a networking opportunity. Generally, the annual business meeting and chapter presidents' meeting will be held at the Annual Conference as determined by the Governing Board.

### **Section 3. Annual Conference**

The WRIPMA-HR will hold an Annual Conference. The Annual Conference will be held in a location to be determined by the Governing Board.

### **Section 4. Proceedings**

The meetings and proceedings of the Organization shall be regular and controlled according to Robert's Rules of Order (Revised) for parliamentary procedure, except as may be otherwise provided by these by-laws.

## **ARTICLE VI - NOMINATIONS AND VOTING**

### **Section 1: Elected Members of the Governing Board**

No later than 90 days before each annual conference and business meeting of the Region the President shall appoint a nominating committee. The nominating committee, to include but not be limited to the 1<sup>st</sup> Vice-President, Immediate Past-President, and one At-Large Board Member, shall give consideration to the qualifications of members as they relate to the office to be filled and shall present nominations to the President no later than 60 days before the annual conference and business meeting of the Region. Additional names may be placed into nomination through the request of any WRIPMA-HR member so long as they are received 60 days prior to the election. If the nominating committee is unable to provide and vet a suitable candidate the Governing Board may seek out additional candidates. Those candidates must be identified no later than 30 days before the elections to allow for the vetting process.

### **Section 2: Elections**

Elections will take place through an electronic ballot process or in person vote at the annual conference and business meeting. Ballots for elections taking place through an electronic ballot

process will be sent to all voting members of WRIPMA-HR (see ARTICLE III – MEMBERSHIP, Section 1. Geographic Qualification). Results of the election shall be announced at the annual conference and business meeting. Each Officer will be elected on the basis of a plurality of votes cast for that office. In the event a tie vote occurs during an election, successive balloting will be conducted until one candidate receives a plurality.

### **Section 3: Referendum and Other Balloting**

The Governing Board may submit any matter of the Region's business to the voting membership for resolution by electronic ballot or by in person vote at a regular meeting.

## **ARTICLE VII. FINANCIAL AFFAIRS**

### **Section 1. Use of Funds**

All funds received into the Organization will be used for the further development of the Region and Chapters within the WRIPMA-HR, membership in IPMA-HR and sound human resources management best practices through Region and Chapter outreach and support, training and professional growth opportunities, leadership development, scholarships, certification outreach and competency training. Subject to funding availability, funds may also be used for the leadership and representation of the Western Region Elected and Appointed Board member's participation at the Annual Western Region and IPMA-HR International conferences as approved by the Board.

### **Section 2. Budget**

A detailed written budget for all revenues and expenditures shall be developed and delivered each fiscal year (July – June) by the President to the Governing Board. The Governing Board shall review the budget, make adjustments as necessary, and approve the budget.

### **Section 3. Revenue**

The primary funding for the WRIPMA-HR is from revenue received from the annual Regional Conference and IPMA-HR rebates.

### **Section 4. Annual Conference**

The WRIPMA-HR will solicit interest from the chapters within its geographic boundaries, as determined in Article III, Section I, to host the Annual Conference. WRIPMA-HR will make final determination on a Host Chapter. If there is not a Host Chapter for the Annual Conference, the WRIPMA-HR will be Annual Conference Host. If there is a Host Chapter, WRIPMA-HR and the Chapter will negotiate and agree upon in writing any seed money to help initiate early conference planning expenses, revenue distribution from the Annual Conference, duties and responsibilities for the delivery and facilitation of the Annual Conference, and all other areas associated with the Annual Conference not otherwise identified in this section. The WRIPMA-HR assumes the financial liability associated with hotel and facility contracts. As such the WRIPMA-HR President signs the conference site contract.

### **Section 5. Chapter Dissolution**

In the event of a WRIPMA-HR Chapter dissolution, the remaining monies in the Treasury, after expenses have been paid, will be forwarded to IPMA-HR. The dissolution of the chapter will be addressed in accordance with IPMA-HR policy which states that:

If the board decides it is not feasible to reorganize the chapter or combine it with another group, the board should request the chapter secretary to write the IPMA-HR Executive Council defining the steps that the board has taken to disband the chapter, including a statement that all chapter liabilities have been liquidated. Upon receipt of the notice of the Chapter's charter dissolution, the

Executive Council will regard the Chapter charter as having been relinquished, and will request the transfer of the Chapter's assets to IPMA-HR.

## **ARTICLE VIII. RECORDS**

### **Section 1. Maintenance**

Annually the President shall be responsible for assuring that the essential records of the WRIPMA-HR are maintained, collected and passed on to IPMA-HR headquarters where they are permanently and safely stored in accordance with the standing rules.

### **Section 2. Essential Records**

Essential records to be maintained include: (a) minutes of all meetings of the Governing Board; (b) bylaws, including notices of amendments; (c) financial records.

## **ARTICLE IX- AMENDMENT OR REVISION OF BYLAWS**

Any provision of these bylaws may be suspended or amended by a two-thirds (2/3) vote of the eligible voting members of the WRIPMA-HR, due notice in writing of the proposed suspension or amendment, having been given, at least one (1) week prior thereto.

## **ARTICLE X. SAVINGS CLAUSE**

All provisions of the bylaws of the Western Region of the International Public Management Association for Human Resources (WRIPMA-HR), codified or un-codified, in conflict with the provisions of these bylaws hereby repealed. All other provisions of the bylaws of the Western Region of the International Public Management Association for Human Resources (WRIPMA-HR), codified or un-codified, not in conflict with the provisions of these bylaws, shall remain in full force and effect.

Original Bylaws Adopted: MAY 4, 1938,

Bylaws Revised and approved: MAY, 1985

Bylaws revised and approved: APRIL, 1992

Bylaws revised and approved: APRIL 21, 2009

Bylaws revised and approved: APRIL 28, 2011

Bylaws revised : MARCH 14, 2016