

**Maine Local Government Human Resources Association
By-Laws**

Adopted May 15, 2014
Amended October 1, 2020
Amended October 1, 2022

ARTICLE I. ORGANIZATION

Section 1. The name of the Organization shall be the “Maine Local Government Human Resources Association.” (MLGHRA).

ARTICLE II. PURPOSE OF MISSION STATEMENT

Section 1. The Mission of the Maine Local Government Human Resource Association (MLGHRA) is to provide employees who are responsible for the delivery of human resource services in their local public sector organizations with a resource for professional development, sharing of knowledge, mutual cooperation, and the advancement of the human resources field in public sector employers around the state.

ARTICLE III. AFFILIATION

Section 1. This organization shall be and hereby is affiliated with the “Maine Municipal Association,” Local Government Center, 60 Community Drive, Augusta, Maine.

ARTICLE IV. MEMBERSHIP

Section 1. Membership shall consist of professional, associate, and lifetime members.

Section 2. Professional membership shall be open to any city, town, or county employee in the State of Maine, elected or appointed, who has primary responsibility for the delivery of human resources functions within their organization. Membership shall also be open to any quasi-governmental employee or school department employee working in the human resources field. Membership shall include all Human Resources professionals and their deputies or assistants, whose current dues are paid. Membership shall also be extended to administrators and managers who are responsible for personnel management in local government organizations where no separate human resources function exists. Membership applications shall be approved by the President or, in his/her absence, the Vice-President. Applicants who have been denied Professional membership may either join as an Associate member or appeal the decision by resubmitting their membership application along with a current job description. Appeals shall be decided by vote of the Executive Board.

Section 3. Lifetime membership shall be open to any retired human resources professional in the State of Maine who has held an active membership in MLGHRA for the past five consecutive years and has been approved by the MLGHRA Executive Board.

Section 4. Associate membership shall be open to individuals in the public sector who do not meet the criteria of the other classes of membership, but who demonstrate a bona fide interest in human resource management and the mission of the Association, and have been approved by the Executive Board.

Section 5. In the case of changes in employment status, paid annual memberships remain with the individual, not the organization.

ARTICLE V. DUES

Section 1. The annual dues for all classes of membership of this organization shall be set by the Executive Board. No dues shall be assessed to lifetime members. The fiscal year of the organization shall be July – June. Total amount of dues shall be payable on or before July 31st of each year.

Section 2. Any member with dues in arrears for a period of 60 calendar days shall automatically cease to be an active member.

ARTICLE VI. OFFICERS

Section 1. The Officers of the Association shall be the President, Vice President, Secretary, and Treasurer, each of whom shall be elected by electronic vote and hold office for three (3) years. During any absence, disability, or upon the resignation of the President, the Vice President shall immediately become Acting President until the incumbent returns or a new President is elected at the end of the current term.

Section 2. The Officers shall be elected to three (3) year terms. No member may hold the same office for more than two consecutive terms. In the event there are no other nominees for the position, the President may extend their term for an additional three (3) year term. If there is a vacancy in an Officer position, the Board may appoint an interim to fill that vacancy until the end of the current term. Time served in an interim capacity shall not count towards the term limit.

ARTICLE VII. DUTIES AND FUNCTIONS

Section 1. The Officers shall perform the usual duties attendant upon their respective offices.

Section 2. The Treasurer shall approve all funds received and disbursed on behalf of the Association. The Treasurer will maintain the Association's banking account and provide monthly financial reports for review by the Executive Board.

Section 3. The Secretary will maintain minutes of the meetings and distribute minutes to the Executive Board within ten (10) calendar days following each meeting of the Association.

ARTICLE VIII. GOVERNMENT

Section 1. The Executive Board shall have the control and management of the Association and shall hold and manage all property of the Association in accordance with the By-Laws.

Section 2. The Executive Board shall consist of at least eight (8) members, including the officers of President, Vice President, Treasurer, Secretary, and a minimum of three (3) At-Large Directors, together with the immediate past President. The President of the Association shall be the presiding officer of the

Executive Board. The immediate past President shall act as advisor and mentor to the Executive Board. Directors At-Large will be elected to two (2) year terms. When more than three (3) At-Large Directors serve on the Executive Board, terms shall be staggered so that all Director At-Large terms do not end in the same year. The At-Large Director positions shall be so apportioned as to make the number of terms ending in a given year as nearly equal as possible.

Section 3. A vacancy on the Executive Board shall be created upon the death, resignation, or absence from three (3) consecutive meetings. A vacancy on the Executive Board shall be filled by vote of the Executive Board. Such appointee shall serve until the end of the current term.

Section 4. The President shall have the power to appoint such other standing or special committees from time to time as may be deemed necessary for the proper conduct of the affairs of the Association. No committee of the Association shall be authorized to create any financial liability unless it first shall have been approved as to its purpose and amount by the Executive Board.

Section 5. The Executive Board shall adhere to legal, ethical, and professional standards of conduct in the fulfillment of their professional responsibilities. Members are referred to the Society for Human Resources Management Code of Ethics for guidance in standards for the profession.

ARTICLE IX. EXECUTIVE BOARD

Section 1. The Executive Board shall meet at any time upon the call of the President. All members are welcome to attend meetings of the Executive Board; however the Board may conduct private caucuses as deemed necessary.

Section 2. Executive Board meetings may be called by three (3) members of the Executive Board.

Section 3. Four (4) members of the Executive Board shall constitute a quorum necessary for the discharge of business.

Section 4. The members of the Executive Board may vote either in person or by electronic means upon any issue submitted to the Board provided that all votes be recorded with the Secretary within (10) calendar days from the time the issue is submitted to the Executive Board.

ARTICLE X. ASSOCIATION MEETINGS

Section 1. There shall be an annual Association Meeting and such other business meetings, and at such times and places, in person or virtual, as may be designated by the Executive Board.

Section 2. All members may be heard in debate but only those who are active Professional Members of the Association shall be entitled to vote.

ARTICLE XI. RULES OF ORDER

Section 1. Roberts Rules of Order shall govern the proceedings of all meetings of the Association and its constituent's parts except as provided in these By-Laws.

ARTICLE XII. DISPOSITION OF ASSETS UPON DISSOLUTION

Section 1. Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501 (c) (6) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501 (c) (6) or corresponding provisions of any subsequent tax laws.

Section 2. No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of the organization.

Section 3. No substantial part of the activities of the organization shall be carrying on propaganda, or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidates for public office.

Section 4. In the event of dissolution, all of the remaining assets and property of the organization shall after payment of necessary expenses thereof be distributed to such organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government or State or local government for the public purpose, subject to the approval of a Justice of the Supreme Court of the State of Maine.

Section 5. In any taxable year in which the organization is a private foundation as described in IRC 509(a), the organization shall distribute its income for said period at such time and manner as not to subject it to tax under IRC 4942, and the organization shall not (a) engage in any act of self-dealing as defined in IRC 4941(d), (b) retain any excess business holdings as defined in IRC 4943(c), (c) make any investments in such a manner as to subject the organization to tax under IRC 4944, or (d) make any taxable expenditures as defined in IRC 4945 (d) or corresponding provisions of any subsequent Federal tax laws.

ARTICLES XIII. By-laws

Section 1. The By-Laws may be amended by a two-thirds vote of the Executive Board. All amendments become effective immediately upon passage. The by-laws will be reviewed and updated on a biennial basis.