



**NATIONAL COUNCIL OF
HISPANIC EMPLOYMENT PROGRAM MANAGERS (NCHERP)**

CHARTER AND BYLAWS
September 2022

CHARTER

ARTICLE I: PURPOSE

The purpose of this document is to establish the charter and bylaws for the efficient and successful governance of the organization known as the National Council of Hispanic Employment Program Managers.

ARTICLE II: NAME

The name of this organizations shall be the National Council of Hispanic Employment Program Managers (NCHEPM or “the Council”).

ARTICLE III: GOALS

The NCHEPM is a federal-wide, educational and advocacy organization whose mission is to provide an open forum for ensuring that federal organizations and entities, to include full-time and collateral duty Hispanic Employment Program Managers (HEPMs), successfully implement programs and policies aimed to improve the recruitment, hiring, career development, promotion, and retention of Hispanic Americans. In addition, the Council seeks to:

1. Educate new and collateral duty HEPMs, Veterans Employment Program Managers (VEPMs) Special Emphasis Program Managers (SEPMs), Selective Placement Program (Schedule A) Coordinators, and Equal Employment Opportunity (EEO), human resources (HR) and diversity, equity, inclusion and accessibility (DEIA) practitioners, Employee Resource Groups/Affinity Groups, allies and advisors on legislation, executive orders, available data, Minority-Serving Institutions (MSIs), national minority-serving organizations and other resources that can be used to build stronger Hispanic recruitment and outreach programs, develop cradle to career pipelines and develop solid business justifications to embed DEIA in organizational workstreams and outputs to successfully perform the functions of their duties;
2. Enhance the existing knowledge of seasoned HEPMs, VEPMs, SEPMs, Schedule A Coordinators and EEO/HR/DEIA practitioners through annual summits, workshops, featured speakers and educational materials to help them continue expanding their DEIA programs;

3. Facilitate and promote dialogue, collaboration and alliances among various sectors to better understand and address common challenges and barriers to Hispanic representation in the federal government and work toward viable, innovative solutions with respect to the recruitment, hiring, promotion and retention of Hispanics;
4. Provide opportunities for members to access and connect with C-suite executives, industry leaders and senior practitioners to form effective, vibrant and robust support networks leading to information/resource/contact sharing;
5. Promote open dialogue at all levels of government to identify and share promising opportunities and successful approaches to human capital management and workforce development;
6. Work closely with the Office of Personnel Management's (OPM) DEIA Office, the Equal Employment Opportunity Commission (EEOC), and the federal Chief Human Capital Officer (CHCO) Council and the Chief Diversity Officer (CDO) Council to remain current on legislation, executive orders, policies and programs pertaining to the recruitment, hiring, development and retention of Hispanics and other underrepresented groups, and make recommendations/provide feedback as appropriate;
7. Leverage data from the annual *Federal Equal Opportunity Recruitment Program (FEORP) Report, Management Directive (MD) 715, and Disabled Veterans Affirmative Action Program (DVAAP) Plan* to better understand the most common barriers to the equitable employment of Hispanics and provide potential solutions to those barriers to OPM, EEOC and the federal-wide CHCO and CDO councils via the Council's subcommittees.
8. Encourage the Hispanic community and its allies to become informed of the continuing challenges with recruiting, hiring, developing and retaining Hispanic talent, as well as the intersectionalities present across all underrepresented groups;
9. Engage Hispanics to volunteer their time and resources to improve the reach of the Council and strengthen and broaden its programs, policies, activities and initiatives; and

10. Promote public service to the Hispanic community as a viable career path via employment workshops and K-16 outreach activities.

IV. VISION & VALUES

1. **Vision.** The NCHEPM is a thought leader in the federal government that strongly and effectively advocates for the equitable representation of Hispanics in all federal occupations and at all levels of government.
2. **Values.** The Council's five core values have long defined its culture and guided the way its Executive Board and members interact with one another. They are:
 - **We scale our impact with unity.** Groundbreaking development is heavy lifting. We make it lighter by leveraging our diverse talents as a united team. We know that collaboration is the shortest path to success.
 - **We thrive on ingenuity.** There are no paths when trailblazing. We disrupt the status quo and pioneer in a world of developmental challenges, helping NCHEPM members design successful strategies that are data-driven and creatively sound. We work together to build on our history of innovative problem-solving for solutions that achieve results.
 - **We care.** What separates a good partnership from a great one is simply the level of care invested in our interactions. We respond quickly, listen attentively, encourage often, and advise with respect, because these behaviors create the deep bonds that solidify our united front to effect change.
 - **We are tirelessly determined to succeed.** Resilience is in our DNA. We anticipate obstacles when the goals are big. Yet the enduring value of our work triggers a relentless grit to succeed. And most importantly, we seek to leave the world a little better off than when we arrived.
 - **We choose to serve.** We take pride in the worthiness of our mission—we understand the challenges, and we expect to work harder. As Hispanic leaders and federal employees, we are humbled to help bring opportunities and solutions where few exist.

V: POLICIES

1. The National Council of Hispanic Employment Program Managers shall be a secular, nonpartisan, nonprofit and non-commercial organization;
2. The Council shall not discriminate against any person on the basis of race, color, creed, gender, sexual orientation, disability, religion, national origin, age, marital or parental status, political or other affiliation, military affiliation, veteran status, or membership in a labor organization;
3. Council members, whether elected or appointed, including former members and/or former Board members, shall not represent the Council without the approval of the Board of Directors; and
4. Any modification to the NCHEPM governance documents (e.g., charter and bylaws) first must be discussed by the elected Board of Directors. Any decision-making process shall strive to reach consensus on every topic/issue prior to implementation of any action. *Consensus* is defined here as unanimity or full consent, where all agree to be able to “live” with the decision. If a consensus cannot be reached on a specific discussion topic and/or issue, a decision will be made by simple majority vote.
 - a. Amendments to the charter and bylaws must be ratified in General Membership meetings by a two-thirds vote of the members present.
 - b. No proposition to amend shall be acted on unless written notice has been given to members at least 30 calendar days prior to the meeting.
 - c. A copy of such a proposition shall be incorporated into the agenda for the next meeting and a copy sent to every member of the Council at least 10 calendar days prior to the next regularly scheduled meeting at which the amendment will be voted on.

VI. MEMBERSHIP

Membership in the Council is open to all full-time or collateral-duty HEPMs, VEPMs, Schedule A Coordinators, EEO/HR/DEIA practitioners, Employee Resource Groups/Affinity Groups, allies and advisors.

- a. Membership shall be established by submitting an online registration form available on the NCHEPM website: www.nationalcouncilhepm.net
- b. A Member in Good Standing is a member who meets the qualifications set forth in this charter and the bylaws, or as set by the Board of Directors.

ARTICLE VII: BOARD OF DIRECTORS

The NCHEPM Board of Directors shall consist of a Chair, Vice Chair, Public Relations and Communications Coordinator, Secretary, Membership Coordinator, and Treasurer. Subcommittee leads are appointed each term by the Executive Board. Advisors may be appointed on an ad hoc basis as needed and by the unanimous consent of the Board.

DRAFT

BYLAWS

ARTICLE I: MEMBERSHIP

Membership in the Council is open to all federal full-time or collateral-duty HEPMs, VEPMs, Schedule A Coordinators, EEO/HR/DEIA practitioners, Employee Resource Groups/Affinity Groups, allies and advisors.

1. Definitions.

- a. *Allies* are defined as individuals and/or organizations who may not identify as Hispanics and who are not full-time or collateral-duty HEPMs, VEPMs, Schedule A Coordinators, EEO/HR/DEIA practitioners, and who support of the Council's mission, values and goals.
- b. *Advisors* are defined as individuals who provide technical expertise for the advancement of the Council. Advisors will be utilized and appointed on an ad-hoc basis during the two-year tenure of the Board of Directors that appoints them.
- c. A *Member in Good Standing* is a member who meets the qualifications set forth in this Charter and Bylaws, or as set by the Board of Directors. Members are required to attend/participate in at least 30 percent of the Council meetings to be considered active members and have the right to vote on any proposition or in any election of the Council.

2. To become a member, individuals must submit an online registration form available on the NCHEPM website: www.nationalcouncilhepm.net

ARTICLE II: DUES

Dues are not required for annual membership. The NCHEPM Board of Directors reserves the right to reconsider the collection of membership dues in the future.

ARTICLE III: FUNDRAISING & DONATIONS.

The NCHEPM Board of Directors reserves the right to receive donations and sponsor

annual fundraising activities. Any and all funds received will be used to offset any operational costs, such as fees pertaining to website hosting platforms, social media accounts, and branded materials and merchandise used to promote the organization.

ARTICLE IV: NOTIFICATION AND TIMELINESS

1. All communication between and among members, including the Board of Directors, may occur in person, in writing, via a telecommunications device, or electronically.
2. Electronic communications containing any official notice of meetings, including special meetings, or for a vote of any kind must be sent by noon Eastern Time to be counted as having been sent that date for the purposes of determining timeliness.

ARTICLE V: MEETINGS

1. **Board of Directors Meetings.** Meetings of the Board of Directors shall be held regularly and shall occur no less than twice per month.
 - a. Quorum for Board of Directors meetings shall be not less than 51 percent of the voting Board of Directors members. A Board of Directors Member shall be considered present for the purposes of establishing a quorum and voting if he or she is participating by conference call or another telecommunication mode.
 - b. Any motions proposed by the Board of Directors must be seconded and voted on affirmatively by a majority of the Board of Directors present at the meeting.
2. **General Membership Meetings.** Meetings of the general membership of the Council shall occur the third Wednesday of each month.
 - a. A calendar invitation must be sent to the General Membership no less than 30 days prior to the meeting day and time.
 - b. An agenda, featured speaker bio/photo, meeting link (including call-in information) and any additional read-aheads must be included in the calendar invitation.

- c. Reminder e-mails will be sent to the General Membership 10 days and three (3) days prior to the meeting taking place.
 - d. During end-of-year meetings, the primary items for consideration will be a year-end report by the current Chair and Board of Directors and the strategic goals for the coming year.
 - e. In an election year, the primary item for consideration will be the introduction of the newly elected Board of Directors.
3. **Special Meetings.** Special meetings may be called by the Board of Directors or by a petition of two-thirds of the full Board of Directors or two-thirds of the full membership.
- a. Except under extenuating circumstances that must be documented in writing, notice of Special Meetings, including date, time, and location, will be provided to the full membership no less than five (5) business days prior to the date of the meeting.
 - b. Notice may be provided electronically.
 - c. Special Meetings shall be open to the general membership.
 - d. If notice is not provided in a timely manner and a vote of two-thirds of the full membership finds the extenuating circumstances did not exist and/or were not documented, the full membership may vote, by a simple majority, to overturn any vote taken by the Board of Directors at such Special Meetings. Subsequent action to overturn such Special Meeting vote by the Board of Directors must be taken by the full membership within 60 calendar days of the date of the Special Meeting. The Board of Directors must act in accordance with any vote so rescinded.
4. As necessary and appropriate, the Board of Directors will follow Robert's Rules of Order for all meetings.

ARTICLE V: DUTIES AND POWERS OF THE BOARD OF DIRECTORS

1. **Responsibilities.** The Board of Directors shall:
 - a. Organize, direct, and coordinate all activities of the Council;

- b. Develop the agenda and preside at all meetings of the Council;
 - c. Call any Special Meetings;
 - d. Establish procedures for elections;
 - e. Appoint Advisors as needed;
 - f. Serve as the official representatives and spokespersons for the NCHEPM; and
 - g. Inform the Diversity, Equity, Inclusion and Accessibility (DEIA) community of practitioners of relevant concerns, issues, and activities of the Council.
2. **Removal and Replacement.** A Board of Director Member or Advisor may be removed at any time by a two-thirds majority vote of the Board of Directors. Removal may be for any cause, including but not limited to repeated failures to attend scheduled Board meetings, obstructionism, irreconcilable personality conflicts, or failure to honor commitments with respect to the work of the Board of Directors. Additionally, Board Members may be removed in the event of three unexcused absences.
- a. Any Board of Director Member or Advisor may resign at any time by giving 30 days' notice. The resigning member shall send written notice to the Council Chair.
 - b. The Board of Directors may, at its discretion, appoint and approve by a simple majority vote a qualified Member in Good Standing to fill a position left vacant by a Board of Director Member or Advisor who has resigned or been removed.
 - c. The Board of Directors may also choose to call for nominations for a replacement Board of Director Member for the remained for the term of service of the current Board of Directors.
3. **Debts.** No members of the Board of Directors shall be personally liable for any debts, liabilities and obligations of the Council.
4. **Voting and Representation.** At the Chair's discretion, voting on motions may take place between meetings via e-mail. In such case, not less than less than 51

percent of the elected Board of Directors members must vote affirmatively, otherwise the proposed motion will be tabled until the next meeting.

- a. The Chair shall be the presiding officer at all Board of Directors and general member meetings and during the biannual half-day forums, and represent the Council at meetings with the League of Latin American Citizens (LULAC) Federal Training Institute (FTI) Working Group, Chief Human Capital Officers (CHCO) Council, Federal-wide Chief Diversity Officers (CDO) Council, or with other executives and organizations. The Chair may also delegate his/her duties to another member of the Board of Directors.
- b. The Chair shall serve as ex officio members on all Council Subcommittees; assist in coordinating all Committee activities; present an annual report of the organization at End-of-Year General Membership Meeting; and determine the agenda, with the input of other Board members, for all meetings.
- c. The Vice Chair shall assume the duties and responsibilities of the Chair in the absence of the Chair. The Vice Chair may be assigned, and accept, other special duties.
- d. The Public Relations and Communication Coordinator shall manage the Council's social media platforms; collaborates with the webmaster to keep the Council's website current; and write and develop marketing/advertising materials, press releases, and end-of-year reports.
- e. The Secretary shall maintain the organization's records, to include meeting minutes and agendas and planning documents; work with the Public Relations and Communication Coordinator and Membership Coordinator to disseminate correspondence to members; work with a third-party entity to coordinate and certify special and biannual elections; coordinate the annual nomination and voting process for the national Hispanic Heritage Month theme; collaborate with the Membership Coordinator to manage the Council's Listserv and membership rolls; and ensure a smooth transition of communication and membership activities, documents, platforms and governance to newly elected Board members.

- f. The Membership Coordinator, in collaboration with the Secretary, shall process membership applications; focus on membership retention; coordinate events and other mechanisms for the recruitment of potential new members in collaboration with the lead for the Programs & Events Subcommittee; and keeps an active list of current members.
- g. The Treasurer shall develop, formulate and manage the Council budget and establish and maintain the account(s) of the Council, to include: establishing and maintaining checking accounts and electronic funds transfer accounts, such as PayPal, Venmo, etc; managing fundraising activities and/or collecting donations and funds from fundraising activities and sponsorship opportunities; compiling End-of Year accounting reports; and maintaining balance sheets and ledgers.
 - 1. In the event of monetary contributions, all monies payable to the Council shall be paid to the Treasurer of the Council.

ARTICLE VI: SUBCOMMITTEES

The Board of Directors shall have the authority to create committees. Committee chairs may be appointed by the Board of Directors. Both committee members and chairs must be approved by the Board of Directors.

- 1. The purpose of the standing committees is to contribute toward the Council's mission, goals and objectives. Each Committee shall serve a specific purpose:
 - a. **Coalitions and Partnerships Committee.** The goal of this Committee is to develop robust, two-way relationships with Hispanic and other local and national minority-serving institutions and organizations, as well as other federal councils, committees, agencies, and Employee Resource Groups/Affinity Groups.
 - b. **K-16 Outreach Committee.** The goal of this Committee is to bring awareness of federal career and career development opportunities to the Hispanic community, encourage students to pursue degrees in science, technology, engineering and mathematics (STEM) fields, and expose Hispanic high school and college students to federal mentoring, shadowing, and paid and unpaid internship/externship/fellowship opportunities and programs.

- c. **Training/Continuing Education Committee.** The goal of this Committee is to work collaboratively with the Office of Personnel Management (OPM), the Equal Employment Opportunity Commission (EEOC), the Chief Learning Officers Council (CLOC), Council members and federal agencies to: review current data and trends; identify learning needs; determine barriers to developmental/promotion opportunities; and develop solutions and pilot programs to mitigate identified barriers, fill skill gaps in DEIA practitioners and promote training opportunities aimed at enhancing the professional expertise of Hispanic and other minority employees.
- d. **Programs Committee.** The goal of the Programs Committee is to plan and implement social and networking activities, to include speed mentoring events, fireside chats, and observance month celebrations, and work in collaboration with the Membership Coordinator to host membership drives. The Committee will publish a calendar of events and program activities.
- e. **Recruitment and Hiring.** The goal of this Committee is to improve the recruitment and hiring of Hispanic and other underrepresented groups to the federal government. This Committee will utilize current and available data made available by DEIA practitioners via Applicant Flow Data (AFD) reports, the MD-715, DVAAP and FEORP reports, the Federal Employee Viewpoint Survey (FEVS), and Agency DEIA Assessments and Strategic Plans to share with Members best practices, standardized Find & Apply employment workshop templates and train-the-trainer sessions, and implement career consultations, resume reviews and mock interviewing sessions for federal employees and the public.

ARTICLE VII: ELECTION OF BOARD OF DIRECTORS

1. **Composition of Board of Directors.** The NCHEPM Board of Directors shall consist of a Chair, Vice Chair, Public Relations and Communication Coordinator, Secretary, Membership Coordinator, and Treasurer. Advisors may be appointed on an ad hoc basis as needed and by the unanimous consent of the Board who shall be elected biannually (every two years) by Members in Good Standing for a term of two years to begin in January 1 and to end on December 31.
 - a. Any Member in Good Standing is eligible to seek these offices.

- b. Allies are not eligible to serve on the Board of Directors.
2. **Vacancies.** In the event the position of Chair becomes vacant prior to the term of service ending, the unexpired term shall be filled by the Vice Chair. The Board of Directors may approve a Chair to fill the unexpired term with a two-thirds majority vote. In the event of a vacancy occurring in any other elected office, the Board of Directors shall elect a member to fill the unexpired term.
3. **Nominations.** Any Member in Good Standing may nominate one or more qualified candidates for Chair, Vice Chair, Public Relations and Communication Coordinator, Secretary, Membership Coordinator, and Treasurer. The Secretary will accept nominations beginning October 1. In the case of a conflict of interest, a third party will be identified and selected to manage the nomination and election process.
 - a. Self-nominations are acceptable and encouraged.
 - b. Nominations must be provided in writing to the Secretary. Furthermore, each person accepting a nomination to hold office must respond with written consent to the Secretary regarding the designated position.
 - c. Notification of nomination will be sent to each candidate from the Secretary. Nominees must respond in writing by the third Tuesday of October of the election year, and state whether they accept or decline the nomination. Writing may occur electronically. Electronic responses are accepted.
 - d. The Secretary shall then compile the list of candidates that have accepted nominations for each position. Not later than the second Tuesday of November, the Secretary shall send to all Members in Good Standing a ballot with the names, brief biographies and photos of the candidates nominated for the Board of Directors.
4. **Voting.** Ballot casting will be conducted by a neutral Third Party that does not include the Board of Directors.
 - e. Votes shall be returned to the neutral Third Party no later than the first Tuesday of December. The final result will be reported to and recorded by the Secretary. The candidates receiving the highest number of votes for each office shall be declared elected.

- f. In case of a tied vote, a run-off election will be held to determine the winner.
 - g. Election results must be shared with the General Membership in writing and during the End-of-Year meeting to be held the second Wednesday in December of an election year.
- 5. No member of the Council's Board of Director may serve as Chair more than two consecutive terms.
- 6. The outgoing Board of Directors shall individually hold transition meetings with the incoming Board of Directors in their respective positions no later than two weeks prior to the start of the term of the incoming Board of Directors. The transition meeting shall include:
 - a. Transfer of all organizational records to the incoming Board of Director member for the respective position;
 - b. Briefing on standard operations of the Board of Directors' meetings and etiquette; and
 - c. Briefing on events and projects in progress.
- 7. The incoming Board of Directors, no later than five (5) days after being installed into their new positions, will change the passwords to all Council accounts (e.g., banking, social media, Listserv, e-mail, etc.) to ensure that the security and privacy of the Councils' records remains intact.
- 8. The Board of Directors shall manage and have oversight of all financial matters to include having custody of all funds and other assets of the organization. To ensure the efficient and effective financial administration of this organization, the following shall be implemented:
 - a. Provide and maintain full and complete records of all the assets and liabilities of this organization in accordance with forms and procedures prescribed in the Generally Accepted Accounting Procedures or otherwise approved by the Board of Directors.
 - b. Prepare and present an annual financial statement to the Board of Directors showing the condition of the organization, including a summary of income and expenses.

- c. All funds, except for petty cash and cash change funds as authorized by the Board of Directors, shall be deposited in the organization's bank/financial institution by those designated by the Board.
 - i. Funds shall be deposited no later than the second banking day after their receipt.
 - ii. A petty cash fund may be authorized by the Board of Directors by resolution for the purpose of making change and for such other purposes as prescribed in the Generally Accepted Accounting Procedures.
- d. All disbursements of funds of the bank account shall be made by checks, cash, or electronic transfer signed by the Treasurer, or in his/her absence or inability to serve, by a designated Board of Directors member.

ARTICLE VIII: VOTING AND VOTING ELIGIBILITY

1. A member shall be eligible to vote if he/she is a Member in Good Standing at least 30 calendar days prior to the date of elections or the due date for ballots.
2. Voting for the Board of Directors shall be by secret ballot.
 - a. Those qualified to vote shall follow the instructions to cast his/her vote electronically and indicate their selections on the ballot.
 - b. Before the ballots are canvassed, the names of the voters shall be checked against a list of eligible voters and the ballots cast by eligible voters will be separated from all others.

ARTICLE IX: AMENDMENTS TO THE CHARTER AND BYLAWS

1. An affirmative vote of two-thirds of the Board of Directors is required to amend this Charter and Bylaws with at least 30 days' notice.
 - a. Proposals to amend the Charter and Bylaws may be made by resolution of the Board of Directors or by written petition signed by at least 10 eligible voting members.
 - b. Proposed amendments to the Charter and Bylaws shall be submitted in

writing to any member of the Board of Directors and shall be on the order of business of the next regular meeting of the Board of Directors.

- c. Board Members must receive the text of any proposed amendment at least 30 days prior to a scheduled vote. An open comment period may be established for the purposes of obtaining written feedback and recommendations for the General Membership.
- d. The Board of Directors shall have the responsibility of compiling and reviewing all feedback, including making changes to the working draft of the Charter and Bylaws, voting to ratify the changes to the governance documents, and notifying the Council of the changes to the Charter and Bylaws.

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APPROVAL AND REVISION HISTORY

Approval History

Version	Version Date	Primary Author(s)	Approved By	Date Approved
1	5/13/22	Glorimar Maldonado	Glorimar Maldonado Javier Inclan Michelle Pacheco Turner	5/16/22
2	9/13/22	Glorimar Maldonado	Glorimar Maldonado Javier Inclan Michelle Pacheco Turner	9/21/22

Revision History

This document will be reviewed and updated at least annually.

Version	Date	Primary Author(s)	Revision Description	Pages Affected
1	5/13/22	Glorimar Maldonado	Addition of Executive Board positions and Subcommittees; clarification of roles and responsibilities	All
2	9/13/22	Glorimar Maldonado	Further clarification of roles and responsibilities; finalization of verbiage for approval	All