

# **Bylaws of the Detroit Chapter of ARMA International**

## **ARTICLE I – Name**

*Association of Records Managers & Administrators, Inc. (ARMA) – Detroit Chapter*

## **ARTICLE II – Objectives**

The Association of Records Managers & Administrators, Inc. (ARMA) – Detroit Chapter is organized NOT FOR profit and the nature and purpose of its business and its powers are as follows:

1. To promote and advance the improvement of records and information management and related fields through study, education, and research;
2. To advance professional knowledge and techniques by sharing and exchanging experience and information related to the field of records and information management;
3. To advance standards of professional competence in the field of records and information management ; and
4. To create an atmosphere permitting the interchange of ideas and social well-being of its members

## **ARTICLE III – Members**

### **Section 1 – Classes of Membership**

A. Regular Chapter Member:

A duly qualified individual in good standing with the Association entitled to full rights and benefits of ARMA International.

B. Honorary:

An individual who has been granted life membership by ARMA International's Board of Directors.

C. Student:

Any enrolled full time post-secondary student. Student membership does not convey the privileges of voting in ARMA International elections, Detroit Chapter elections, or holding Chapter office.

D. Retired:

1. A current or former member in good standing with the Association, who has retired from the profession of records management. Retired membership does not convey the privileges of voting in ARMA International elections, Detroit Chapter elections, holding Chapter office, or receiving *The Information Management Journal*.

2. A Detroit Chapter Honorary Retiree is awarded by the Detroit Chapter board to individuals retired from the field of Records and Information Management, who have made valuable contributions to the chapter, and who do not return to full time

employment in the field of Records and Information Management. This membership does not convey the privileges of voting in ARMA International elections, Detroit Chapter elections, or holding Chapter office.

## **Section 2 – Requirements**

The requirements for each of the various classes of membership and the processes for application, in addition to those contained within these bylaws and the bylaws of ARMA International, shall be established and published by the ARMA International Board of Directors. Membership in ARMA or the Detroit Chapter shall not be denied nor abridged on account of race, color, religion, sex, age, national origin, disability, sexual orientation or choice of life style.

## **Section 3 – Qualifications**

Any individual holding or occupying a position as manager, supervisor, educator, student or who is generally interested in the field of Records and Information Management, shall be eligible for membership. Any individual so qualified may not be excluded from nor denied membership in ARMA International or a Chapter thereof, subject to the provisions of Section 7 of this Article.

## **Section 4 – Good Standing**

A member in good standing is one whose current dues are paid to ARMA International, the Detroit Chapter, and complies with the provisions and obligations of the Articles of Incorporation and the Bylaws.

## **Section 5 – Applications**

Applications for membership (regular or student) shall be made in writing on forms furnished by ARMA International for this purpose. Applications are to be sent directly to ARMA International.

## **Section 6 – Non-Renewal and Reinstatement**

- A. Members whose dues have not reached ARMA International or the Chapter within one calendar month following the expiration date of membership shall be considered non-renewed.
- B. A non-renewed member or a former member may apply for membership upon full payment of annual Association and Chapter dues.

## **Section 7 – Censure, Suspension or Expulsion**

Any member may be censured or suspended by a majority vote of the Board of Directors of the Chapter for good cause if according to its findings, a violation of any provision or obligation of the Articles of Incorporation, Bylaws, or rules and regulations, has occurred. Any member may be expelled by a two-thirds vote of the Board of Directors of the Chapter for good cause if according to its finding, a violation of any provision or obligation of the Articles of Incorporation, Bylaws, or rules and regulations have occurred. Conduct unbecoming a member, conduct inimical to the welfare of ARMA International or the Chapter, and indebtedness to ARMA International or the Chapter shall also be causes for such disciplinary action. When such action is contemplated, the Board of Directors of the Chapter shall provide

written notification to the party concerned, and afford an opportunity for a hearing before the Board or a special committee appointed by the Board for this purpose. Should revocation result, any dues paid to a date beyond such revocation will not be refundable.

## **Article IV – Officers and Their Duties**

### **Section 1 – Officers**

The officers of the chapter shall be a President, President Elect, Secretary, and Treasurer. In addition to the elected officers, the chapter should also have no less than four (4) directors that are appointed. The directors are appointed by the President and approved by the Board of Directors on an annual basis.

### **Section 2 – Qualifications**

All officers shall be members in good standing of ARMA International and the Chapter.

### **Section 3 – Nomination and Election**

#### **A. Nomination Procedures**

The Nominating Committee shall prepare a slate of nominees for each elective office to be filled and shall submit such slate to the Chapter Board in the spring of each year.

#### **B. Chapter Election Procedures**

The Nominating Committee shall prepare ballots to designate the names on the slate of nominees for elective offices, providing spaces for write-in votes. A ballot will be communicated to each member in good standing within the Chapter in the spring of each year. Each member will be requested to complete and return the ballot prior to May 1 to the Chapter Nominating Committee. The Chapter Nominating Committee shall tabulate all Chapter member votes, certify the results and report them to the Chapter membership. Then all ballots shall be destroyed. All officers, except the President and Immediate Past President, which are automatic accessions, shall be elected by a plurality of the votes cast by members in good standing.

### **Section 4 – Term of Office**

All Officers shall assume office July 1. They shall serve for a term of one year or until their successors are elected and have assumed duties The Treasurer shall be elected for two years with each term commencing in an even numbered year. The Secretary shall be elected for two years with each term commencing in an odd numbered year. An officer who has served for more than half a term shall be considered to have served a full term.

### **Section 5 – Vacancies**

- A. A vacancy in any office except that of President shall be filled by election by the Board of Directors for the unexpired term.
- B. A vacancy in the office of the President shall be filled by the President Elect.

## **Section 6 – Duties and Responsibilities**

The officers shall perform the duties provided in this section and such other duties as are prescribed in these bylaws, by the board of directors, in the adopted parliamentary authority, or by ARMA International.

A. President. The President shall:

1. Preside at all meetings of the Board of Directors and of the members.
2. Appoint Directors and the chairmen of all committees with the approval of the Board of Directors.
3. Be an ex officio member of all committees except the nominating committee.
4. Perform other duties as assigned by the Board of Directors.

B. President Elect. The President Elect shall:

1. Be an aide to the President.
2. Perform the duties of President in the absence of that officer and in the case of permanent disability or resignation of that officer, shall succeed to that office for the unexpired portion of the term.
3. Perform other duties as assigned by the Board of Directors.

C. Secretary. The Secretary shall:

1. Record the minutes of all meetings of the Board of Directors and the membership.
2. Preserve all records belonging to the chapter.
3. Conduct the official correspondence of the chapter.
4. Perform other duties as assigned by the Board of Directors.

D. Treasurer. The Treasurer shall:

1. Have custody of all of the funds of the chapter, which shall be deposited in a federally insured institution.
2. Keep a full and accurate account of receipts and expenditures.
3. In accordance with the budget adopted by the chapter, make disbursements as authorized.
4. Present a report at all meetings of the Board of Directors and Membership.
5. Prepare an annual report, which shall be submitted along with the financial records to the Auditing Committee. The Committee when satisfied that the treasurer's annual report is correct shall sign a statement of that fact at the end of the report.
6. Submit reports as required by ARMA International.
7. Perform other duties as assigned by the Board of Directors

E. Directors. The Directors shall:

1. Assist in the operations and functions of the chapter.
2. Serve on committees as needed.
3. Perform other duties as assigned by the Board of Directors.

## **Section 7 – Removal**

A. Any Chapter officer whose conduct shall be considered detrimental to the best interest of ARMA International or the Chapter or who shall willfully exploit the organization for personal gain or otherwise violate the Bylaws as they are written or other rules or regulations may be removed from his/her office by a majority vote of the Board of Directors.

- B. When such action is contemplated in the case of an officer, he/she shall be entitled to receive specific charges in writing from the Board of Directors and shall, if he/she expresses a desire in writing, be afforded an opportunity for a hearing before the Board of Directors or a special committee appointed by the Board of Directors for this purpose.
- C. Any Officer removed from office under this section shall be ineligible for election to any office for at least one term.

## **Article V – Meetings**

### **Section 1 – Regular Meetings**

Regular meetings of the members shall be held between the months of September and June.

### **Section 2 – Special Meetings**

Special meetings may be called by the President or by a majority of the Board of Directors. Seven calendar days notice of the meeting shall be given.

### **Section 3 – Annual Meeting**

The meeting held in June shall be the Annual Meeting at which annual reports shall be presented.

### **Section 4 – Quorum**

Twenty (20) members shall constitute a quorum for the transaction of business in any meeting of the chapter.

## **Article VI – Board of Directors**

### **Section 1 – Composition**

The Board of Directors, which is the governing body of the chapter, shall consist of the elected officers and no less than four (4) directors.

### **Section 2 – Duties. The Board of Directors shall:**

- A. Manage the activities of the Chapter.
- B. Appoint the Auditing Committee and approve its report.
- C. Approve an annual budget.
- D. Serve on Committees as assigned.
- E. Perform other duties as assigned by the Board of Directors.

### **Section 3 – Meetings**

- A. The Board of Directors shall meet at least ten (10) times annually, the dates and time to be decided at its first meeting.
- B. A majority of the Board of Directors shall constitute a quorum.
- C. Special meetings of the Board of Directors may be called by the President or by a majority of its members. Seven (7) calendar days notice shall be given.
- D. In the case of an emergency or extremely bad weather, a meeting may be cancelled by the President.

## **Article VII – Finances**

### **Section 1 – Fiscal Year**

The fiscal year of the Chapter shall begin on July 1<sup>st</sup> and end June 30<sup>th</sup> of the following year.

### **Section 2 – Membership Dues**

Membership dues for the Chapter shall be set by the Board of Directors in advance of the new fiscal year. The amount will be in addition to the amount designated by the Association. The Chapter shall notify the Association of any changes in local dues no later than May 1st.

## **Article VIII – Committees**

### **Section 1 – Committees**

The Board of Directors may create such committees, as it may deem necessary, to promote the purposes and carry on the work of the Chapter. The term of each chairman shall be for one year or until a successor has been selected.

### **Section 2 – Duties of Committees**

Committees shall perform duties as specified by the Board of Directors.

### **Section 3 – Plan of Work**

No committee work shall be undertaken without the consent of the Board of Directors.

### **Section 4 – Ex officio Member**

The President shall be a member ex officio of all committees except the Nominating Committee.

## **Article IX – Dissolution**

In the event of dissolution of the Chapter, all of its assets shall be paid over or transferred to one or more exempt organizations of the kind described in Section 170(b)(1)(A) of the Internal Revenue code 1954, as amended, and the regulations promulgated there under, as both now exist or may hereafter be amended. These assets are to be paid over or transferred to ARMA International as prescribed in its Policies.

## **Article X – Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the proceedings of the chapter in all cases not provided for in these Bylaws or Articles of Incorporation and ARMA International Policies and Procedures.

## **Article XI – Amendment**

These bylaws may be amended by a two-thirds vote of the Board of Directors provided that notice of the proposed amendment has been sent in writing at least thirty (30) days prior to the meeting at which the amendment is voted. Proposed amendments shall be reviewed by ARMA International's Director of Member Services and the Region Manager prior to notice being sent to the members to ensure that the proposed amendment does not conflict with ARMA International Policy.