

Bylaws of the Central Missouri Chapter of ARMA International

ARTICLE I – Name

Central Missouri Chapter of the Association of Records Managers and Administrators, Inc.

ARTICLE II – Objectives

The purpose of this not-for-profit, educational organization is to:

- ❖ Promote and advance the practice of Records and Information Management (RIM) as a discipline and a profession.
- ❖ Organize and promote programs of research, education, training, and networking within that profession.
- ❖ Support the enhancement of professionalism of the membership.
- ❖ Promote cooperative endeavors with related professional groups.

ARTICLE III – Members

Notes for Article III – Members

- ❖ The three types of membership are defined by ARMA International.
- ❖ Professional membership may include corporate membership packages and industry memberships. Student membership may be a discounted professional membership.

Section 1 – Classes of Membership

A. Professional:

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

B. Honorary:

An individual who has been granted life membership by the Association's Board of Directors and as defined by the Association's policies and procedures. Honorary members are entitled to full voting and other rights and benefits of the Association. Persons holding this class of membership shall not pay any chapter dues.

C. Associate:

A duly qualified individual in good standing with the Association is entitled to limited benefits of the Association. Associate membership does not include the privilege of voting in an ARMA International election, Central Missouri Chapter elections, holding Chapter office or receiving the printed version of the Association's professional magazine. This is the best option for retirees and students. Chapter fees for associate memberships may be discounted.

Section 2 – Requirements

The requirements for each class 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 Central Missouri Chapter shall not be denied or abridged on account of race, color, religion, sex, age, national origin, disability, sexual orientation, or choice of lifestyle.

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 Central Missouri Chapter, and complies with the provisions and obligations of the Articles of Incorporation and the Bylaws.

Section 5 – Applications

Applications for membership (Professional or Associate) 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 by the membership expiration date 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, Vice President, Secretary, and Treasurer, held by at least three (3) separate individuals. In addition, the Immediate Past President and Two (2) Directors will also be included in the Executive Board of the Chapter.

Section 2 – Qualifications

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

Section 3 – Nomination and Election

- A. The officers and directors shall be elected by a plurality vote of the members by electronic and/or mail ballot during the month of April.
- B. In January of each year, the president shall appoint a nominating and election committee consisting of at least two (2) members in good standing. The Nominating and Election Committee shall:
 1. Nominate at least one (1) candidate for each officer and board position required to be filled in the April election.
 2. Slate of officers will be presented at the March chapter meeting.
 3. Prepare a ballot for April distribution electronically to those members having email and a paper ballot (by mail) to those members that do not have email.
 4. Tally the ballots.
 5. Notify the members, elected officers and directors and instruct the officers and director to be present at the June meeting for the installation ceremony.

Section 4 – Term of Office

All Officers shall assume office July 1. They shall serve for a term of **2** year(s) or until their successors are elected and have assumed duties. The president, vice president and a director are to be elected in even numbered years. The treasurer, secretary and an additional director are to be elected in odd numbered years. No officer except the Secretary or Treasurer shall serve more than 2 consecutive terms in office. An officer who has served for more than half a term shall be considered to have served a full term.

Section 5 – Vacancies

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

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 the chairpersons of all Standing Committees (see Article VIII) with the approval of the Board of Directors.
3. Appoint all Special Committees.
4. Be an ex-officio member of all committees (i.e., Special Committees and Standing Committees-Article VIII) except the nominating committee.
5. Submit reports as required by ARMA International.
6. Other assigned duties.

B. Vice-President. The Vice-President 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. Other assigned duties.

C. Secretary. The Secretary shall:

1. Record the minutes of all meetings of the Board of Directors and the membership and send a copy of the minutes to the Board of Directors within 28 days following the meeting.
2. Preserve all books and records belonging to the chapter.
3. Conduct the official correspondence of the chapter.
4. Transfer chapter records to the archivists at the State Historical Society as outlined in the chapter retention authorizations.
5. Other assigned duties.

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.

E. Immediate Past President. The Immediate Past President shall:

1. Serve as an advisor to officers and the board.
2. Assist the board in the maintenance of continuity from one administration to the next;
3. Chair the awards committee; and
4. Perform such other duties as shall be assigned by the Board of Directors.

F. Director. The Directors shall:

1. Serve on the board; and
2. Perform such other duties as shall be 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 two-thirds 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

Unless otherwise ordered by the Board of Directors, program meetings shall be held monthly from September through November and January through June. In the event there is a reserved meal and charge for a meeting, each member requesting a meeting meal reservation and failing to appear may be invoiced the cost of the meal if the reservation is not canceled 24 hours prior to the meeting. The dates and arrangements for these meetings shall be determined annually by the Board of Directors during July and August. In the case of an emergency or extremely bad weather, a meeting may be canceled by the President and there will be no charge to members for cancelled reservations or meals.

Section 2 – Special Meetings

A special meeting of the membership may be called by the Board of Directors or by a petition to the board of directors of one fourth (1/4) of the current members in good standing. Notice of such a meeting shall be sent to the members at least ten (10) days prior to the date fixed for the special meeting, and such notice shall be accompanied by an agenda of the meeting.

Section 3 – Annual Meeting

The annual business meeting for the installation of and assumption of office by the newly elected Board of Directors and the transaction of other business shall be held in June of each year.

Section 4 – Quorum

A majority of the members in good standing shall constitute a quorum for the transaction of business in any meeting of the chapter. Each member in good standing shall be entitled to one (1) vote. There shall be no voting by proxy.

Section 5 – Voting

A quorum of the members in good standing are required to approve any motions except for bylaw amendments - see Article XI and removal of members - see Article III section 7.

Article VI – Board of Directors

Section 1 – Composition

The Central Missouri Chapter Board of Directors, which is the governing body of the chapter, shall consist of the elected officers, the immediate past president and two (2) 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. Select the dates and make arrangements for meetings of the members.
- E. Maintain the chapter status of good standing with ARMA International.
- F. Other duties.

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. Two (2) days or forty-eight (48) hours' notice shall be given.
- D. In the case of an emergency or extremely bad weather, a meeting may be canceled by the President.

Article VII – Finances

Section 1 – Fiscal Year

The fiscal year of the Chapter shall begin on July 1st and end June 30th 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 standing 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. Standing committees may include:

A. Awards Committee

The awards committee, chaired by the Immediate Past President, shall be solely responsible for selecting the recipients of various chapter honors and awards, except for the chapter member of the year award. The chapter member of the year shall be selected by the chapter membership from nominations made to the committee by chapter members.

B. Finance and Audit Committee

This committee shall consist of two (2) members whose duties it shall be to make periodic checks of the books and records, as deemed necessary, to determine that disbursements are made in accordance with good accounting practices and established procedures of the chapter. Specifically, an audit will be made of the books of the treasurer annually, or at the close of his/her term, and a written report submitted to the board within 60 days of the audit.

C. Membership and Hospitality Committee

This committee's duty shall be to:

1. Formulate plans to recruit new members and retain current members.
2. Maintain attendance records of members attending chapter meetings and functions.
3. Prepare and distribute, at least annually, to members a list of chapter members.
4. Reserve restaurants and select menus for meetings, receive reservations for chapter meeting meals and contact restaurant with meal counts and make arrangements for social functions as authorized by the board.
5. Greet members and guests attending meetings and collect monies for meals, turn over receipts and bills to the treasurer.
6. Members who have not paid their annual dues within sixty (60) days of the due date shall be contacted by the chairperson of the Membership Committee and encouraged to renew their membership.

D. Program Committee

Duties of this committee shall be:

1. Schedule and arrange for program and/or speakers as far in advance as possible.
2. Provide to the webmaster the program title, topic and any significant arrangement details of each program, together with name, and biographical sketch of each speaker.
3. Send advance reminder notices to each speaker confirming arrangements and a letter of thanks on behalf of the association after the program.
4. Always request of speaker whether s/he will need special equipment or visual aids: projector, screen, blackboard, flip sheets, etc. and provide that information to the membership and hospitality committee.

E. Publications and Publicity Committee

It shall be the responsibility of this committee to solicit and promote favorable publicity for all meetings, conferences, and gatherings of the Central Missouri Chapter.

F. Web Committee

A web committee, chaired by the webmaster, shall be appointed by the president to distribute monthly updates during the months of September to June.

G. Certified Records Manager (CRM) Committee

This committee shall consist of members who, preferably, are either a Certified Records Manager (CRM) or Certified Records Analyst (CRA). The chairperson shall serve as chapter CRM liaison officer to the Institute of Certified Records Managers (ICRM). This committee, in addition to keeping the chapter informed, will answer questions regarding the CRM program.

Section 2 – Duties of Committees

Committees shall perform duties as specified by the Board of Directors. Special committees may be appointed by the president when deemed necessary.

Section 3 – Plan of Work

The chairman of each standing committee shall present a plan of work to the Board of Directors for approval. 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 - see Article IV section 6.

Section 5 – Committee Files

Committee chairpersons shall collect, preserve, file in an organized manner, all records necessary to document the work of their committee and shall turn such files over to their successors or the Chapter Secretary. Files and Records that are no longer of administrative value shall be turned over to the chapter archives.

Article IX – Dissolution

The Central Missouri Chapter is a US incorporated 501(c)(6) chapter of ARMA International. In the event of dissolution of the Chapter, all of its assets shall be paid over or transferred to one or more exempt organization(s) of the kind described in Section 170(b)(1)(A) of the Internal Revenue code 1954, as amended, and the regulations promulgated thereunder, 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 Central Missouri Chapter 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 prior to notice being sent to the members, to insure that the proposed amendment does not conflict with ARMA International Policy. Upon approval, the approved bylaws will be published under the "About Us" section of the Chapter's website.

Article XII – Archives

The State Historical Society of Missouri (SHSMO) is located on the Columbia Campus of the University of Missouri. The SHSMO shall function as the archives for the chapter and maintain all chapter historical documents.