

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 (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 (RIM) and information governance (IG) related fields through study, education, and research;
2. To advance professional knowledge and techniques by sharing and exchanging experience and information related to the fields of RIM and IG;
3. To advance standards of professional competence in the fields of RIM and IG; 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. Professional:

A Professional Member get discounts on all of the resources ARMA International provides. They receive a print subscription to the Information Management magazine and have 24/7 access to all of ARMA International's On-Demand web seminars, free of charge – a catalog of more than 250 cutting-edge topics. This is ideal for any member who is familiar with RIM and IG and can benefit from substantial discounts on education and resources.

B. Associate:

This is the first step into membership, recommended for students and retired professionals. Associate Members can join an ARMA International chapter and have access to an electronic version of Information Management magazine, a great way for those new to RIM and IG to get up to speed and see what ARMA International can do for them.

C. Friend of ARMA:

In the past, we've considered nonmembers to be only customers. But they're so much more than that. They are our friends and our colleagues, and ARMA International is happy to provide them with the resources and education they need.

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 Detroit Directors (Detroit Board). Membership in ARMA or the 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 fields of RIM or IG, shall be eligible for membership. Any individual so qualified may not be excluded from nor denied membership in ARMA 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, the Chapter, and complies with the provisions and obligations of the Articles of Incorporation and the Bylaws.

Section 5 – Applications

Applications for membership shall be made via ARMA's website.

Section 6 – Non-Renewal and Reinstatement

- A. Members whose dues have not reached ARMA 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 ARMA and Chapter dues.

Section 7 – Censure, Suspension or Expulsion

Any member may be censured or suspended by a majority vote of the Detroit Board 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 Detroit Board 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 or the Chapter, and indebtedness to ARMA or the Chapter shall also be causes for such disciplinary action. When such action is contemplated, the Detroit Board shall provide written notification to the party concerned, and afford an opportunity for a hearing before the Detroit Board or a special committee appointed by the Detroit 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, Immediate Past President, President-Elect, Secretary, and Treasurer. In addition to the elected officers, the Chapter should also have no less than three (3) directors that are appointed. The directors are appointed by the President and approved by the Detroit Board on an annual basis.

Section 2 – Qualifications

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

Section 3 – Nomination and Election

A. Nomination Procedures

The Nominating Committee, chaired by the Immediate Past President, shall prepare a slate of nominees for each elective office to be filled and shall submit such slate to the Detroit Board in the spring of each year.

B. Chapter Election Procedures

The Nominating Committee shall prepare ballots on the Chapter website to designate the names on the slate of nominees for elective offices, Chapter Member of the Year and Chapter Leader of the Year, providing spaces for write-in votes. An anonymous electronic 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. 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

- A. All Officers shall assume office July 1.
- B. The President, President-Elect, and Immediate Past President shall serve for a term of one year or until their successors are elected and have assumed duties. The President-Elect shall automatically ascend to the office of President. The President shall automatically ascend to the office of Immediate Past President.
- C. The Treasurer and Secretary shall serve for a term of two years or until their successors are elected and have assumed duties. The Treasurer's term shall commence in an even numbered year. The Secretary's term shall commence in an odd numbered year.
- D. 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 Detroit Board 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 Detroit Board in the adopted parliamentary authority, or by ARMA.

- A. President. The President shall:
 - 1. Preside at all meetings of the Detroit Board and of the members.
 - 2. Appoint Directors and the chairperson of all committees with the approval of the Detroit Board.
 - 3. Be an ex officio member of all committees except the Nominating Committee.
 - 4. Perform other duties as assigned by the Detroit Board.
- 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 Detroit Board.
- C. Secretary. The Secretary shall:
 - 1. Record the minutes of all meetings of the Detroit Board.
 - 2. Track and manage all Chapter records, whether electronic or hard copy.
 - 3. Perform other duties as assigned by the Detroit Board.
- 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 Detroit Board.
 - 5. Prepare an annual report, which shall be submitted along with the financial records to the Auditing Committee.
 - 6. Submit reports as required by ARMA.
 - 7. Perform other duties as assigned by the Detroit Board.
- 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 Detroit Board.

Section 7 – Removal

- A. Any Chapter officer whose conduct shall be considered detrimental to the best interest of ARMA 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 Detroit Board.
- 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 Detroit Board and shall, if he/she expresses a desire in writing, be afforded an opportunity for a hearing before the Detroit Board or a special committee appointed by the Detroit Board for this purpose.
- C. Any Officer removed from office under this section shall be ineligible for election to any office in the future.

Article V – Meetings

Section 1 – Regular Meetings

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

Section 2 – Special Meetings

Special meetings may be called by the President or by a majority of the Detroit Board. Seven (7) 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 Detroit Board, which is the governing body of the Chapter, shall consist of the five (5) elected officers and no less than three (3) directors.

Section 2 – Duties. The Detroit Board 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 Detroit Board.

Section 3 – Meetings

- A. The Detroit Board shall meet at least ten (10) times annually, the dates and time to be decided at its first meeting.
- B. A majority of the Detroit Board shall constitute a quorum.
- C. Special meetings of the Detroit Board 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 and end June 30 of the following year.

Section 2 – Membership Dues

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

Article VIII – Committees

Section 1 – Committees

The Detroit Board 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 chairperson 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 Detroit Board.

Section 3 – Plan of Work

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

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 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 Policies and Procedures.

Article XI – Amendment

These bylaws may be amended by a two-thirds vote of the Detroit Board 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'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 Policy.