

Association of Records Managers and Administrators
Vancouver Island Chapter

Bylaws

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TABLE OF CONTENTS

DOCUMENT CONTROL CHANGE RECORD	2
TABLE OF CONTENTS	3
BYLAWS	4
Article I – Name	4
Article II – Objectives	4
Article III – Members	4
Section 1 – Classes of Members	
Section 2 – Requirements	5
Section 3 – Qualifications	
Section 4 – Good Standing	
Section 5 – Applications	
Section 6 – Non-Renewal and Reinstatement	
Section 7 – Censure, Suspension or Expulsion	
Article IV - Officers and Their Duties	6
Section 1 – Officers	
Section 2 – Qualifications	
Section 3 – Nominations and Elections	
Section 4 – Term of Office	7
Section 5 – Vacancies	
Section 6 – Duties and Responsibilities	
Section 7 – Removal	8
Article V – Meetings	9
Section 1 – Regular Meetings	
Section 2 – Special Meetings	
Section 3 – Annual General Meeting	
Section 4 – Quorum	
Article VI – Board of Directors	9
Section 1 – Composition	
Section 2 – Duties	
Section 3 – Meetings	10
Article VII – Finances	10
Section 1 – Fiscal Year	
Section 2 – Membership Dues	
Article VIII – Committees	10
Section 1 – Standing Committees	
Section 2 – Duties	
Section 3 – Plan of Work	11
Section 3 – Ex Officio	
Article IX – Dissolution of the Chapter	11
Article X –Parliamentary Authority	11
Article X –Amendment	11

**Bylaws of the
Vancouver Island Chapter
of ARMA International**

Article I – Name

The name of this Chapter is the Association of Records Managers and Administrators, Inc. - Vancouver Island Chapter, hereafter referred to as “the Chapter” or “the ARMA VI Chapter”. The Association of Records Managers and Administrators Inc. will hereafter be referred to as “ARMA-International”.

Article II – Objectives

- A. To provide education and research and to advance records and information management as a discipline and a profession throughout Vancouver Island;
- B. To organize and promote programs of research, education, training and networking in the profession of records and information management as practiced on Vancouver Island;
- C. To support the enhancement of professionalism of the members of ARMA International who live or work on Vancouver Island;
- D. To promote cooperative endeavours with related professional groups who also serve the area of Vancouver Island.

Article III – Members

Section 1 – Classes of Members

- A. Regular Chapter Member – A duly qualified individual in good standing with the Association entitled to full rights and benefits of ARMA International.
- B. Honourary – 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, ARMA VI Chapter elections, or holding Chapter office.

- D. Retired – A current or former member in good standing with the Association, who has retired from the profession of records management. Retired membership does not include the privilege of voting in ARMA International elections, ARMA VI Chapter elections, holding Chapter office, or receiving *The Information Management Journal*.

Section 2 – Requirements

The requirements of 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 ARMA VI 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 ARMA VI 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 (or Vice President), Secretary, and Treasurer.

Section 2 – Qualifications

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

The President and President-Elect shall not be employed by the same employer. No more than two members concurrently holding office of the Board of Directors may be employed by the same employer. A committee may not have more than two members employed by the same employer.

Section 3 – Nomination and Election

A. Nominations Procedures

The Nominations Committee shall prepare a slate of at least one nominee for each office up for election. A call for nominations and a nominations form is sent with the Chapter Newsletter, posted on the web site or transmitted to all members in another communication mode at least sixty days prior to the Annual General Meeting. The nominees for each office are announced at a regular Chapter meeting and an invitation is made for nominations to be received from the floor. The Nominations Committee is responsible for ensuring that each candidate nominated understands the requirements and responsibilities of the position.

B. Election Procedures

- a. Only Regular members in good standing (Honorary, Student, or Retired categories do not have the privilege to vote) shall be eligible to vote.
- b. Voting shall be by secret ballot when there is more than one candidate for a particular office.
- c. Election will be by acclamation when there is only one candidate for a particular office.
- d. Any candidate who receives a majority vote of returned ballots shall be declared elected.

e. Officers shall be elected and announced at the Annual General Meeting.

C. Continuity

It shall be the policy; to so nominate and elect officers that continuity of administration may be maintained wherever possible.

Section 4 – Term of Office

All Officers shall assume office July 1. An officer who has served for more than half a term shall be considered to have served a full term.

- A. President Elect - The President-Elect is committed to serve a three (3) year term, one year each as President-Elect, President and Past President. The President-Elect, President and Past President shall assume their duties July 1 of the year in which they are elected and shall hold office until June 30 of the following year.
- B. All Other Offices - All elected offices of the Board of Directors shall be for a period of two (2) years.
- C. Re-election - No elected member of the Board of Directors shall serve more than two consecutive terms in the same office except in exceptional circumstances where the continuation of the Chapter is at risk. In this case, a majority vote of the Board of Directors is required to approve the nomination of the member.

Section 5 – Vacancies

- A. President - A vacancy in the office of President shall be filled by the President-Elect.
- B. All Other Offices - A vacancy in any other office shall be filled through appointment by election of the Board of Directors for the unexpired term.
- C. Length of Term - Any person filling a vacancy in an elected office shall hold office until the next June 30 at which time the position will be filled through election.

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
 - a. Preside at all meetings of the General Membership and the Board of Directors.
 - b. Appoint the chairs of all standing committees with the approval of the Board of Directors.
 - c. Appoint all special committees.
 - d. Be an ex-officio member of any and all standing committees, except the nominating committee.

- e. Perform all other duties normally incident to this office.
 - f. Attend any Regional leadership meetings as called by the Regional Executive..
- B. President-Elect – The President-Elect (also know as the Vice President) shall
- a. Assist the President as required.
 - b. 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.
 - c. Perform all other duties normally incident to this office.
- C. Secretary – The Secretary shall
- a. Record the minutes of all meetings of the Board of Directors and the General Membership and send a copy of the minutes to the President within 10 days following the meeting.
 - b. Preserve all books and papers (e.g. Chapter Operations Handbook, Chapter Constitution and Bylaws and Chapter Administrative Letters), belonging to the Chapter.
 - c. Conduct the official correspondence of the Chapter.
 - d. Perform all other duties normally incident to this office.
- D. Treasurer – The Treasurer shall
- a. Have custody of all of the funds of the chapter, which shall be deposited in an insured institution.
 - b. Keep a full and accurate account of receipts and expenditures.
 - c. In accordance with the budget adopted by the chapter, make disbursements as authorized.
 - d. Present a report and a copy of the latest bank statement at all meetings of the Board of Directors and Membership.
 - e. 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.
 - f. Submit reports as required by ARMA International.
- E. Immediate Past President – The Immediate Past President shall
- a. Chair the Nominations special committee and the Awards special committee.

Section 7 – Removal

- A. Any Chapter officer whose conduct shall be considered detrimental to the best interest of the 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 once a month from September to June. The dates and arrangements for these meetings shall be determined annually by the Board of Directors at their first meeting held following July 1. In the case of an emergency or extremely bad weather, a meeting may be cancelled by the President.

Section 2 – Special Meetings

Special meetings may be called by the president or by a majority of the Board of Directors. Three days notice of the meeting shall be given.

Section 3 – Annual General Meeting

An Annual General Meeting shall be held in June at a location and time as agreed upon by the Board of Directors. Annual reports from the existing Board members shall be made at this time and new Board members elected.

Section 4 – Quorum

A majority of the total number of members present at an Annual General Meeting shall constitute quorum. However, a quorum will never be less than 3 members.

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.

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.

Section 3 - Meetings

The Board of Directors shall meet at least 5 times annually. The Secretary or the President shall notify and provide a written agenda to each board member not less than five (5) days prior to the meeting date. A majority of the Board of Directors shall constitute a quorum.

The President may call Special Board of Directors meetings with the consent of one-half of the members of the Board of Directors. A notice of 14 days is required for any Special Meetings.

All Chapter members in good standing may attend regular or special Board of Directors meetings in a non-voting capacity. Any member who wishes to present an item for the agenda may do so by informing the Secretary in writing at least 10 days in advance of the next scheduled meeting.

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 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.

Section 2 – Duties of Committees

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

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.

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 organization 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 insure that the proposed amendment does not conflict with ARMA International Policy.