

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

**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:

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

**ARTICLE III - MEMBERS**

**SECTION 1. CLASSES OF MEMBERS**

**A. Regular**

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

**B. Student**

College students who may be seeking a career in Records and Information Management or students who generally have an interest of learning more about the field of Records and Information Management. Persons holding this class of membership shall not be permitted to hold an elective office, vote, nor shall they pay any chapter dues.

**C. Honorary**

Chapter honorary membership may be bestowed on a person whose contributions to the field are of a nature to warrant special consideration. Persons holding this class of membership shall not be permitted to hold an elective office, vote, nor shall they pay any chapter dues.

**D. Retired.**

A current or former member in good standing with the Association, who has retired from the profession of records management.

## 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 Central Missouri 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 Central Missouri 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, DIRECTORS AND THEIR DUTIES**

## **SECTION 1. OFFICERS and DIRECTORS**

The officers shall be president, vice president, secretary, treasurer, immediate past president, and two (2) director positions.

## **SECTION 2. QUALIFICATION AND TERMS**

- A. All Officers and Directors shall be members in good standing.
- B. The officers shall be elected for two (2) year terms or until their successors take office commencing on July 1 and ending June 30 of the second year. The president and vice president are to be elected in even numbered years. The treasurer and secretary are to be elected in odd numbered years. No elected officer shall be eligible to serve for more than two consecutive terms in the same office.
- C. Directors shall hold office for two (2) years, commencing on July 1 from the date of their installation at the annual business meeting, or until their successors take office. One director is to be elected in even numbered years and one director is to be elected in odd numbered years.
- D. An officer who has served for more than half a term shall be considered to have served a full term.

## **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 to be presented at the March meeting.
  - 3. Prepare a ballot for April distribution electronically to those members having e-mail and a paper ballot by mail to those members that do not have e-mail.
  - 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. 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 5. 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. **THE PRESIDENT** The president shall:
  - 1. Preside at meetings of the chapter and of the board of directors;
  - 2. Appoint members of all committees;

3. Be the chief executive of the chapter, exercise general supervision over its affairs, be responsible for the enforcement of the bylaws, and all directives of the board of directors;
  4. Keep the board of directors fully informed of the activities of the chapter; and
  5. Deliver to the successor in office, all books, papers, records and other property of the chapter that s/he has personally accumulated in the office and shall supervise the turnover of other files to successor officers and committee chairpersons.
  6. Other duties as assigned.
- B. THE VICE PRESIDENT** The vice president shall:
1. Have such powers and duties as designated from the president and/or board of directors; and
  2. Assume the duties of the president during the president's absence. In the event of the death or inability of the president to serve, the vice president will serve out the remaining term of office or until such time as the president is able to resume duties of the office.
  3. Other duties as assigned.
- C. THE SECRETARY** The secretary shall:
1. Keep the minutes of all meetings of the chapter including those of the board of directors;
  2. Attend to such other correspondence as is required of this office for the local, regional and national organization; and
  3. Perform such other duties as shall be assigned by the president and/or board of directors.
  4. Other duties as assigned.
- D. THE TREASURER** The treasurer shall:
1. Receive and disburse the funds of the chapter;
  2. Keep and preserve proper books of accounts which shall at all times be open to inspection by the board of directors and which shall be subject to audit at any time by the finance and audit committee duly appointed by the president. The funds of the chapter shall be kept in the name of the chapter in a bank approved by the board. All checks shall require the signature of the treasurer; and
  3. Submit a written report of receipts, expenditures and balance on hand each month to the board of directors. The treasurer shall complete and file the IRS 990 financial report by July 31<sup>st</sup> of each year.
- E. THE IMMEDIATE PAST PRESIDENT** The immediate past president shall:
1. Serve as an advisor to officers and 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 president and/or board of directors.
- F. THE DIRECTOR** The directors shall:
1. Serve on the board; and
  2. Perform such other duties as shall be assigned by the president and/or board of directors.

## SECTION 6. 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 - ARCHIVIST**

Western Historical Manuscripts Collections located on the Columbia Campus of the University of Missouri shall function as the archives for the chapter and maintain all chapter historical documents.

## **ARTICLE VI - MEETINGS**

### SECTION 1. PROGRAM MEETINGS

Unless otherwise ordered by the board of directors, program meetings shall be held monthly from September through June. Each member requesting meeting meal reservations and failing to appear may be invoiced for the cost of the meal if the reservation is not cancelled 24 hours prior to the meeting date.

### 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 ten (10) 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 BUSINESS MEETING

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

### SECTION 4. QUORUM

Ten (10) members shall constitute a quorum. At the business meetings of the chapter, each member in good standing present shall be entitled to one (1) vote. There shall be no voting by proxy.

## **ARTICLE VII - BOARD OF DIRECTORS**

### **SECTION 1. COMPOSITION**

The board of directors shall consist of four (4) officers, two (2) directors, and the immediate past president who shall serve for a two (2) year term coinciding with the term of the president.

### **SECTION 2. DUTIES**

The control and management of the Association of Records Managers and Administrators, Central Missouri Chapter, its affairs, meetings, and property shall be vested in the board of directors. The board of directors shall have power to remove any appointive officer or member of a committee with cause; to perform any and all additional duties as properly devolve upon a board of directors of an incorporated organization.

### **SECTION 3. MEETINGS**

Unless otherwise ordered by the board of directors, regular meetings shall be held once each month. Special meetings of the board of directors may be called by the president or any three (3) members of the board of directors.

- A. All board of directors meetings are open to the general membership who wish to attend or present ideas and/or concerns.
- B. Officers or directors unable to attend a board meeting shall advise any other board member, either by telephone or letter, the reason for the absence.
- C. Four members shall constitute a quorum for conducting board business.

## **ARTICLE VIII - FINANCES**

### **SECTION 1. FISCAL YEAR**

The fiscal year of this chapter shall begin July 1 and end June 30.

### **SECTION 2. ANNUAL DUES**

The annual dues of the chapter shall consist of ARMA International dues and chapter dues. International Association dues shall be as determined by ARMA International. The chapter dues shall be determined by the chapter board. The Chapter shall notify the Association of any changes in local dues no later than May 1st. Dues renewals are payable to ARMA International on or before the anniversary date of each member's membership year. Company or organization sponsored memberships are transferable. The International dues for all new chapter members shall be forwarded monthly to ARMA International with the respective membership applications.

## **ARTICLE IX - COMMITTEES**

### **SECTION 1. STANDING COMMITTEES**

The president shall appoint all committee chairpersons from the members of the chapter to serve one (1) year from the date of installation of officers.

#### **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 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 to 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 to:

1. Schedule and arrange for program and/or speakers as far in advance of the meetings as possible.
2. Provide to 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.
5. Make and confirm arrangements for guest speaker.

#### E. PUBLICATIONS AND PUBLICITY COMMITTEE

It shall be the duty 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 CRM's. The chairperson shall serve as chapter CRM liaison officer to the Institute of Certified Records Managers. This committee, in addition to keeping the chapter informed, will answer questions regarding the CRM program and will serve as a proctor for any exam to be held in the area.

#### SECTION 2. SPECIAL COMMITTEES

Special committees may be appointed by the president when deemed necessary (education, seminar, etc.).

#### SECTION 3. 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. Files and records that are no longer of administrative value shall be turned over to the chapter archives.

### **ARTICLE X - DISSOLUTION**

In the event of dissolution of the Chapter, all of its assets shall be paid over or transferred to one of 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 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 XI - PARLIAMENTARY AUTHORITY**

#### SECTION 1. RULES OF ORDER

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.

#### SECTION 2. SUSPENSION OF RULES OF ORDER

Any rule of order prescribed by the parliamentary authority may be suspended temporarily by a majority vote of members present at any meeting.

### **ARTICLE XII - AMENDMENT TO BYLAWS**

#### SECTION 1. AMENDMENT PROCEDURE

Amendments to these bylaws may be proposed by the board of directors on an affirmative vote of the majority of its members, or by petition of ten (10) members who are in good standing. These bylaws may be amended at any regular meeting by a simple majority of the voting members present; however, no amendments(s) to the bylaws shall be voted upon unless all members have received at least two (2) weeks written notice that said proposed amendment(s)



will be considered. The notice shall contain verbatim the contents of the proposed amendment(s) and shall also state the date, time, and place of the meeting.

#### SECTION 2. REVIEW BY ARMA

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.

Amended 6-16-09