

Bylaws of the ARMA Calgary Chapter of ARMA International

ARTICLE I - NAME

This association shall be known as the Association of Records Managers and Administrators (hereinafter referred to as “ARMA”) Calgary Chapter.

ARTICLE II - OBJECTIVES

The objectives of this educational, non-profit organization are:

1. To advance records and information management as a profession.
2. To promote and organize a program of research, standards, publications, seminars, conferences, education and training in the field of records and information management.
3. To take all necessary steps to help individuals to become more professional and to promote working relationships with related professional groups.

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. 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, ARMA Calgary 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 an ARMA International elections, ARMA Calgary Chapter elections, holding Chapter office, or receiving *The Information Management Journal*.

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 ARMA Calgary 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 Calgary 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, Vice President, Secretary, Treasurer, 4 Directors, and Immediate Past President.

Section 2. Qualifications

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

Section 3. Nomination and Election.

At the Annual Meeting (refer to Article V, Section 3.), the regular chapter members shall elect a President, a Vice President, a Treasurer and a Secretary each for a one (1) year term and a minimum of two (2) Directors each for a two (2) year term.

Section 4. Term of office

All Officers shall assume office July 1. They shall serve for the specified term for the position or until their successors are elected and have assumed duties. No officer except the Secretary or Treasurer shall serve more than two consecutive terms in the same 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 will be filled by a replacement appointed by a majority vote of the Board of Directors for the unexpired term. A vacancy in the position of Immediate Past President will not be filled. Any person filling a vacancy in an elected office shall be eligible for nomination and election to that office (refer to Article IV, Sections 3. and 4.).

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 chairmen of all standing committees with the approval of the Board of Directors.
3. Appoint all special committees
4. Be an ex-officio member of all committees except the nominating committee.
5. Other assigned duties as required by ARMA International.

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 as required.

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 President within 10 days following the meeting.
2. Preserve all books and papers belonging to the chapter.
3. Conduct the official correspondence of the chapter.
4. Other assigned duties as required.

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 of transactions 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 Board of Directors.
6. Submit reports as required by ARMA International.

7. Recruit and recommend an annual audit by an accredited person or Committee who, when satisfied that the treasurer's annual report is correct, shall sign a statement of that fact at the end of the report.
- E. Immediate Past President. The Immediate Past President shall:
 1. Ensure continuity between the past and current year.
 2. Chair the annual Awards and Nomination Committees.
 3. Attend monthly and special Board meetings.
- F. Director – Education
 1. Develop diversified and accessible education events.
 2. Chair Education Committee meetings.
 3. Attend monthly and special Board meetings.
- G. Director – Program
 1. Organize monthly luncheon meetings and speakers.
 2. Organize ad hoc information sessions.
 3. Chair Program Committee meetings.
 4. Attend monthly and special Board meetings.
- H. Director – Membership
 1. Maintain and protect accurate membership information.
 2. Conduct member recruitment activities as directed by ARMA International.
 3. Conduct annual membership award recognition.
 4. Chair Membership Committee meetings.
 5. Attend monthly and special Board meetings.
- I. Director – PR & Marketing
 1. Promote the interests and activities of the Chapter.
 2. Chair PR & Marketing Committee meetings. Produce the Chapter's newsletter.
 3. Attend monthly and special Board meetings.

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 of the Members

Section 1. Regular Meetings of the Members.

Regular meetings of the members shall be held monthly, with the exception of the summer months July and August. 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 regular meeting of members may be cancelled by the President.

Section 2. Special Meetings of the Members.

Special meetings may be called by the president or by a majority of the Board of Directors. A minimum of 24 hours notice of the meeting shall be given.

Section 3. Annual General Meeting.

The regular meeting of members held in May shall be the Annual General Meeting at which annual reports shall be presented. A quorum for the transaction of business at the Annual Meeting shall be twenty-five percent (25%) of the regular Chapter membership. Any regular chapter member shall have the right to vote. Any question at the Annual Meeting shall be decided by a show of hands. The meeting chairperson will declare whether a question has been carried by the majority of show of hands. Minutes of the Annual General Meeting will be recorded by the Secretary of the Board. Decisions will be entered into the minutes without proof of the number or proportion of votes recorded in favour or against a question. In case of an equality of votes upon a show of hands, the chairman of the meeting shall be entitled to a second or casting vote.

Section 4. Quorum for Meetings of the Members.

A quorum for the transaction of business in any meeting of the members shall be twenty-five percent (25%) of the regular Chapter membership.

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 who have voting privileges. The Board of Directors elected office positions are: Immediate Past President, President, Vice President, Secretary, Treasurer and Directors.

Section 2. Duties. The Board of Directors shall:

- A. Manage the activities of the Chapter.
- B. Approve all expenditures.
- C. Approve an annual budget.
- D. Select the dates and make arrangements for regular meetings of the members.
- E. Other duties as required for effective management of the Chapter and accountability to ARMA International.

Section 3. Meetings.

- A. The Board of Directors shall meet at least 8 times annually, with 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. A minimum of 24 hours notice shall be given. Special meetings may be conducted in person or electronically.
- D. In the case of an emergency or extremely bad weather, a Board 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. Standing Committees. A standing committee has a permanent and continuing role. The ARMA Calgary Chapter Standing Committees are:

Standing Committee	Chairperson	Elected Directors	Responsible to	Term
Archives	Appointed by the Board		Board	N/A
Awards	Immediate Past President		Board	1 year
Chapter Bylaws	Immediate Past President		Board	1 year
CRM	Appointed by the Board		Board	N/A
Education	Elected	Director	Board	2 years
Long Range Planning	Vice President		Board	1 year
Membership	Elected	Director	Board	2 years
Newsletter	Recruited by Publicity		Publicity	2 years
Nominating (elections)	Immediate Past President		Board	1 year
Program	Elected	Director	Board	2 years
Publicity	Elected	Director	Board	2 years
Webmaster	Appointed by the Board		Board	N/A

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.

Section 5. Special Committees. A special committee may be requested and approved by the Board of Directors to complete a specific assignment. The Special Committee will terminate at the end of the specified assignment.

Article IX – Dissolution

The ARMA Calgary Chapter is incorporated under the [Alberta] Societies Act and is subject to the terms of dissolution as prescribed by the Act.

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 the Board of Directors following approval by a one quarter (25%) vote of the regular chapter members 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. Subsequent to all approvals, the ARMA Calgary Chapter will submit bylaws as amended to the appropriate provincial regulatory agencies.

Article XII – Access to ARMA Calgary Chapter Records

The books and records of the ARMA Calgary Chapter may be inspected by any regular chapter member upon giving reasonable notice to the Board. Each member of the Board shall at all times have access to such books and records.