

Greater Los Angeles Chapter of ARMA International

Bylaws

Article I – Name

The name of this organization is the Greater Los Angeles Chapter of ARMA International (GLA-ARMA). This is a not-for-profit educational and professional corporation.

Article II – Objectives

The objectives of the Greater Los Angeles Chapter are:

The specific purpose of this corporation is to promote improvement in the field of Records and Information Management through study, education, and research; professional knowledge and techniques by sharing and exchanging experience and information in the field of Records and Information Management; and to develop advance standards of professional competence in the field of Records and Information Management.

Article III – Membership

Section 1 – Classes of Membership

- A. Regular Membership – Any individual with a position or professional interest in records and information management shall be eligible for chapter membership.
- B. Student Membership – To qualify, an individual must be registered as a full-time student in an institution of higher education and, if employed, not have their membership fees paid by their employer. Student members shall not be required to pay annual chapter dues nor shall they be eligible to vote or hold an elective office. Student members receive the chapter newsletter and meeting notices.
- C. Honorary Membership – Honorary Chapter Membership may be granted by the Board of Directors in recognition of a member's overall contributions to the Chapter.
- D. Retiree Membership – To qualify, an individual must be a member in good standing who retires from the profession. Retirees shall not be required to pay annual chapters dues nor shall they be eligible to vote or hold an elective office. Retirees receive the chapter newsletter and meeting notices.

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 Greater Los Angeles 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 – Member in Good Standing

- A. A member in good standing is one who current chapter and international dues are paid and who complies with provisions of the Bylaws. Membership may be terminated by the member or by the Board of Directors when a member becomes delinquent in payment of dues or is otherwise ineligible as a member.
- B. Each member in good standing shall be entitled to one vote on business matters.
- C. Each member of the chapter must also be a member in good standing of the Association.

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:

1. Elected Officers: President, Elected Offices: Vice President/President Elect, Recording Secretary, Treasurer, and Advisor (Immediate Past President)
2. Appointed Offices: Chapter Conference Director, Chapter Meetings Director, Corresponding Secretary, Directory & Placement Director, Education Director, Historian, Newsletter Director, Public Relations Director, Recruitment Director, and Technology Director.

Section 2 – Qualifications

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

Section 3 – Elections

- A. The Nominating Committee, chaired by the Vice President/President-Elect, shall submit a list of nominees for each elected office for the Board's approval at the April Board meeting.
- B. The list of nominees shall be communicated to the membership following the April Board meeting. Additional nominations shall be invited from the membership for submission to the Election Committee Chairperson. Members shall be given one week (7 days) to submit nominations
 1. If there is only one single, qualified candidate for an elected position, no balloting of or voting by the membership shall be required.
 2. When there is more than one qualified candidate for an elected position, it is a contested position and balloting and voting shall be required.
- F. By April 30, the Vice President/President-Elect shall prepare and distribute ballots for contested positions to the membership.
- G. Ballots shall be cast by the membership and returned to the Chief Teller (not currently serving as a Board member and appointed by the Vice President/President-Elect) prior to May 31.

- H. The Chief Teller(s) shall count the votes and notify the Board. A plurality of votes shall constitute an election.

Section 4 – Term of Office

- A. All Officers shall assume office at the close of the Annual Meeting. With the exception of the Treasurer (see below), all officers shall serve a term of 1 year or until their successors are elected and have assumed duties.
- B. The Treasurer shall serve a two-year term.
- C. No member of the Board may serve more than two consecutive years in any one office position.
- D. No member may serve concurrently in more than one office.
- E. 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 the President with the approval of the Board. An unexpired term of office, regardless of length, may be filled without affecting the eligibility of the member to be elected or appointed to that office.

Section 6 – Duties of Officers

A. President

1. Act as executive officer of the Chapter.
2. Execute and enforce the policies of the Board.
3. Direct the Chapter's activities toward planned goals.
4. Preside at all Board and membership meetings.
5. Appoint, with approval of the Board, all non-elected Board positions, and all ad-hoc and standing committee chairs.
6. Sign, with the approval of the Board, all contracts when the dollar commitment exceeds \$500.
7. Delegate any presidential duties to the Vice President/President-Elect.
8. Appoint an Audit Committee by June 30 to audit the accounts of the Treasurer and to submit its report at the September Board meeting.
9. Direct Chapter-of-the-Year application activities.
10. Serve as Liaison to Member Services Department at ARMA International Headquarters.
11. Other assigned duties.

B. Vice President/President-Elect

1. Assist the President with any duties and to assume the duties of the President during absence.
2. Provide direction to the Conference, Legislative and Ad Hoc Nominating Committees.
3. Appoint a Chief Teller at the April meeting, whose duty it shall be to receive and count the votes and furnish the Board with names of officers elected.
4. Other assigned duties.

D. Recording Secretary

1. Record and publish minutes of each Board Meeting.
2. Distribute the list of nominees for Chapter elections.
3. Submit revised Bylaws to the Board and the membership.
4. Publish the approved Bylaws.
5. Other assigned duties.

C. Treasurer

2. Serve as the financial officer of the Chapter.
3. Provide direction to the Budget Committee.
4. Maintain a savings and/or checking account in the name of the Chapter.
5. Develop expense-approval procedures.
6. Approve all expenses.
7. Collect all moneys owed to the Chapter.
8. Pay all authorized expenses.
9. Prepare and submit monthly and annual financial reports.
10. Prepare and submit required tax forms.
11. Maintain the Chapter's financial records.
12. File annually the state incorporation renewal statement (form 50200) on or before March 15.
13. Submit reports as required by ARMA International.

E. Advisor and appointed Directors shall perform, or direct the performance of, the functional duties of their positions and shall provide direction to standing committees and subcommittees in accordance with their current job descriptions.

1. Advisor
 - a. Advisory Council
 - b. Chapter Awards Committee
2. Chapter Conference Director
3. Chapter Meetings Director
 - a. Programs Committee
 - b. RIM Month Committee
4. Corresponding Secretary

5. Directory & Placement Director
 - a. Membership Directory
 - b. Job Postings
6. Education Director
 - a. CRM Liaison Committee
 - b. Participation, Achievement, Charity & Education (Pace) Committee
7. Historian
8. Newsletter Director
9. Public Relations Director
10. Recruitment Director
 - a. New Members
 - b. Membership Retention
 - c. Hospitality Committee
11. Technology Director
 - a. Web Site Manager

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 Membership Meetings

Regular membership meetings shall be held the third Wednesday of each month, unless otherwise specified. No meeting shall be scheduled in July and August.

Section 2 – Special Meetings

Special meetings may be called at any time by the President or upon request of 20% of the membership.

Section 3 – Annual Meeting

The regular meeting in June shall be the Annual meeting. The new officers shall be installed at this meeting.

Section 4 – Quorum

One-Fifteenth of the 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 Board of Directors, which is the governing body of the chapter, shall consist of the elected and appointed officers

Section 2 – Duties The Board of Directors shall:

The Board of Directors shall act as the governing body of the Chapter. The Board is authorized to undertake and fulfill, by minute action, the objectives set forth in Article II of these Bylaws, without previous authority or subsequent approval of the members.

Section 3 – Meetings

- A. Regular meetings of the Board shall be held at a time and place specified by the Board of Directors.
- B. Special meetings of the Board may be called for any purpose by the President of the Board.
- C. Voting by members of the Board of Directors may be accomplished either face-to-face, electronically (e.g. E-mail), or by teleconference. If voting takes place when the Recording Secretary is not present, all such votes shall be transmitted to the Recording Secretary for subsequent inclusion in the official meeting minutes.
- D. A Planning Meeting of incoming and outgoing Boards shall be held no more than sixty (60) days after the June meeting. Briefings shall be given by outgoing officers to their replacements. Only new Board members shall have a vote at this and subsequent Board meetings.
- E. A simple majority of the Board of Directors shall constitute a quorum for the transaction of business.

Article VII – Finances

Section 1 – The Fiscal Year shall be from July 1 to June 30.

Section 2 – Financial Audit

An Audit Committee shall be appointed by June 30 to review the financial records of the Treasurer, make recommendations regarding the overall financial soundness of the Chapter, and submit its report at the September Board meeting.

Section 3 – Disbursements

- A. The Treasurer shall disburse Chapter funds according to the approved budget.
- B. Members of the Board shall submit requests for payments or reimbursements to the Treasurer, according to the procedures established by the Treasurer.
- C. The President, Vice President/President-Elect and Treasurer shall have authority to sign checks.

Section 4 – Dues

- A. Membership dues for the Chapter shall be set by the Board in advance of the new fiscal year. The amount will be in addition to the amount designation by the Association.
- B. Association renewal dues for Honorary Members shall be paid by the Chapter.

Section 5 – Budget

All funds shall be expended according to the Chapter approved budget. At no time shall funds be distributed outside the approved budget without the approval of the Board.

Article VIII – Committees

- A. Standing Committees are permanent committees appointed by the President and approved by the Board to administer special activities of the Chapter.
- B. Ad Hoc Committees are temporary committees appointed by the President or members of the Board to administer special activities of the Chapter.
- C. The Advisory Council is made up of the Vice President/President-Elect, all Past Presidents of the Chapter with the Advisor (Immediate Past President) as the Chairperson. The Council shall act as a standing committee for specific actions delegated by the President and Board, and, through its Chairperson, may offer advice to the Board.

Article IX – Dissolution

Upon dissolution of the Corporation, 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 of 1954, as amended, and the regulations promulgated hereunder, as both now exists or may be hereafter 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 *Roberts Rules of Order Newly Revised* shall govern proceedings of the Greater Los Angeles Chapter of the Association of Records Managers and Administrators, Inc. in all cases not provided for in these Bylaws, Constitution, Articles of Incorporation, and ARMA International Administrative letters.

Article XI – Amendments

Section 1 – Revisions

Any revisions and/or amendments to Chapter Bylaws shall be reviewed by the Region Manager and ARMA International Director of Member Services prior to adoption to ensure that the proposed revisions do not conflict with ARMA International policy.

Section 2 – Amendments

Amendments to the Bylaws must be approved by the Bylaw Revision Committee. Upon approval, the Recording Secretary shall submit the proposed amendment(s) in writing to the Board of Directors at least one week prior to voting at a Board meeting.

Section 3 – Revision and Amendment Approval

An amendment of the Bylaws must be approved by the Board of Directors members present at a Board meeting.

Existing Bylaws Approved by the Membership:	10/15/08
2008 Ad Hoc Bylaw Revision Committee:	Lynette Allen, Recruitment Director; Barbara Cross, Advisor/Education Director; Mary Cusick, Recording Secretary; and John Isaza, Advisor (Immediate Past President)