

# South Carolina Coastal Chapter Of ARMA International Bylaws

## Article I – Name

The official name for the organization duly organized under the Articles of Incorporation adopted January 1, 1995, incorporated in the State of South Carolina with the effective file date of June 24, 1996 and amended November 16, 2011 shall be known as South Carolina Coastal ARMA, Inc. This organization is an Eleemosynary Incorporation (non-profit).

## Article II - Objectives

The objectives of the South Carolina Coastal Chapter, Association of Records Managers and Administrators, Inc. are:

- To advance Records and Information Management as a profession
- To organize and promote programs of research, education, training and networking in the profession of Records and Information Management
- To support the enhancement of professionalism of members
- To promote cooperative endeavors with related professional groups
- To share and disseminate accurate knowledge of the various areas of Records and Information Management

## Article III - Members

### Section 1 – Classes of Membership

- **Regular Chapter Member:** A duly qualified individual in good standing with the Association entitled to full rights and benefits of ARMA International.
- **Honorary:** An individual who has been granted life membership by ARMA International's Board of Directors.
- **Student:** Any enrolled full time post-secondary student. Student membership does not convey the privileges of voting in ARMA International elections, South Carolina Coastal Chapter elections, or holding Chapter office.
- **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, South Carolina Coastal 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 South Carolina Coastal 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 South Carolina Coastal 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**

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. 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 President, Vice President, Secretary, Treasurer and the 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**

- **Nomination Procedure**

The Nominations Committee will call for open nominations or ask for self-nomination during the month of April. Nominees must be members in good standing that are willing and able to serve. All nominations from the membership must be cleared with the individual(s) to secure their acceptance as candidates. Ballots will be mailed via U.S. mail by the Nominations Committee or via electronic ballot by a third party balloting firm by May 1<sup>st</sup> with results to be returned to the Nominations Chair no later than May 15<sup>th</sup>. Results will be tallied by at least two members of the Nominations Committee or by the electronic balloting firm.

- **Election Procedure**

Voting shall be by secret ballot except when there is only one candidate for a particular office. The election of such a candidate may be by acclamation. Any candidate who receives a majority of votes on any ballot shall be declared elected. If no candidate receives a majority of the first ballot, a second ballot shall be taken on the two candidates who received the highest number of votes. Results will be announced to the membership via electronic communication. Installation will take place at the June monthly meeting.

### **Section 4 – Term of Office**

All Officers shall assume office July 1. They shall serve for a term of one year or until their successors are elected and have assumed duties. Officers may continue to run for re-election unlimited times as long as they continue to have an interest. 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 appointment for the unexpired term by a majority vote of the Board of Directors. If any officer is absent from two (2) consecutive Board of Directors meetings for

causes unacceptable to the Board of Directors, a vacancy shall be considered to exist and a successor will be appointed. Both the succeeded and succeeding individual shall be notified in writing of the Board's decision within (2) days of the meeting at which the decision is made.

## **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.

- **President.** The President shall:
  - Consult with the Board of Directors on matters of chapter policy and the development of annual goals and objectives.
  - Report information, instructions, recommendations, and suggestions received from ARMA International headquarters to the directors, officers, and committee chairmen.
  - Report names of the chapter officers and chairmen to HQ and the Region Manager.
  - Represent the chapter in relations with other professional, business, and service organizations.
  - Represent the chapter in relations with the region and the Association.
  - Acknowledge letters and other correspondence addressed to the chapter and route to the appropriate chapter officer, director, or committee chairman for proper handling. May prepare letters/e-mail, and other official communications of the chapter.
  - Maintain current policies and procedures and ensure that the successor knows how and where to access them.
  - Serve as the online bank administrator for the Chapter's online bank account access.
  - Be a signer on the Chapter bank account.
  - Ensure the 990 Form due to HQ in August has been completed and sent.
  - Communicate with committees and assist in special projects.
  - Receive reports from the committees and obtain the necessary action by the board. Forward these reports to the Secretary for the Chapter records.
  - Ensure that the Awards Committee Chairman submits the name of the individual to be Chapter Member of the Year to the Chapter Liaison at ARMA International headquarters by August 1st.
  - Attend the annual Region Leadership Conference as the Chapter representative, or appoint a replacement to attend.
  - Other assigned duties
- **Vice President.** The Vice-President shall:
  - Be an aide to the President.
  - 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.
  - Chair the Programs Committee and recruit and coordinate any such volunteers as necessary to fulfill the duties of the Programs committee.
  - Chair the Webmaster Committee.
  - Be a signer on the Chapter bank account
  - Other assigned duties.
- **Secretary.** The Secretary shall:
  - Develop and produce the Chapter brochure which lists the program schedule for the upcoming year.
  - 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.
  - Preserve all books and papers belonging to the Chapter.
  - Conduct the official correspondence of the Chapter.
  - Chair the Membership Committee and recruit and coordinate any such volunteers as necessary to fulfill the duties of the Membership committee.
  - Be a signer on the Chapter bank account.
  - Other assigned duties.
- **Treasurer.** The Treasurer shall:
  - **Generally**
    - Deposit all receipts, membership dues, fees from meetings, etc. Record receipts in a journal and in a checkbook register with the following information: date, from who received, items covered,

- and the amount. Deposit receipts are kept for record. Please see the Chapter retention schedule for financial records requirements.
- Maintain a book of accounts showing receipts and expenditures, which are open at all times for inspection by the Board, officers, and membership.
  - Pay by check or bank debit card all the approved bills of the Chapter. All payments should be accompanied by an invoice.
  - Prepare a Chapter financial budget for approval by the Chapter Board of Directors.
  - Request a budget from each committee chairman so a budget for Board approval can be prepared.
  - Direct the Board's attention to expenses that are running over budget appropriation.
  - May serve as budget chairman for any Chapter programs/seminars.
  - Be a signer on the Chapter bank account.
  - Submit reports as required by ARMA International.
  - Other assigned duties.

### **Monthly**

- Reconcile monthly bank statements and attach all receipts to cancelled checks. The President will forward the monthly bank statement to the Treasurer after it has been reviewed.
- Prepare a monthly balance sheet and account statement for distribution to Board members. This report should show the previous month's balance, all deposits for the current month, all disbursements for the current month, and the current month's balance. These financial statements are filed with the monthly bank reconciliation.

### **Yearly**

- Prepare annual Chapter financial information forms at the end of the fiscal year. This document is called the Group Authorization 990, and is a requirement from the IRS. Each chapter signed an agreement upon chartering to include their chapter within the ARMA International Group Exemption, and the completion of this form fulfills the requirement for that.
- **Immediate Past President/Chairman of the Board.** The Immediate Past President shall:
  - Serve as a non-elected position on the Board until succeeded by a new Immediate Past President.
  - Provide support to the President.
  - Chair the Nominations Committee and recruit and coordinate any such volunteers as necessary to fulfill the duties of the Nominations committee.
  - Chair the Awards Committee and recruit and coordinate any such volunteers as necessary to fulfill the duties of the Awards committee.
  - Be a signer on the Chapter bank account.
  - Other assigned duties.

## **Section 7 – Removal**

- 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.
- 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.
- 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 monthly with the exception of 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 meeting may be cancelled by the President.

### **Section 2 - Annual Meeting**

The meeting held in June shall be the Annual Meeting at which annual reports shall be presented.

### **Section 3 - Special Meetings**

Special meetings may be called by the president or by a majority of the Board of Directors. A five (5) day notice of the meeting shall be given.

### **Section 4 - Quorum**

Twenty percent (20%) of 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 officers and the Immediate Past President.

### **Section 2 - Duties. The Board of Directors shall:**

- Manage the activities of the Chapter.
- Appoint a replacement in the case of an officer resignation.
- Approve an annual budget.
- Select the dates and make arrangements for meetings of the members.
- Other duties.

### **Section 3 - Meetings**

- The Board of Directors shall meet at least four times annually, the dates and time to be decided at its first meeting.
- Board meetings will be held in conjunction with each regular meeting unless otherwise announced.
- The newly installed slate of officers shall meet at least once during the summer months to plan the year and its meetings
- A majority of the Board of Directors shall constitute a quorum.
- Special meetings of the Board of Directors may be called by the President or by a majority of its members. 5 days notice shall be given.
- 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 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 1.

### **Section 3 – Disbursements**

A minimum of two officers will have check-signing authority: Treasurer and President, Vice President or Secretary.

**Section 4 - Audits:** The books of accounts maintained by the Chapter Treasurer shall be subject to audit at any time by an independent auditor not associated with ARMA. All records and books shall be audited in advance of the Annual Report of the Treasurer and shall include a statement of receipts and disbursements for the fiscal year ending June 30.

## **Article VIII – Committees**

### **Section 1 – Committees**

The Board of Directors may create such standing and ad hoc committees, as it may deem necessary, to promote the purposes and carry on the work of the Chapter. The President shall appoint the chairs of any special committees. Chairs of standing committees are identified in the Chapter Bylaws. Other members of the committees shall be appointed by each chair from members of the Chapter. The number and size of committees will be at the discretion of the Board of Directors given the availability of members to serve. The following committee functions will be met by specifically assigned committees or as part of the duties of combined committees as designated by the President and approved by the Board of Directors.

### **Section 2 – Duties of Committees**

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

### **Section 3 - Ex officio Member**

The president shall be a member ex officio of all committees except the Nominating Committee.

### **Standing Committees**

#### **Membership Committee**

- The Secretary shall serve as chairperson of the Membership Committee
- The committee shall:
  - Develop, recommend and implement ways to recruit qualified members.
  - Maintain membership at a level commensurate to successful programming.
  - Assemble new membership packages and present them to new members or prospective members.
  - Introduce the business public and professional organizations to, and inform them about, the purpose and objectives of the Chapter and ARMA International.
  - Contact new members and welcome them to the Chapter.
  - Contact members who membership has expired to encourage renewal of membership

#### **Web Master Committee**

- The Vice President shall serve as the Chairperson of the Web Master Committee
- The committee shall:
  - Maintain the website of the Chapter.

#### **Program Committee**

- The Vice President shall serve as chairperson of the Program Committee
- The committee shall:
  - Schedule and arrange for programs and/or speakers as far in advance as possible.
  - Send confirmation letter to each speaker and a letter of thanks on behalf of the Chapter after the program.
  - Request from speaker whether s/he will need any special equipment and secure/provide same.
  - Purchase and present a complimentary gift to the speaker on behalf of the Chapter.
  - Advise successor chair of desirable programs that could not be scheduled but may be secured later.
  - Receive reservations for the meeting and notify the host facility of the number attending the meeting.
  - Select menu for the meeting if necessary.
  - Order and maintain member identification badges.
  - Welcome guests and members at each function and present them with I.D. badges.
  - Receive payments for meeting and provide receipt of payment.
  - Record attendance of members and guests at all official functions and provide the Secretary with the names of those attending.
  - Give the Treasurer a summary of the total number of persons attending (paid functions) and the total amount collected

#### **Nominating Committee**

- The Immediate Past President shall serve as the chairperson of the Nominating committee.
- The committee shall:
  - Consist of a minimum of two members
  - Secure nominations for the officers and board members prior to April 15<sup>th</sup>.
  - Contact all nominated individuals to determine if they are willing to accept the nomination.
  - Submit nominations to the Board of Directors for approval by April 30<sup>th</sup>.
  - Mail ballots via U.S. mail or via electronic ballot by a third party balloting firm by May 1<sup>st</sup> with results to be returned to the Nominations Chair no later than May 15<sup>th</sup>.
  - Results will be tallied by at least two members of the Nominations Committee or by the electronic balloting firm.
  - If no candidate receives a majority of the first ballot, a second ballot shall be taken on the two candidates who received the highest number of votes.
  - Results will be announced to the membership via electronic communication. Installation will take place at the June monthly meeting.

#### **Awards Committee**

- The Immediate Past President shall serve as the Chairperson of the Awards committee.
- The committee shall:
  - Consist of a minimum of two members.
  - Submit for any applicable ARMA International awards by the deadline published by ARMA International
  - Select the "Chapter Member of the Year" and "Chapter Leader of the Year" award by May 30.
  - In the absence of an eligible Past President, the Board of Directors shall appoint a member to make up the deficit.
  - Select the members in good standing to receive the awards available as listed on the Chapter Slate of Awards.
  - Submit selections to the Board of Directors for approval.
  - Purchase appropriate plaques, certificates, and gifts as needed for the awards program.

#### **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 - Amendments**

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.