



THE INFORMATION MANAGEMENT PROFESSIONALS

WYOMING Chapter of ARMA International

CHARTERED JUNE 21, 1979



**BYLAWS OF THE WYOMING CHAPTER
OF
ARMA INTERNATIONAL**

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ARTICLE I - NAME

The Chapter is known as Wyoming Chapter of ARMA International, a not-for-profit professional association and authority on managing records and information.

ARTICLE II - OBJECTIVES

1. To assure responsibility for leadership and enlightenment of the members and others interested in records and information management improvement in areas where the Association and its membership have demonstrated competency.
2. To promote a broad and more effective understanding and acceptance of records and information management as a component of administration and management in general.
3. To encourage, establish, and maintain high standards of education and professional competence and performance in the field of records and information management.
4. To facilitate the exchange of professional knowledge and to sponsor educational seminars and conferences.
5. To disseminate, by all appropriate means, knowledge and information on records and information management and closely related fields; and
6. To do any and all things that are lawful, required, and appropriate in the furtherance of these purposes.

ARTICLE III - MEMBERS

Section 1. Classes of Membership - Members may consist of four classes:

A. Regular Chapter Member

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

B. Student

Any enrolled full time post-secondary student. Student membership does not convey the privileges of voting in ARMA International elections, Wyoming Chapter elections, or holding Chapter office.

C. Honorary

An individual who has been granted life membership by ARMA International's Board of Directors.

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, Wyoming 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 Wyoming 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 working in or 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 Wyoming 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.

Section 8. Obligations

Each member has an obligation to demonstrate a continuing interest in the objectives of the Association by participation in the activities of the Chapter and by attendance of a reasonable number of Chapter meetings in any one calendar year.

Section 9. Privileges

Each member shall have the privilege of participating in all activities of the Association and shall be entitled to receive any printed material and have access to source material on records and information management that may be available.

Each member shall have the privilege of inviting guests to attend any regular program meeting provided advance reservation is made. The Board of Directors may at times find it necessary to place a limitation on the number of guests to be accommodated.

ARTICLE IV - OFFICERS AND THEIR DUTIES

Section 1. Officers

The officers of the chapter shall be President, Vice President, Secretary and Treasurer, all of whom shall be members of the Board of Directors.

Section 2. Qualifications

All members of the Board of Directors shall be members in good standing of ARMA International and the Chapter (see Article III, Section 4).

Section 3. Nomination and Election

The Board of Directors shall be nominated and elected by a plurality vote of the members present and voting at the annual business meeting.

Section 4. Term of Office

The Board of Directors shall assume office July 1. They shall serve for a term of one (1) year or until their successors are elected and have assumed duties. No officer (i.e. Pres., V. Pres.), except the Secretary or Treasurer, shall serve more than two (2) 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.

As a further condition, no more than two positions on the Board of Directors shall be filled in any fiscal year by representatives of a single governmental agency, educational institution, or business.

Section 5. Vacancies

A vacancy occurring in the Board of Directors, except that of President, shall be filled by appointment for the unexpired term by majority vote of the Board of Directors. In the case of a vacancy for the President, the Vice President will assume those duties.

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. Duties of the President

1. The president shall preside at all meetings of the Wyoming Chapter and of the Board of Directors.
2. The president shall appoint the chairpersons of all standing committees with the approval of the Board of Directors.
3. The president shall be an ex-officio member of all committees except the nominating committee.
4. The president shall appoint all special committees.
5. The president shall be the executive head of the Association and shall exercise general supervision over its affairs and shall be responsible for the enforcement of the By-Laws and all directives of the Board of Directors.
6. The president shall keep the Board of Directors fully informed of the activities of the Association.
7. The president shall deliver to the successor in this office all books, papers, records, and other property of the Chapter for which the president is or may become custodian.
8. The president shall perform any other duties as assigned.

B. Duties of the Vice President

1. The vice president shall be an aide to the President and perform such duties as assigned by the President or the Board of Directors.
2. The vice president shall 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. The vice president shall perform any other duties as assigned.

C. Duties of the Secretary

1. The secretary shall keep the minutes of all meetings of the Chapter membership and of the Board of Directors and send a copy of the minutes to the President within 10 days following the meeting.
2. The secretary shall attend to such other correspondence as is required of this office.
3. The secretary shall perform such other duties as shall be assigned by the president and/or Board of Directors.

D. Duties of the Treasurer

1. The treasurer shall receive and disburse the funds of the Chapter as authorized.
2. The treasurer shall keep a full and accurate account of receipts and expenditures which shall at all times be open to inspection by the Board of Directors.
3. The treasurer shall maintain the funds of the Association which shall be kept in the name of the Wyoming Chapter in a bank approved by the Board of Directors and shall be disbursed only on vouchers approved by the president or vice president and, when necessary, the Chapter member in charge of the activity involved. All checks shall require the signature of two officers.
4. The treasurer shall present a report of all receipts, expenditures, and balance on hand each month to the Board of Directors and membership.
5. The treasurer shall prepare an annual report that shall include a statement of receipts and disbursements for the fiscal year, which shall be submitted along with the financial records to the Auditing Committee (appointed by the President at the end of the fiscal year). 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.
6. At the end of each chapter year, on forms provided by ARMA International, the treasurer shall submit properly categorized chapter financial information to ARMA International for the purpose of preparing a consolidated IRS report.
7. The treasurer may authorize the secretary to perform any of the duties of the treasurer during the absence or incapacity of the treasurer.
8. The treasurer shall perform any other duties as assigned.

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 of any office for at least one term.

ARTICLE V - MEETINGS

Section 1. Regular Meetings

The regular monthly meeting of the Chapter shall be held as recommended by the Board of Directors as determined at their first meeting held following July 1. At least six regular meetings shall be held annually. Each member requesting meeting meal reservations and failing to appear may be invoiced for the cost of that meal if the member's cancellation is not received twenty-four (24) hours in advance of the meeting date.

Section 2. Annual Business Meetings

Meetings for the election of officers and directors and the transaction of other business shall be held in June of each year (unless otherwise determined). The president, or his/her designee, shall send a notice of the annual meeting to each member of the Chapter not less than ten (10) days prior to the meeting.

Section 3. Special Meetings

A special meeting of the membership may be called by the Board of Directors or by 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 4. Quorum

At the business meetings of the Chapter, each regular member in good standing present shall be entitled to one (1) vote. There shall be no voting by proxy. Twenty (20) percent of the membership shall constitute a quorum.

Section 5. Cancellation of Meetings

In the case of an emergency or extremely bad weather, a meeting may be cancelled by the President.

ARTICLE VI - BOARD OF DIRECTORS

The Board of Directors, which is the governing body of the chapter, shall consist of the elected officers, committee chairpersons and the Chairperson of the Board (aka Immediate Past President). The Board of Directors shall be elected by a plurality vote of the members present and voting at the annual business meeting and shall hold office for one year from the date following installation or when their respective successors take office.

Section 1. Duties of the Directors. The Board of Directors shall:

1. Manage the activities of the Chapter.
2. Have the power to drop any member for cause upon two-thirds (2/3) vote of the Board of Directors after said member has been duly notified of the reasons for such action and has had an opportunity to appear before the Board of Directors.
3. To drop any member for delinquency.
4. To reinstate any member dropped.
5. To remove any appointive officer or member of a committee with or without cause upon two-thirds (2/3) vote of the Board of Directors after said member has been duly notified of the reasons for such action and has had an opportunity to discuss with the Board of Directors.
6. Appoint the Auditing Committee and approve its report.
7. Select the dates and make arrangements for meetings of the members.
8. To perform any and all additional duties as properly devolve upon a Board of Directors of an unincorporated organization.

Section 2. Chairperson of the Board

The Chairman of the Board shall be a member of the Board of Directors and shall be chair of the Nominating Committee and the Awards Committee.

Section 3. Special Offices

All remunerative offices, and any other special offices deemed desirable, shall be created by the Board of Directors. The duties, compensation, organizational status, term, and termination of such offices and officers serving in such capacity shall be at the pleasure of the Board. All matters shall be decided by two-thirds (2/3) vote of the Board of Directors.

1. Webmaster - The webmaster shall update the Chapter's website with current information, notices of meetings, seminars, and any information the Board of Directors requests to be posted. The webmaster, at the discretion of the Board, may attend Board of Directors meetings.

Section 4. Board of Directors Meetings

1. Unless otherwise directed by the Chapter president, regular meetings of the Board of Directors shall be held at approximately six-week intervals and not less than nine (9) times per fiscal year. Special meetings of the Board of Directors may be called by the president or any four (4) members of the Board of Directors.
2. At the meetings of the Board of Directors, a majority of the Board membership shall constitute a quorum.

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. Chapter 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.

Chapters Dues and Fees are listed in Exhibit B.

Section 3. International Dues

International dues for each regular member shall be as established by the International Board of Directors. Regular member dues will be billed by and are payable to ARMA International on the anniversary date of the member. ARMA International will transfer the collected Chapter dues directly to the Chapter treasurer.

Membership in ARMA International is property of the individual member, no matter who actually pays for the membership. If a member leaves the company, and that company has paid the dues for the member, then the company must request that another staff member be re-designated per ARMA International's re-designation policy.

Section 4. Delinquency

Members who have not paid their annual dues within ninety (90) days of their anniversary date shall automatically cease to be members.

ARTICLE VIII - 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 1. Standing Committees

The president shall appoint the following committees with advice and consent of the Board of Directors from the Chapter membership to serve one year from the date of installation of officers. The president shall be an ex-officio member of all committees except the Nominating Committee.

A. Budget/Audit

1. Examine fiscal policy periodically or at the discretion of the president.
2. Advise the president and Board of Directors on Chapter financial matters.
3. Check books and records periodically, as deemed necessary, to determine that disbursements are made in accordance with sound accounting practices and established procedures of the Chapter. Specifically, an audit will be made of the books of the treasurer at the close of the term of the treasurer and a report made at the Annual Business Meeting.

B. Membership—Whose duty it shall be to:

1. Solicit and investigate applications for membership.
2. Capture and maintain monthly membership rosters and prepare an annual membership report.

C. Program/Public Relations —Whose duty it shall be to:

1. Schedule and arrange for programs and/or speakers as approved by the Board of Directors.
2. Advise Chapter newsletter editor of time, place, title, topic, and any significant arrangement details of each program, together with name and, if possible, biographical sketch and picture of each speaker.
3. Remind speakers of program details and send letters of thanks, as appropriate.
4. Ask speakers if they will need special equipment, such as audiovisual aids. Arrange for all equipment.

5. Advise the successor program chair of desirable programs that could not be scheduled but may be secured later.
6. Solicit and promote favorable publicity for all meetings, conferences, and other gatherings of the Wyoming Chapter through printed publications, radio, television, and other media.
7. Publicize such other activities of the Association, Chapter, or its individual members as may be authorized by the Board of Directors.

D. Education—Whose duty it shall be to:

1. Work closely with various secondary and higher-level institutions of learning to promote the profession of records and information management and provide assistance and encouragement in the establishment of formally recognized courses in records and information management.
2. Assist the various educational institutions in securing qualified guest speakers as required.
3. Identify qualified candidates for the ARMA International scholarship program.
4. Perform other duties as approved by the Chapter Board of Directors.

Section 2. Special and Ad Hoc Committees

A. Nominating

Shall consist of the Chairman of the Board, who shall be chair, and two members in good standing who shall be appointed by the chair. It shall be the duty of the committee to secure a nominee for each elective office to be filled and to present a slate of such nominees at the May meeting of the Board of Directors each year.

B. Awards

Shall consist of the Chairman of the Board, who shall be chair, and two members in good standing who shall be appointed by the chair. This committee shall recommend candidates for annual and special awards and honors and is responsible for preparation of and submittal of award nominations to ARMA International.

The amount, type, style, or kind of gifts or presentations shall follow written guidelines adopted by the Board and listed as Exhibit A.

C. Other

Special committees may be appointed on an ad hoc basis by the president when deemed necessary.

ARTICLE IX - CONFERENCE REPRESENTATIVE

1. The president shall be encouraged to attend the annual Midwest/Rocky Mountain Region Training conference and ARMA International's annual conference.
2. If the president is unable to attend, the president shall certify an alternate who shall attend to represent the Chapter at such conferences.
3. If the Chapter's finances are such, then the Chapter may pay for the president's (or in his absence the alternate's) expenses to attend both of these conferences with a vote of the majority of the Board of Directors.

ARTICLE X - CHAPTER ARCHIVES

Each Officer shall maintain the records for their position until such time as they pass on to the next person. The Chapter's Retention Schedule shall be followed for disposal of any records.

ARTICLE XI - PUBLICATIONS

The Wyoming Chapter maintains a library of publications, forms, videos, CDs that can be checked out by any of its members. Publications are maintained by the Secretary of the Chapter.

ARTICLE XII - DISSOLUTION

Section 1. 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 XIII - PARLIAMENTARY AUTHORITY

Section 1. Parliamentary Authority

All meetings of the duly constituted bodies of the Chapter shall be governed by the rules of order as prescribed in the current edition of *Robert's Rules of Order Newly Revised*, provided the same are not superseded by the By-Laws or Articles of Incorporation and ARMA International Policies and Procedures.

Section 2. Suspension of Rules of Order

Any rule of order may be suspended temporarily by a majority vote of those present at any meeting.

Section 3. Interpretation of By-Laws

The Chapter Board of Directors shall be the authority for the interpretation of the Bylaws.

ARTICLE XIV - AMENDMENTS TO BYLAWS

Section 1. 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 to chapter members at least 30 days prior to the meeting at which the amendment is to be voted on. 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.

EXHIBIT A

GUIDELINES FOR ANNUAL AWARDS

1. Present 5x7 wall plaque for each Board member as the individual leaves that Board position—to include member changing to another Board position and staying on the Board. The member must be holding that position and performing those required duties as of June 10 to be eligible for the plaque. The newsletter editor is included; the president is not included. After the individual has earned his or her first plaque representing completion of service on the Board, present persons who complete service in another board position with the brass plaque attachment indicating completion of that position.
2. Members serving as nonvoting board members, seminar committee, or any other committee positions should receive a certificate of appreciation at the awards meeting.
3. Present a 9x6 gavel plaque to the outgoing president. The name of the outgoing president should also be engraved on the traveling past president's plaque.
4. Chapter member of the year should receive:
 - a. traveling plaque with engraved name
 - b. plaque from ARMA HQ
 - c. certificate of appreciation
5. Purchase longevity pins for years with ARMA from HQ as needed (5, 10, 15, 20).
6. All other awards should be certificates of appreciation as needed; examples include:
 - a. supervisors
 - b. student scholarship
 - c. outgoing Chairman of the Board

WALL PLAQUES SHOULD INCLUDE: Name; Title; Year; and state as follows: IN APPRECIATION, WYOMING CHAPTER ARMA. Attachments for additional board positions should indicate the position held and year(s) of service.

PRESIDENT'S PLAQUE SHOULD INCLUDE: ARMA—THE INFORMATION MANAGEMENT PROFESSIONALS, WYOMING CHAPTER, PRESIDENT, IN RECOGNITION OF OUTSTANDING CONTRIBUTIONS AND SERVICE, (NAME AND YEAR). This should also include the ARMA logo.

NOTE: If a board member is continuing in the SAME board position, the plaque is given at the end of terms in that position (not each year).

EXHIBIT B

Annual Dues

1. Chapter dues for regular membership shall be fifteen dollars (\$15.00) per year payable on the anniversary date of that member.
2. Chapter dues for student membership shall be ten dollars (\$10.00) per year for a currently enrolled student payable on the anniversary date of the student member.
3. Chapter dues for retiree members shall be fifteen dollars (\$15.00) per year (nontransferable) payable on the anniversary date of the member.
4. Individuals holding honorary membership do not pay dues.