

**BYLAWS
PITTSBURGH PA CHAPTER
OF ARMA INTERNATIONAL**

A. ARTICLE I – NAME

The name of this Chapter shall be the Association of Records Managers and Administrators, Inc. – Pittsburgh Chapter; hereafter referred to as “ARMA – Pittsburgh PA Chapter.”

B. ARTICLE II – OBJECTIVES

The objectives of ARMA - Pittsburgh PA Chapter are as follows:

- To promote to the profession, institutions, and the community the value and benefits of information governance across all industries. As defined, information governance is the set of multi-disciplinary structures, policies, procedures, processes and controls implemented to manage information at an enterprise level, supporting an organization's immediate and future regulatory, legal, risk, environmental, and operational requirements.¹
- To promote education and understanding of a comprehensive records and information program in alignment with ARMA’s [Generally Accepted Recordkeeping Principles](#).²
- To provide opportunities for collaboration and knowledge-sharing.
- To foster the professional development of its membership, so as to promote the records and information governance profession to all levels of a given organization.

C. ARTICLE III – MEMBERSHIP

Section 1: Classes of Membership

- Professional - A duly qualified individual in good standing with the Association entitled to full voting and other rights and benefits of the Association.
- Honorary Member - An individual who has been granted life membership by the Association’s Board of Directors and as defined by the Association’s policies and procedures. Honorary members are entitled to full voting and other rights and benefits of the Association.
- Associate – A duly qualified individual in good standing with the Association is entitled to limited benefits of the Association. Associate membership does not include the privilege of voting in an ARMA International election, the ARMA – Pittsburgh PA Chapter elections, holding Chapter office, or receiving the printed version of the Association’s professional magazine.

¹ http://en.wikipedia.org/wiki/Information_governance

² <http://www.arma.org/r2/generally-accepted-br-recordkeeping-principles>

Section 2: Requirements

The requirements for each class 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 – Pittsburgh PA Chapter shall not be denied nor abridged on account of race, color, religion, sex, age, national origin, disability, sexual orientation, or choice of lifestyle.

Section 3: Qualifications

Any individual occupying or holding 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 – Pittsburgh PA Chapter, and complies with the provisions and obligations of the Articles of Incorporation and the Bylaws.

Section 5: Applications

Applications for membership (Professional or Associate) 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.

Section 8: Communication

ARMA – Pittsburgh PA Chapter’s Board of Directors values the privacy of its membership, and will exercise necessary and appropriate caution in sending communications. Contact information regarding members will not be provided to members nor external sources unless written permission is granted by said member(s).

D. **ARTICLE IV – OFFICERS AND THEIR DUTIES**

Section 1: Officers

The officers of the chapter shall be President, Vice President, Secretary, and Treasurer.

Section 2: Qualifications

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

Section 3: Nomination and Election

All officers shall be elected by vote by those persons holding full membership to the ARMA – Pittsburgh PA Chapter, with the exception of the President.

In the event that the President is unable to perform the duties of this Office, the vacancy shall be filled by the Vice President. All other vacancies shall be filled by appointment by the President, and with the approval of a majority of the Board of Directors. Any such vacancy shall be so filled for the remaining portion of the respective term. Any person filling such vacancy shall nevertheless be eligible for election to that office for two full terms thereafter.

Section 4: Term of Office

All Officers shall assume office July 1. They shall serve a term of two (2) years, 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 shall be filled by election by the Board of Directors for the unexpired term.

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.

1. President

The President shall:

- Preside at all meetings of the Board of Directors and of the members.
- Appoint the chairmen of all standing committees with the approval of the Board of Directors.
- Appoint all special committees.
- Be an ex-officio member of all committees except the nominating committee.
- Represent the Chapter at the Regional and International level.
- Vote on Regional and International issues as directed by the Board of Directors.
- Keep the Chapter informed of Regional and International activities.

2. 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.

3. Secretary

The Secretary shall:

- 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.

4. Treasurer

The Treasurer shall:

- Have custody of all of the funds of the chapter, which shall be deposited in a federally insured institution.
- Keep a full and accurate account of receipts and expenditures.
- In accordance with the budget adopted by the chapter, make disbursements as authorized.
- Present a report at all meetings of the Board of Directors and Membership.

- Prepare an annual report, which shall be submitted along with the financial records to the Auditing Committee. 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.
- Submit reports as required by ARMA International.

Section 7: Removal

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.

When such action is contemplated in the case of an officer, he/she is 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.

E. **ARTICLE V – MEETINGS**

Section 1: Regular Meetings

Regular meetings of the members shall be held in the months of September through June. 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.

Meeting payments are due at the time of the event. Cancellations within 48 hours of said event will still be responsible for full payment.

Section 2: Special Meetings

Special meetings may be called by the President or by a majority of the Board of Directors. A one-week notice of the meeting shall be given.

Section 3: Annual Meeting

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

Section 4: Quorum

Four (4) members shall constitute a quorum for the transaction of business in any meeting of the chapter.

F. **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 First and Second Director.

Section 2: Duties

The Board of Directors shall:

- Manage the activities of the Chapter.
- Appoint the Auditing Committee and approve its report.
- Approve an annual budget.
- Select the dates and make arrangements for meetings of the members.
- Maintain the chapter website in accordance with the decisions of the Board, or the President acting in the Chapter's best interest.

Section 3: Meetings

The Board of Directors shall meet at least five (5) times annually, the dates and times to be decided at its first meeting.

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. Seven (7) days-notice shall be given.

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

G. **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 1: 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.

H. **ARTICLE VIII – COMMITTEES**

Section 1: 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 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.

I. ARTICLE IX – ADVERTISING

ARMA – Pittsburgh PA Chapter will offer the following levels of chapter sponsorship:

- Gold Sponsorship (\$2000.00/year) – This sponsorship will include an ad placed on the home page of the chapter website, primary placement on the vendor webpage, and the ability to modify the web advertisement on a monthly basis. This sponsorship will be limited to two vendors.
- Silver Sponsorship (\$1200.00/year) – This sponsorship will include secondary placement on the vendor webpage and the ability to modify the web advertisement on a monthly basis.
- Bronze Sponsorship (\$800.00/year) – This sponsorship will include tertiary placement on the vendor webpage.

J. ARTICLE X – 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 hereafter may be amended. These assets are to be paid over or transferred to ARMA International as prescribed in its Policies

K. ARTICLE XI – 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.

L. ARTICLE XII – AMENDMENT

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 out to the members to insure the proposed amendment does not conflict with ARMA International Policy.