

Louisiana Archives and Manuscripts Association

Bylaws

Article I

Name

The name of this nonprofit corporation shall be the Louisiana Archives and Manuscripts Association, hereinafter referred to as “LAMA” or “the Association.”

Article II

Purposes

The purposes of the Louisiana Archives and Manuscripts Association are as follows:

1. To inform the public of the role of archives in the preservation of our national, state, and local heritage.
2. To promote the preservation of records of enduring value.
3. To cooperate with Louisiana genealogical and historical organizations to achieve common goals.
4. To cooperate with the private and public archival repositories in programs which publicize archives.
5. To cooperate with the private and public archival repositories in making archival materials available to the public.
6. To provide information about public and private archival repositories of Louisiana to genealogists and researchers.

In furtherance of these purposes the Louisiana Archives and Manuscripts Association shall have all of the powers granted to nonprofit organizations under the laws of the State of Louisiana.

Article III

Membership

Section A:

Membership in the Louisiana Archives and Manuscripts Association is open to any person or institution wishing to endorse and support the purposes of the Association. Membership in the Association shall not be restricted for any reason arising out of sex, race, color, creed, religion, language, or ethnic or national origin.

Section B: **Categories of Membership**

1. **Individual Membership:** Individual members shall pay fifteen dollars (\$15.00) for yearly membership dues and shall be entitled to one (1) vote.
2. **Family Membership:** Family Membership is extended to two members of the same family who reside at the same legal residence and in which two members are eighteen years of age or older. Family Membership dues shall be twenty dollars (\$20.00) covering two members of the family, any additional family members will be charged five dollars (\$5.00) annual dues. All individuals under Family Membership are entitled to one (1) vote each.
3. **Student Membership:** Student Membership shall be for regular, students of secondary or students of colleges, universities or other accredited institutions of higher education. Student members shall pay five dollars (\$5.00) for yearly membership dues and shall be entitled to one (1) vote.
4. **Organizational Membership:** Organizational Membership shall be for any institution, society, or association which seeks representation in LAMA. Organizational Membership dues shall be thirty dollars (\$30.00), extended to two individuals selected to represent the organization. Any additional members can join LAMA, by paying ten dollars (\$10.00) dues. All organizational members get one (1) vote each.
5. **Senior Citizen Membership:** Persons over sixty-five years of age may elect to join under Senior Citizen Membership. Senior Citizen members shall pay five dollars (\$5.00) for dues and shall be entitled to one (1) vote.
6. **Sustaining Membership:** A sustaining member shall be a member who contributes fifty (\$50.00) dollars in dues. Sustaining members are entitled to one (1) vote.
7. **Patron Membership:** Patron Membership shall be for an individual member who contributes one hundred (\$100.00) dollars in annual dues. Patron members are entitled to one (1) vote.
8. **Life Membership:** Life Membership shall be for an individual member who has contributes one thousand (\$1,000.00) dollars in dues to LAMA. Life members are entitled to one (1) vote.

Section C: Membership Dues

Membership dues shall be determined by the Board of Directors. Unless otherwise defined, dues shall be as follows for each category of membership:

Five (\$5.00) dollars of each annual membership, except that of student members, shall be dedicated to the LAMA Scholarship Fund.

The fiscal and membership year of the Association shall be defined as from December 1 through November 30. Dues are payable on or before December 1 of each year.

Article IV

Officers

Section A:

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

Section B:

The terms of the officers are as follows: The President and Vice President shall serve terms of one (1) year, with the Vice President serving as President-Elect, and assuming the office of President at the conclusion of the term as Vice President. The Secretary and Treasurer shall serve terms of two (2) years, elected in alternating years. The Secretary shall be elected in odd-numbered years; the Treasurer shall be elected in even-numbered years.

Section C:

Nominations for officers shall be made by the Nominating Committee, which will submit nominations to the Association through the Secretary at the same time the membership is notified of the annual meeting or any special meeting called for the purpose of electing officers.

Section D:

Election of officers shall conform to the rules for election of members to the Board of Directors as set forth below.

Section E:

An elected officer shall take office upon the conclusion of the annual meeting, or any adjournment thereof, or the special meeting for the election of Officers, or any adjournment thereof.

Section F:

In the case of death, disability, or resignation of an elected office, the Board of Directors shall appoint a successor for the balance of the term. A special meeting may be called for the election of an office to fill the office of an officer vacated by the reason of death, disability, or resignation at the discretion of the Board of Directors or upon application by twenty (20%) percent of the membership-at- large, in writing by e-mail or by an election online.

Section G:

Any member of the Associations' Board of Directors whose conduct shall be considered detrimental to the best interest of LAMA 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 office by a majority vote of the Board of Directors.

Article V

Board of Directors

Section A:

The Board of Directors shall be composed of the President, Vice President, the Immediate Past President, Secretary, Treasurer, and four (4) additional Directors elected by the membership at the annual meeting or any special meeting called for the purpose of electing Officers or Directors.

Section B: **Directors**

Directors serve a two year term. The Directors shall be divided into two groups: one group being elected on even years and the other group being elected on odd years.

Section C: **Ex-Officio Members**

Ex-Officio members are the Newsletter Editor and the Webmaster. Both of these of positions are appointed by the President, with the approval of the Board of Directors, and are permanent appointments until either resignation or removal by the Board of Directors.

Section D: **Qualifications**

Any active members entitled to vote as a member of the Association shall be eligible to be elected and to serve on the Board of Directors.

Section E: **Governance**

Management and government of the affairs of the Louisiana Archives and Manuscripts Association shall be vested in the Board of Directors which shall have full power and authority to:

1. Establish major administrative and other policies governing the affairs of this organization.
2. Designate the site of the next annual meeting not later than sixty (60) days before each annual meeting.
3. Administer and make decisions about the monetary funds of the Association.
4. Create such standing or special committees in addition to those described herein as it considers advisable to carry out any purpose connected with the work of the Association.
5. All Association business may be conducted in person, over the phone, or through electronic communications.

Section F: **Board Meetings**

The Board of Directors shall meet at least twice annually. The Board of Directors shall make a full report at the next annual meeting of the membership of all decision and determinations taken since the last annual meeting.

Section G: **Quorum**

The quorum required for a meeting of the Board of Directors shall be five (5) members. A quorum being present all acts of the Board shall be decided by a majority vote.

Section H: **Vacancy**

In the event of a vacancy on the Board of Directors, the Board may elect any active member fill the vacant position.

Article VI

Duties of Officers

Section A: **President**

The President shall preside at the meetings of the Association, shall serve as Chair of the Board of Directors, shall serve as Chair of the Distinguished Service Award Committee, and shall perform such other duties customarily performed by chief executive officers.

Section B: **Vice President**

The Vice President shall assist the President with all duties, shall preside over the Association in the absence of the President, in the case of death, resignation or removal, shall succeed to the presidency. The Vice President shall also serve as President-Elect and shall assume the office of President at the conclusion of the term as Vice President. The Vice President shall serve as Chair of the Annual Meeting Committee, Nominating Committee, and the Scholarship Committee

Section C: **Secretary**

The Secretary shall:

1. Record the minutes of the Association and of the Board of Directors and distribute minutes to Board Members and/or the general membership as deemed appropriate.
2. Receive and care for any records and papers generated in the current year belonging to the Association not held by other officers and committee chairs.
3. Inform the membership of the slate of candidates nominated by the Nominations Committee at least fifteen (15) days before the annual meeting.
4. Receive the records of outgoing officers and committee chairs by February 1, following the adjournment of the annual meeting.
5. Transfer inactive records to the Louisiana State Archives.

Section D: **Treasurer**

The Treasurer shall:

1. Receive all dues and monies belonging to the Association, deposit all Association monies into its bank account(s), and shall pay out for the debts of the Association or for other purposes authorized by the Board of Directors.
2. Keep a list of members of the organization in good standing, noting for each the correct name, address, e-mail addresses, and category of membership.
3. Report on the state of the finances of the Association at the annual meeting and at each meeting of the Board of Directors.

Section E: **Directors**

The Directors shall support the Officers in governing the Association.

Section F: **Immediate Past President**

The Immediate Past President shall support the Officers in governing the Association. The Immediate Past President has voting rights on the Board of Directors.

Article VII

Committees

Section A: **Standing Committees**

1. The Annual Meeting Committee shall plan the Associations' annual meeting. The Chair of this committee is the Vice President and one (1) or two (2) members of the Association. The number of members serving on the Annual Meeting Committee is at the discretion of the Vice President. This committee shall keep the Board of Directors informed about its activities and issues facing them in the planning of the annual meeting.
2. The Nominating Committee shall present a slate of candidates for officers and the Board of Directors to the membership at the annual meeting. The committee shall be composed of the Vice President as Chair, and at least two (2) other members in good standing. This committee is authorized to conduct its business by mail, phone, or electronic means of communications.
3. The Social Media Committee shall be headed by the Newsletter editor and shall be responsible for, the Newsletter, LAMA List Serve, Facebook page and all other communications, either in print or electronic formats.
4. The Scholarship Committee shall consist of the Vice President and two other members in good standing selected by the President. It is the responsibility of the committee to:
 - a). promote awareness of the scholarship, b). solicit applications for the scholarship, c). evaluate scholarship applications and select the recipient(s) of the scholarship, and d). determine, subject to the approval of the Board of Directors, the amount of the scholarship(s) to be awarded. The committee will solicit applications for the scholarships twice per year.
5. Distinguished Service Award Committee shall consist of the President and two other officers and/or members of the Executive Board. It is the responsibility of the committee to a) promote awareness of the Distinguished Service Award, b) solicit nominations for the Award, and c) evaluate nominations and select the recipient(s) of the Award.

Section B: **Ad Hoc Committees**

The President, with the approval of the Board of Directors, shall appoint such ad hoc committees as are necessary for the performance of the purposes and activities of the Association.

Article VIII

Meetings

Section A: Annual Meeting

The annual meeting of the Association shall be held between September 1 and November 30 of each year, adequate notice of the meeting shall be given to each active member by the Vice President.

Section B: Special Meeting

Special meetings shall be called by the President, the Board of Directors, or upon written request of twenty (20%) percent of the active membership entitled to vote who shall state the particular purpose for which the meeting is called. Notice of a special meeting shall be given by either mail or electronic communication by the Secretary, and at such special meetings no business other than that specified in the notice of the meeting shall be transacted. Special meetings may be held either in person or through electronic conference calls.

Section C: Order of Business

Twenty (20) active members entitled to vote shall constitute a quorum at any meeting of the membership-at-large. A quorum being present all acts shall be decided by majority vote of the members present and voting. The order of business shall be as follows:

1. Call to order by the President,
2. Reading of the minutes of the last meeting,
3. Treasurer's report,
4. Old business,
5. New business,
6. Announcements,
7. Adjournment.

Election of the officers and members of the Board of Directors shall be taken up at the first item of new business when such election is required by these bylaws. The site of the next annual meeting will be announced.

Article IX

Nomination and Election of Members of the Board of Directors and Officers

Section A: Nominations

The Nominating Committee shall present a slate of candidates for officers and the Board of Directors to the membership at the annual meeting. This committee shall be composed of the Vice President as Chair, and at least two (2) other members in good standing. This committee is authorized to conduct its business by mail, phone, or electronic means of communications. The duties of the Nominating Committee shall be to prepare a slate of candidates for the election; prior to submitting the slate of candidates to the Board of Directors, the Nominating Committee should ask nominees if they accept the nomination and do they agree to serve if elected; select candidates from different geographical regions of Louisiana to achieve a geographical balance among the Board of Directors; at least, fifteen (15) days prior to the annual meeting, the Nominating Committee shall present the slate of candidates to the Board of Directors for approval; during the annual meeting, take nominations from the floor and add those nominations to the slate of candidates; and give the slate of candidates to the Secretary.

Section B: Elections

Elections shall be held every year either at the annual meeting or online, one week after the annual meeting, but prior to November 30, or during a special meeting called for that purpose. During the annual meeting, the Secretary shall inform the membership of the slate of candidates; ask for two volunteers, who are not on the slate of candidates, to count ballots; hold the election; collect the ballots from the membership; ask the volunteers to count ballots; one informed of the results, verify the accuracy of the vote; and announce the winners. If there are no opposing candidates, elections may be declared by acclaim by the membership.

Elections online should be conducted at the maximum one week after the annual meeting, but prior to November 30. During the annual meeting, the Secretary shall ask for two volunteers to help verify the results of the online election; at the maximum one week after the annual meeting, but prior to November 30, send out the electronic ballot to the membership; ask the two volunteers to count the ballots, verify the results of the online election; and announce the winners three (3) days after the election, but prior to November 30, to the membership.

Section C: Election Ties and Disputes

In the event of a tie, the Secretary will hold a run-off election to determine the winner. If the election takes place at the annual meeting, the run-off election will take place at the annual meeting. If the election takes place online, the Secretary shall hold a run-off election two days after the announcement of the election results and the announcement of the winner of the run-off election shall be made two (2) days after the run-off election. Election disputes will be remedied during the annual meeting or during a special meeting.

Article X

Amendments

Section A:

These bylaws may be amended in either of the following fashions:

1. The Board of Directors shall submit to a meeting of the membership any proposed amendment submitted in either writing or electronic communications by ten (10) active members. Notice of the proposed amendment, together with notice of the time and place of the meeting which shall consider it, shall be given to the members in the manner provided for calling meetings of the membership. Adoption of such proposed amendment, or any proposed revision germane thereto, shall require the affirmative vote of a majority of the active members present and voting at such meeting, a quorum being present.
2. The Board of Directors may amend these bylaws by affirmative vote of a majority of the Directors present and voting at a Board meeting at which a quorum is present, and after at least fifteen (15) days prior to written notice. Amendments so adopted shall take effect immediately but shall be presented for review at the next annual meeting at which time, a quorum being present, a majority of the active members present and voting shall decide whether or not to approve the amendments and allow them to remain in effect.

Section B:

The provisions hereof shall be construed in a manner consistent with the laws of the State of Louisiana and with the Articles of Incorporation of the Louisiana Archives and Manuscripts Association.