

# CONSTITUTION OF THE INFORMATION AND RECORDS MANAGEMENT SOCIETY

## ARTICLE I – NAME

The name of this Society shall be the Information and Records Management Society.

## ARTICLE II OBJECTS

The objects of the Society are to:

- further knowledge of the management and administration of information and records, in whatever media, created during the course of the business activities of any organisation, and
- to promote fellowship and co-operation amongst individuals working in this field.

The Society shall be a non-profit-making organisation and shall be inclusive of all Information and Records Management practitioners irrespective of role or level or income.

## ARTICLE III - MEMBERSHIP

### SECTION 1 - Classes of Membership

The society shall admit the following classes of members

#### **a) Individual Members**

Categories of this type of membership shall be determined by a General Meeting.

#### **b) Corporate Members**

Categories of this type of membership shall be determined by a General Meeting.

#### **c) Accredited Members**

The Society may choose to confer Accredited Member status upon those of its members that it considers have met an approved level of professionalism and experience in information and records management. Membership subscription fees relate to the relevant category of individual member. Accredited Members will be entitled to use the post nominal letters AMIRMS (Accredited Member of the Information and Records Management Society). The Society will determine appropriate means of accreditation.

#### **c) Fellows**

The Society may choose to confer Fellowship of the Society upon those of its individual members who have made an outstanding contribution to the area of Information and Records Management. Fellows will be entitled to use the post nominal letters FIRMS (Fellow of the Information and Records Management Society). The Society will determine appropriate means of nomination and acceptance of Fellows.

#### **d) Honorary Life Members**

The Executive Committee may confer Honorary Life Membership on any person who has contributed distinguished service to the Society.

### SECTION 2 - Rights of Membership

- Individual members have the right to vote at General Meetings and in ballots, are eligible to propose or second other Members for election, to themselves stand for election and be elected for any of the Society's offices, and to be invited to sit on, and vote in, any of the committees approved by the Executive Committee.
- Honorary Members are not eligible to vote or to hold office unless they also hold some other form of membership.
- The number of votes allocated to Corporate Members shall be determined by a General Meeting.
- Individuals employed by or otherwise supported by an organisation with Corporate Membership may hold office.

### SECTION 3 - Annual Subscription

- Annual Subscriptions shall be determined by a General Meeting.

### SECTION 4 – Termination of membership

- Members who are in arrears in the payment of their subscription may be excluded from the Society by the Executive Committee after being given fair and reasonable opportunity to arrange payment.

- b) The Executive will have the right to exclude from the Society any person, who, in its view, brings the name of the Profession and/or the Society into disrepute
- c) Members may choose to terminate their membership from the end of the current financial year. This must be in writing to the Secretary.
- d) No refund will be due to any member whose membership is terminated.
- e) Members that terminate their membership or that are excluded from the Society will remain liable for all and any monies owed to the Society...

## **ARTICLE IV - EXECUTIVE COMMITTEE**

### **SECTION 1 - Membership**

- a) Between General Meetings the affairs of the Society shall be managed by an Executive Committee.
- b) The Executive membership of the Executive Committee shall be:
  - i. Chair
  - ii. Vice Chair
  - iii. Secretary
  - iv. Treasurer
  - v. Five other elected members
  - vi. The Immediate Past Chair may remain a non-voting member of the Executive Committee for one year after leaving office.
  - vii. The Executive Committee may appoint up to three "co-opted" members who may, but are not required to, attend Executive Committee meetings.
- c) The Chair shall preside at meetings of the Executive Committee.
- d) A quorum shall consist of four members of the Committee including one of the Chair, Vice Chair, Secretary and Treasurer.
- e) All members of the Executive Committee shall attend all formal meetings of the Executive Committee. Any member who misses three meetings in any one year or two consecutive meetings without providing apologies and their reasons to the Secretary may be removed from the Committee by its remaining members.

### **SECTION 2 – Periods of Office**

- a) The Chair and Vice-Chair shall be elected annually from the membership of the Society.
- b) The Secretary, Treasurer and the five elected members shall be elected biannually from the membership of the Society.
- c) The period of office shall begin at the conclusion of the Annual General Meeting (AGM).
- d) Where a vacancy arises between AGMs, the Executive Committee members shall determine the most appropriate way to fill the vacancy until the next AGM.

### **SECTION 3 – Elections**

- a) Not less than 12 weeks prior to the AGM, nominations shall be sought from the membership of the Society for the posts becoming vacant at that AGM.
- b) Nominations for appointment must also be seconded and must be supported by the nominee. Self nominations are permitted if seconded
- c) Nominations must be received 8 weeks prior to the AGM.
- d) All proposals shall then be communicated to the membership asking members to vote; appointment shall be by way of simple majority, where there is a contest.
- e) If no nominations are received for a post, the Executive Committee may appoint a member to that post or to undertake duties of that post.

### **SECTION 4 - Duties of the Chair**

The Chair shall be the presiding officer at all meetings of the Society and shall serve as Chair of the Executive Committee. The Chair shall submit a report on the activities of the Society during the previous year to the Annual General Meeting.

### **SECTION 5 - Duties of the Vice-Chair**

The Vice-Chair shall assume the duties of the Chair in the case of vacancy in that office from any cause, and in case of absence or disability of the Chair.

### **SECTION 6 - Duties of the Secretary**

In addition to the duties prescribed elsewhere in the Constitution, the Secretary shall be responsible for recording and keeping the minutes of all meetings as directed by the Chair or Vice-Chair. The Secretary shall maintain a current membership list.

### **SECTION 7 - Duties of the Treasurer**

- a) The Treasurer shall receive all subscriptions and other funds of the Society, and shall disburse them under the direction of the Executive Committee.
- b) The Treasurer shall keep accounts of all such transactions and present them to the Accountants of the Society.
- c) The Treasurer shall submit a report and audited accounts covering the receipts and disbursements during the previous financial year of the Society, and a balance sheet showing the financial status of the Society, to the Annual General Meeting.

### **SECTION 8 - Duties of other members of the Executive Committee**

The duties of the other members of the Executive Committee will be determined by the Executive Committee.

## **ARTICLE V – GENERAL MEETINGS**

- a) The General Meetings of the Society shall be held at a time and place designated by the Executive Committee.
- b) The Annual General Meeting of the Society will be held annually.
- c) An Extraordinary General Meeting may be called at any time by the Executive Committee or upon written request to the Secretary by at least 30 members of the Society stating the purpose of the meeting.
- d) The quorum shall be 20 including at least one of the Chair, Vice Chair, Secretary and Treasurer.
- e) The Secretary shall give notice to Members of the day, time and place of General Meetings not less than one calendar month before their commencement.

## **ARTICLE VI- SUB-COMMITTEES**

### **SECTION 1 – Appointment**

The Executive Committee shall establish sub-committees as are deemed necessary and determine their Terms of Reference.

### **SECTION 2 – Membership**

- a) The Executive Committee shall appoint a Chair and may appoint other members.
- b) The sub-committee may appoint additional members.

## **ARTICLE VII - OFFICERS**

- a) The Executive Committee may appoint, or elect using the above procedures, Officers to operate under its authority in specific named areas.
- b) Officers will not be members of the Executive Committee.

## **ARTICLE VIII - GROUPS**

### **SECTION 1 – Types of Group**

There shall be three types of Group recognised by the Society

- i. IRMS Groups
- ii. Affiliate Groups
- iii. International Groups

### **SECTION 2 – IRMS Groups**

- a) IRMS Groups shall be considered part of the Society and its structure
- b) The Society shall provide financial support as determined by the Executive Committee.
- c) Proposals for the formation of IRMS Groups shall be submitted to the Executive Committee for its approval.
- d) The Executive Committee shall approve the Constitution of any proposed IRMS Group.
- e) Membership of IRMS Groups shall be confined to Members of the Society.
- f) If an IRMS Group is formally dissolved or is deemed to be dissolved because no meeting has been held during a financial year, its records and any funds standing to its credit shall revert to the Society and shall be forwarded to the Secretary and Treasurer respectively.

### **SECTION 2 – Affiliate Groups**

- a) Affiliate Groups, while not part of the Society, shall be recognised, endorsed and supported by the Society.

- b) Affiliation shall be agreed by the Executive Committee and shall be dependent on the constitution of the proposed Affiliate Group not being in conflict with that of the Society.
- c) The Executive Committee and any Affiliate Group may agree for that Group to act on the Society's behalf or to represent the Society in a particular area or field.
- d) No funding shall be automatically made available to these Groups for their operation however submissions for funding for specific projects may be submitted to the Executive for consideration.

### **SECTION 3 – International Groups**

- a) International Groups shall be based in one or more specific country other than the UK (including the Channel Islands and the Isle of Man) and the Republic of Ireland and shall be granted the use of the name "Information and Records Management Society" (and the abbreviation "IRMS"), and the Society's branding in those countries.
- b) In order to obtain any benefits of membership of the Society, members of International Groups must be members of the Society unless specific arrangements exist between the Society and the relevant International Group.
- c) The Society shall not be held liable for any activity of any International Group in any jurisdiction. Each International Group shall include a clause stating this within their constitution which must be approved by the Executive Committee.
- d) International Groups shall operate their own finances and be financially and organisationally independent of the Society.
- e) No funding shall be automatically made available to International Groups for their operation however submissions for funding for specific projects may be submitted to the Executive for consideration.

### **ARTICLE XI- FINANCIAL YEAR**

The financial year of the Society shall begin on the first day of January and annual membership subscriptions shall be due on this date.

### **ARTICLE X – ACCOUNTANTS**

An Accountant or Accountants shall be appointed at the Annual General Meeting.

### **ARTICLE XI – CONSTITUTIONAL AMENDMENTS**

Amendments to the Constitution may be effected by a two-thirds majority if those members respond in a ballot. Amendments may be proposed by the Executive Committee or by a member with a seconder and supported by not less than five other members. Notice of such proposed amendments shall be circulated in the form of resolutions not less than four weeks before the closing date of the ballot.

### **ARTICLE XII- DISSOLUTION OF THE SOCIETY**

In the event of the dissolution of the Society, the Executive Committee shall, where possible, arrange for the distribution of the funds remaining for the advancement of information and records management or the academic training of information and records managers.

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The Information and Records Management Society was the Records Management Society from its creation in 1983 until the name was adopted on 1 September 2010 after a ballot of the membership of the Society.

This version of the constitution adopted 7 March 2012.