



Revisions

Date	Person	Comment

Bylaws of DAMA Houston Chapter

Article I

Miscellaneous Legal and Tax Matters; Mission and Objectives or Purposes

Section 1. Name. The name of the organization is the DAMA Houston Chapter (“the corporation”), and its principal office is located in Houston, Texas. The Corporation may have such other offices, wither within or without the State of Texas, as the Board of Board of Directors (also referred to herein from time to time as the “Board of Directors,” or simply as the “Board”) may determine, or as the affairs of the Corporation may require from time to time.

Section 2. Registered Office and Registered Agent. The Corporation shall have and continuously maintain in the State of Texas a registered office and a registered agent, as required by the Texas Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principal office of the Corporation in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors.

Section 3. Purpose. DAMA Houston Chapter is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(3)(c) of the Internal Revenue Code, or corresponding section of any future tax code. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three of the Articles of Incorporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidates for public office. Notwithstanding any other provision of these articles, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposed of this corporation.

Section 4. Dissolution. Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

Section 5. Mission. DAMA Houston Chapter is a not-for-profit, vendor-independent, professional organization dedicated to advancing the concepts and practices of

enterprise information resource management (IRM) and/or data resource management (DRM). DAMA's primary purpose is to promote the understanding, development and practice of managing data, information and knowledge as key enterprise assets.

DAMA Houston Chapter is dedicated to furthering the understanding of the field of data management and information resource management by providing educational opportunities and supporting an open forum addressing issues related to this field.

DAMA Houston Chapter recognizes affiliation with the DAMA International organization; and supports the DAMA International mission, goals and bylaws.

Section 6. Goals.

To

- help IRM/DRM practitioners become more knowledgeable and skilled in IRM/DRM profession
- influence the industry and academia in IRM/DRM practices
- support DAMA members and their organizations
- form alliances with other organizations with the similar principles

Section 7. Objectives.

To

- provide a forum for exchange of information, problems, ideas, experiences, resources and questions
- sponsor conferences, workshops and special interest groups to further the purpose of the chapter
- provide a central repository for information relevant to the chapter's mission

Article II

General Bylaws In Significant Accord with Those of DAMA International, With Variance Due to Texas Law and Added Detail

Section 1. Board of Directors. The board of directors shall consist of the elected officers of the DAMA International Houston Chapter. The board of directors shall make all organizational decisions not delegated to the membership, and shall be responsible for the day-to-day operations and the protection of the assets of the local chapter organization.

Section 2. Officers. The Corporation shall have the following officers with the following duties who shall be elected by majority vote of the membership.

Section 2.1. President.

- ensure compliance of the local chapter with its responsibilities to DAMA International
- preside at official business meetings of the local chapter, and provide general leadership and direction
- appoint committee/SIG chairpersons other than those already established
- represent the local chapter at all associated functions, including those of DAMA International
- assist all officers in the performance of their responsibilities

Section 2.2. Vice President Membership.

- ensure accurate and up-to-date membership lists are maintained for the local chapter
- process and record new applications for membership to the local chapter
- establish, advertise, monitor, record and report on all local chapter elections
- chair the Nominating Committee of the local chapter as it creates and brings forth each slate of officers for the local chapter membership.

Section 2.3. Vice President Programs.

- schedule and facilitate all chapter meetings, including securing meeting facility and all logistics thereto, engaging
- speakers, notifying membership, staffing registration table and collecting meeting fees, and planning for the educational component
- schedule and facilitate special workshops or symposia that meet member needs
- conduct membership surveys to clarify member interests
- provide leadership for all workshops and discussion groups

Section 2.4. Vice President Finance.

- record all financial transactions in accordance with prudent fiscal procedures

- collect all appropriate dues and fees
- produce periodic balance sheets and income statements, as appropriate
- handle all legal matters that relate to the financial health of the local chapter, i.e., tax-exempt status and other pertinent matters

Section 2.5. Vice President Communications.

- record, publish and appropriately distribute meeting minutes
- appropriately handle local chapter correspondence, including correspondence from and information requests from DAMA International
- ensure all material published about the local chapter is accurate and reflects the local chapter's affiliation with DAMA International
- receive, record and bring forward all requested modifications to the local chapter charter and bylaws, and appropriately confer with DAMA International regarding same
- retain and maintain all local chapter documents in accordance with prudent archival procedures

Section 3. Information on Positions.

Length of term for all elected DAMA International Houston Chapter offices shall be one year. All local chapter officers are elected as individuals. To be eligible for local chapter office, an individual must be an individual member of the local chapter or an employee of a corporate member of the local chapter. Current office-holders may run for and be elected to the same or another position with no limit on number of terms served.

In the event that a current office-holder becomes unable or ineligible to complete the term of his or her office, a 90-day grace period shall be established during which time the office-holder shall re-establish his or her ability/eligibility to complete the term of office or shall be required to resign from the local chapter office.

Upon the resignation of any local chapter officer, a special election shall be conducted at the next following meeting of the local chapter, said election conducted by the Vice President Administration of the local chapter. Should it be that the Vice President Administration position is the one that is vacated, the president of the local chapter shall conduct said election.

Should a special election be required, the term of office for the incoming office-holder now filling the vacated position shall coincide with the already-established term of office for that position. Individuals elected through special election shall assume office immediately following said special election.

DAMA International Houston Chapter officer elections shall occur at the fourth quarter meeting, with the term of office running from the next January 1st through December 31st.

Section 4. Membership.

Section 4.1. Membership Requirements.

To be eligible for membership in the DAMA International Houston Chapter, an individual shall have an active interest in data management concepts, products or technology, either as a user or a potential user. All memberships are subject to acceptance by the local chapter board of directors.

Each dues-paying member shall be classified by business type, i.e., industry, educational institution, vendor or consultant, and by sponsorship status, i.e., individual or corporate membership. The local chapter board of directors shall designate all classifications.

Section 4.2. Membership Classifications.

Section 4.2.1. Individual or Student.

Person or individual defines an individual membership in the local chapter, regardless of employment.

Section 4.2.2. Corporate.

Company, a corporation, or a major division of a corporation or an educational institution defines a corporate membership in the local chapter. Each corporate membership will be classified into one of three classifications; gold, silver, or bronze. Individuals must be employed by that facility, and those individuals shall be named, depending on the corporate membership classification, upon membership application to the local chapter. Multiple corporate memberships can be consummated by the same facility. One primary representative shall be designated for each corporate membership. Upon the departure of any employee covered by the corporate membership, said facility shall have the opportunity to name a replacement. Based on the departing employee's severance from the facility, said departing employee shall no longer benefit from local chapter membership under this corporate membership.

Section 4.2.2.1. Gold Corporate Membership.

Gold membership has unlimited individuals that do not require individuals to be named with a maximum of thirty votes.

Section 4.2.2.2. Silver Corporate Membership.

Silver membership is limited to a maximum of twenty named individuals with a maximum of twenty votes.

Section 4.2.2.3. Bronze Corporate Membership.

Bronze membership is limited to a maximum of ten named individuals with a maximum of ten votes.

Section 4.3. Membership Voting.

Formal voting for the DAMA International Houston Chapter shall include voting for officers, charter, bylaws amendments and all other formal votes requiring ballot. Each individual registered as an individual membership in the local chapter shall receive one ballot. Each corporation registered as a corporate membership in the local chapter shall receive a maximum of thirty votes for a Gold membership, twenty votes for a Silver membership, and ten votes for a Bronze membership, and shall have the discretion to distribute said ballots appropriately. If multiple individuals of a corporate membership vote, an equal number of votes will be applied towards the ballots allowed by that membership. If one individual of a corporate membership votes, all allowed ballots for that membership will be cast with that individual vote.

When a formal vote is required, all individual and corporate members shall be notified of the vote, with ballots distributed and postmarked at least five days prior to the meeting at which the vote is to occur. The Vice President Administration or his/her designee shall receive all ballots prior to the close of voting. Ballots can be mailed or hand-delivered.

Informal voting includes voting for all other local chapter matters, where it is determined that a vote is required. Informal voting shall occur during local chapter meetings by voice or show of hands.

Section 4.4. Membership Fees.

To ensure high-quality presentations, the DAMA International Houston Chapter shall charge annual membership fees or dues. These fees are used primarily to obtain noted guest speakers, to cover DAMA International affiliation fees, and to cover rental of facilities and refreshments, as appropriate. The costs associated with special functions, i.e., workshops and symposia, shall be recovered separately through registration fees for those specific events. Any additional fees to cover these special situations may be charged to all attendees, regardless of membership, to cover the additional costs. Prior notice of at least five days must be given to the membership in order to collect this additional fee.

Members in good standing may qualify for a free membership due to hardship. The member must apply to the board in writing with the request. The board will review the request and notify the requester in writing. The waiver will be valid for a maximum of two years. After the two year period, the request will be reviewed to determine whether the waiver will continue or be revoked.

The annual Individual membership fee shall be *US\$50*.
The annual Gold Corporate membership fee shall be *US\$750*.
The annual Silver Corporate membership fee shall be *US\$500*.
The annual Bronze Corporate membership fee shall be *US\$250*.
The annual Student membership fee shall be *US\$0*.

The membership year shall begin January 1st and end December 31st. Memberships accepted during the year shall be prorated based on the number of months remaining in the membership year. As each new membership year approaches, current members shall be invoiced one month prior to the commencement of the new membership year.

Nonmembers attending local chapter meetings shall pay *US\$25* for each local chapter meeting attended after the first.

Local chapter meeting fees for members are at the discretion of the local chapter board of directors.

Section 5. Meetings.

DAMA International Houston Chapter shall convene quarterly meetings in the 2nd, 5th, 8th, and 11th months during the third week of that month. If alternate dates are required, due to holidays, the Vice President Administration shall designate said alternate local chapter meeting dates.

Special meetings to accommodate speakers or other important activities may be held outside of quarterly meetings and are at the discretion of the board of directors.

Meeting notifications shall be distributed in a timely fashion to the membership, and shall include information on fees, time, date, location and topic. Maps shall be included, if appropriate.

When possible and to minimize costs, meetings shall be held at member locations. The board of directors shall retain the right to rent appropriate meeting facilities when required.

Robert's Rules of Order shall govern business meetings conducted during the proceedings of a local chapter meeting.

The Vice President Programs is responsible for the format of each DAMA International Houston Chapter meeting. Said officer is responsible for acquiring high-quality speakers in compliance with member-described topics of interest. Although not required, said officer is encouraged to engage nationally known or internationally known speakers as often as possible during the membership year.

Section 6. Charter or Bylaws Amendments.

The Vice President Administration or his/her designee shall receive in writing all requests for amendments to the DAMA International Houston Chapter charter or bylaws. The board of directors shall review each request and shall retain the right to determine the immediacy or urgency of each request.

When a bylaws amendment request is determined by the board of directors to be urgent, said request shall be presented to the membership at the earliest convenient time and voted on during the annual business meeting.

When a bylaws amendment request is determined by the board of directors to be non-urgent, said request should be presented to the membership during the annual business meeting.

Section 7. Canons of Conduct.

For DAMA International to best achieve its goals and objectives and fulfill its purpose, the DAMA International Houston Chapter shall adopt the following Canons of Conduct. Said Canons shall govern the conduct of all DAMA International Houston Chapter members, member representatives, attendees and guests. All persons that become connected with DAMA International and DAMA International Houston Chapter shall, during the conduct of business with these organizations:

- conduct themselves and their activities in a professional manner marked by integrity and the spirit of fair play
- refrain from engaging in any activity that violates the proprietary rights of their employer, DAMA International, or DAMA Houston Chapter

Houston Chapter, DAMA International, or any other organization or person

- abide by the bylaws and policies of DAMA International Houston Chapter and by the bylaws and policies of DAMA International
- properly register and certify membership in good standing for DAMA International Houston Chapter activities
- refrain from engaging in any sales activity, including direct or indirect solicitations, or conduct any other activity

- act contrary to the purposes or policies of DAMA International Houston Chapter and DAMA International
- refrain from distributing any materials or posting any displays at activities sponsored by DAMA International or DAMA Houston Chapter

Houston Chapter or DAMA International members, without the expressed written approval of the appropriate organization's board of directors,

- refrain from engaging in any personnel recruitment at or using the resources of DAMA International Houston Chapter or DAMA International
- refrain from using the DAMA International Houston Chapter or DAMA International name or logo other than in the conduct of what is determined by the board of directors to be DAMA International business
- refrain from using the DAMA International Houston Chapter and DAMA International membership lists or any part thereto without the expressed written approval of the appropriate organization's board of directors
- refrain from recording in any way the proceedings of any DAMA International Houston Chapter or DAMA International meeting, workshop, symposium or other sponsored event without the expressed written approval of the appropriate organization's board of directors and the speakers