

# Virginia Association for Mapping and Land Information Systems

## Bylaws



Last Amended and

Approved by

General



# Table of Contents

## Contents

Table of Contents	2
Version Control	2
VAMLIS Bylaws	3
Article II Purpose	3
Article III Objectives	3
Article IV Membership	3
Article V Officers	5
Article VI Duties of Officers & Members	6
Article VII - Nominations & Elections	7
Article VIII Meetings	7
Article IX Amendments	8
Article X Funds	9
Article XI Parliamentary Authority	9
Article XII; Policies & Procedures	9
Article XIII Committees	10

## Version Control

Date	Author	Notes
January 5, 2020	Yeoanny Venetsanos	Consolidation of April 5, 2018 bylaws amendments
March 25, 2021	Autumn Fitch	Changes related to COVID-19 redlined



## VAMLIS Bylaws – No changes

The name of this organization shall be the Virginia Association for Mapping and Land Information Systems. It is hereinafter referred to in these bylaws as the Association.

### Article II Purpose – No changes

The purpose of this organization is to bring together those individuals and organizations concerned with mapping, land information systems, and geographic information systems in the Commonwealth of Virginia.

### Article III Objectives – No changes

Section 1. To encourage a high standard of professionalism as a means to more effectively serve the public

Section 2. To promote the free exchange of knowledge and information among individuals and organizations interested in mapping and land/geographic information systems

Section 3. To promote educational, instructional, communication, and legislative programs to further advance mapping and land/geographic information systems knowledge, concepts, techniques and projects

Section 4. To provide advice and assistance to federal, state, and local agencies and private and institutional organizations in the areas of mapping and land/geographic information systems

Section 5. To cooperate with and work with allied associations at the national, state and local levels in developing and promoting classifications, standards, communication programs, educational programs and legislative programs

Section 6. To encourage and offer membership to any individual or organization interested in mapping and land/geographic information systems

Section 7. To encourage participation in association activities and non-association activities involved in mapping and land/geographic information systems

Section 8. To become the primary association within the Commonwealth of Virginia for mapping and land/geographic information systems.

### Article IV Membership

Section 1. Charter Members: Repealed April 5, 2018; See Section 5. Honorary members



Section 2. Individual Members: Any person regularly employed or interested in the field of cartography, surveying, engineering, land information systems, geographic information systems, photogrammetry, geography, map drafting, geodesy, land records management, or related field who applies for membership in the Association on or after January 1, 1991. Individual members are entitled to voting rights, general member benefits, and eligibility to serve on the Executive Council.

Section 3. Group Members: Any local, state, federal public or private organization or institution that has an interest in cartography, surveying, engineering, land information systems, geographic information systems, photogrammetry, geography, map drafting, geodesy, land records management, or related field and supports the objectives of the Association. The Executive Council shall establish the group memberships, that are, by definition, perpetual memberships. All membership groups may be established or dissolved by the Executive Council at any time.

Section 4. Student Membership: Any full-time student studying in the areas of cartography, surveying, engineering, land information systems, geographic information systems, photogrammetry, geography, map drafting, geodesy, land records management, or related field. Proof of enrollment may be required. Student members are not eligible to serve on the Executive Council.

Section 5. Honorary Members: Honorary membership is limited to those individuals whom, in the judgment of the Executive Council, have made an outstanding contribution to the Association or the Commonwealth of Virginia in the areas of cartography, surveying, engineering, land information systems, geographic information systems, photogrammetry, geography, map drafting, geodesy, or land records management. Each nomination for honorary membership shall be made by a member in good standing (with voting rights), and such nomination shall include, in writing, a complete statement of the qualification of such nominee prior to its consideration. The Executive Council is not required to grant membership during each year, and may not in any event grant more than one such membership in any one calendar year. An Honorary Member does not have to be a member of the Association. ~~nor does an Honorary Member have a right to hold office or vote in the business of the Association.~~ The Honorary membership also includes past Charter members: those who applied for membership in the Association on or before December 31, 1990. **Honorary members do have the right to hold office and vote in the business of the Association.**

Section 6. Rejections: The right to reject any application is hereby reserved to the Executive Council.

Section 7. Voting Rights: The right to vote is extended to ~~Charter~~ Honorary and Individual members and to designated Group Members.



Section 8 Officers: The right to hold office is extended to all voting members in good standing. **Please note: Current Nominating Committee members must step down from that committee before running for an Executive Board officer position, so as to avoid a conflict of interest.**

Section 9. Transfer of Membership: The transfer of membership between individuals is prohibited. Group Membership may be added, dropped, or transferred upon receipt of written notice to the Association.

Section 10. Duration of Membership: Membership in the Association is valid for one (1) year, concurrent with the VAMLIS Fiscal Year, July 1st to June 30th. Membership renewal is automatic pending the receipt of paid yearly dues. A member shall be dropped from membership in the Association for nonpayment of dues ~~thirty (30)~~ **sixty (60)** days after the end of the year in which they became due. Membership will not be pro-rated if purchased between conferences.

Section 11. Expulsion of Membership: A member may be expelled for just cause by a two-thirds majority vote of the Association membership. Expulsions are to be recommended to the Association membership by the Executive Council.

## Article V Officers

Section 1. Selection: ~~At each annual conference~~ **A VAMLIS membership** meeting shall be held **annually** where officers will be elected ~~for a term of one (1) year~~, by the voting members in good standing who are present and who vote by proxy. **A President-Elect, a Vice President, a Secretary and a Treasurer shall be chosen to fill upcoming vacant positions per the terms described in Article VI: Duties of Officers & Members.** Officers shall hold office concurrent with the VAMLIS fiscal year, July 1st to June 30th.

Section 2. Executive Council Members: The Executive Council shall consist of the President, the immediate Past President, the President-Elect, the Vice President, the Secretary and the Treasurer. It shall be the duty of the Executive Council to faithfully execute and administer to the objectives of the association and its members. The Executive Council shall guide and develop policies to advance the Charter of the Association.

Section 3. Governing Body: The Governing Body of the Association shall be the Executive Council. This body shall have the power to pass any resolution or propose any bylaw it deems necessary to accomplish the objectives of the Association. The Executive Council shall approve and issue all public statements, develop policies and procedures, adopt annual budgets, select committee chairs, conduct the business affairs of the Association and serve as the directors of the Association. Decisions shall be made in accordance with the Policies and Procedures of the Executive Council. The Executive Council shall have the right, by simple majority vote thereof, to express the official views and certify the positions of the Association.



Section 4. Vacancy of Office: Whenever a vacancy in the Executive Council shall occur, the remaining members of the Executive Council shall appoint a voting member in good standing to fill the unexpired vacancy after considering any recommendations from the Nominating Committee. Said candidate shall be confirmed by a simple majority vote of the remaining executive council members and shall serve until the next ~~annual-conference~~ term. When a vacancy occurs in the office of President, the President-Elect shall immediately succeed thereto, or the Vice President in the absence of both the President and President-Elect. Any person who is filling an interim appointment shall be eligible for election to a full term as an officer at the next annual ~~conference~~ membership meeting.

Section 5. Quorum: For the purpose of transacting official business of the Association, a quorum of the Executive Council shall consist of a simple majority of the sitting Council officers.

## Article VI Duties of Officers & Members

Section 1. President: The President shall be the Chairman of the Executive Council. The President, or his/her designee shall preside at all general Association meetings and Executive Council meetings. The President shall have power to appoint regular, special or ad hoc committees as he or she deems necessary. The President, or his/her designee shall serve as chief liaison at all public and/or private meetings, press releases and media interviews where the policies and/or official positions of the Associations are to be expressed. **Note: this position is a one (1) year term that is filled by the previous President-Elect and rolls into the Past President position the following year.**

Section 2. President-Elect: The President-Elect shall be a member of the Executive Council and shall share the duties and responsibilities as outlined by the President. The President-Elect shall exercise all the powers and duties of the President during his or her absence or inability to act and shall perform such other duties as may be assigned by the Executive Council. He or she shall act as coordinator of the Committees and shall serve in an advisory capacity to those Committees. **Note: this is a one (1) year term that rolls into the President position the following year.**

Section 3. Vice President: The Vice President shall exercise all the powers and duties of the President during the absence or inability to act of the President and President-Elect and shall perform such other duties as may be assigned him or her by the Executive Council. The Vice President is responsible for coordinating the distribution of ~~the-VAMLIS news~~letter. **through various channels including website and social media posts. Note: this is a one (1) year term.**

Section 4. Secretary: The Secretary shall keep a roll of all members of the Association and a true up-to-date record of all proceedings of the Association and meetings of the Executive Council, subject to the inspection and approval of the Executive Council. Records maintained by the Secretary shall be turned over to his or her immediate successor in office. **The Secretary shall be responsible for handling official email correspondence with members and sponsors. Note: This is a two (2) year term that will alternate with the two (2) year term for the Treasurer**



position. The Treasurer and Secretary positions will serve their respective two year terms asynchronously, so as not to be up for re-election during the same year.

Section 5. Treasurer: The Treasurer shall be the chief financial officer of the Association and shall exercise such authority and perform such duties as may be prescribed by the Executive Council. The Treasurer shall have custody of all funds, securities and legal instruments of the Association and shall be responsible for their safekeeping. To this end, he or she may, subject to the approval of the Executive Council, determine the place and manner of depositing and safekeeping funds, securities and legal instruments. A correct account of all receipts and disbursements must be kept and a complete up-to-date accounting of funds shall be provided to the annual Tax Preparer and as requested by the Executive Council. The Executive Council shall have full right to examine and/or cause an audit to be made annually or as deemed necessary. Note: This is a two (2) year term that will alternate with the two (2) year term for the Secretary position. The Treasurer and Secretary positions will serve their respective two year terms asynchronously, so as not to be up for re-election during the same year.

Section 6. Immediate Past President: It shall be the duty of the immediate past president to serve as a voting member of the Executive Council: and assist new board members, as needed. Note: this is a one (1) year term that is filled by the previous President and finishes the required officer succession.

Section 7. Members in Good Standing: It shall be the duty of each member to take an active role in the Association to the best of his or her ability. These duties shall include but are not limited to: keeping attentive to all Association news and press releases, participating in designated committees, attending the annual conference, paying annual dues on-time, informing the executive council of all news and membership issues that may affect the Associations objectives, and keeping contact information current.

## Article VII - Nominations & Elections

Section 1. Nominations and Elections: The Executive Council shall appoint each year a nominating committee consisting of at least three (3) voting members in good standing. The sole responsibility of this committee shall be to select at least one (1) member in good standing from the pool of voting members for each open Executive Council position. The Committee shall present to the Executive Council a list of candidates for consideration at least sixty days prior to the day of election. Upon a consensus of the Executive Council, the list of candidates shall be published no less than thirty days prior to the day of the election. Nominations should, but are not required to, represent candidates from various employment sectors throughout Virginia.

Section 2. Additional Nominations: Any voting member in good standing may make additional nominations from the floor at the annual ~~conference~~-VAMLIS membership meeting. The candidate nominated from the floor must be a voting member in good standing and be present and consent to the nomination.



Section 3. Elections: Officers shall be elected by simple majority vote at the annual ~~conference membership meeting~~. When offices are contested, elections shall be decided by secret ballot. If three or more candidates are running for the same office and a majority is not obtained, the two (2) candidates receiving the most votes will be announced and a run-off election between these two will be held. Results of all elections shall be announced ~~at the annual conference~~ within 10 days of the close of the election. The result of elections held ~~at the Annual Conference~~ will go into effect at the start of the next membership year (July 1st).

Section 4. Voting by Proxy: A voting member in good standing who will not be attending the annual ~~conference~~ VAMLIS membership meeting may vote by proxy. Validation and approval of the manner of a vote by proxy shall be made by the Executive Council ~~prior to the conference~~. Proxy ballots will be considered in run-off elections only if the original proxy ballot was designated for one of the two remaining candidates.

## Article VIII Meetings

Section 1. Annual Conference: The association shall ~~plan to~~ sponsor an Annual Conference each year at a site selected and agreed upon by the Executive Council. The purpose of this Conference meeting is to provide training and promote awareness of mapping, geographic and land information systems as well as discuss topics pertaining to the Association's purpose and objectives with participation from the entire membership. The entire membership shall make a good faith effort to attend this Conference meeting.

Section 2. Executive Council Meetings: The Executive Council shall meet to discuss and plan for the continual guidance and governance of the association in pursuit of its stated objectives. All Executive Council meetings are open to the general membership. All members can be recognized during these meetings and are permitted to bring forth relevant issues, grievances, or other general information and requests. All executive council elections and bylaw amendments shall be voted on at an Executive Council meeting. Approved bylaw amendments shall be in effect immediately and the installation of officers shall take place during an Executive Council meeting.

Section 3. Committee Meetings: Each committee shall meet to discuss relevant issues and to plan for the achievement of their assigned duties. The committee chair shall take minutes, or enlist a scribe to take minutes, and report to the Executive Council. All Committee meetings are open to the general membership. All members can be recognized during these meetings and are permitted to bring forth relevant issues, grievances, or other general information and requests. The committee chair shall present any proposed changes to the policies and procedures of that committee for approval by the executive council.

Section 4. Ad-Hoc & Private Meetings: The Executive Council shall have the authority to call special ad-hoc and/or private meetings, as it deems necessary to advance the purpose of VAMLIS and accomplish objectives VAMLIS has set forth to complete. Minutes shall be taken of the meeting and available for the membership to review upon request.





## Article IX Amendments – No changes

Section 1. Amendments: These bylaws may be amended by a majority vote of voting members in good standing by a method that informs the membership of the changes and facilitates a response to enable the Executive Council to act. In person written voting sessions shall be publicly disclosed to membership no less than thirty days prior to the time of voting.

Section 2. Voting by Proxy: A voting member in good standing who will not be attending a voting session with a written vote, may vote by proxy. Validation and approval of the manner of a vote by proxy shall be made by the Executive Council prior to the conference. Proxy ballots shall be publicly disclosed to membership thirty days prior to the time of voting.

Section 3. Proposed Amendments: All proposed amendments from the general membership shall be submitted in writing, to the Executive Council for its review no later than sixty days prior to the Annual Meeting.

Section 4. Notification of Proposed Amendments: All proposed amendments shall be made public no less than thirty days prior to the call for vote. Notification shall be sent to all members, voting and non-voting, by regular or electronic mail.

## Article X Funds – No changes

Section 1. Fiscal Year: The fiscal year of the Association shall be from July 1 through June 30 of the following year.

Section 2. Annual Budget: In accordance with sound accounting practices, the Executive Council shall adopt a budget that identifies revenue and expenditures anticipated for the fiscal year. Expenditures incurred by the Association shall generally follow the adopted budget.

Section 3. Dues: The dues for the Association shall be established annually by the Executive Council at least ninety days prior to the first of the fiscal year. Dues shall not be required for Honorary members. The Executive Council shall establish policies and procedures for the collection and management of Annual dues.

Section 4. Non-Payment of Dues: Failure to pay dues by the date specified by the Executive Council will result in loss of benefits and forfeiture of membership.

Section 5. Incurring Debt: The Association shall not borrow money or incur debts over and above the anticipated annual revenue as budgeted by the Executive Council.

Section 6. Operating Expenses: Expenditures or disbursements of any funds shall be made only in the manner as prescribed by the Executive Council.



Section 7. Depository: All funds of the Association shall be placed in a depository designated by the Executive Council in consultation with the Treasurer.

Section 8. Approval of Expenditures: The President and Treasurer shall approve Association expenditures from \$0.01 to \$500.00. Expenditures over \$500.00 shall be approved by the Executive Council.

## **Article XI Parliamentary Authority – No changes**

Section 1. Roberts Rules of Order, revised, shall be the final authority regarding all questions of procedure and parliamentary law not otherwise covered by these bylaws.

## **Article XII; Policies & Procedures – No changes**

Section 1. Policies & Procedures: Policies & Procedures shall be devised by and adhered to by the Executive Council and all committees. The Council and each committee shall develop a unique set of policies and procedures to self-govern the interactions of its committee members and business. No rule or regulation shall be made contrary to these bylaws nor may any contradict the objectives of the Association. All policies and procedures shall be reviewed and approved by the Executive Council prior to being effective. Once adopted, policies and procedures shall govern until amendments are approved by the Executive Council, or the committee is dissolved.

## **Article XIII Committees – No changes**

Section 1. Standing Committees: The Executive Council shall establish standing committees that are, by definition, perpetual committees. Standing committees shall be established to further the charter of the association through volunteer efforts. All committees shall be governed by policies and procedures developed by the members within each committee and ratified by the Executive Council. The President shall appoint Committee Chairs. All committees may be established or dissolved by the Executive Council at any time.