

DISTRICT OF COLUMBIA ASSOCIATION OF LAND SURVEYORS

BYLAWS

WITH REVISIONS ADOPTED SEPTEMBER 2002

ARTICLE I

NAME OF THE CORPORATION

The name of the corporation shall be the “**District of Columbia Association of Land Surveyors,**” (hereinafter, the “Association.”)

ARTICLE II

OBJECTIVES OF THE CORPORATION

The objectives of this corporation shall be:

To operate a nonprofit, benevolent organization for the advancement of the science of Surveying and Mapping in the furtherance of the public welfare and in the interests of both those who use maps and surveys and those who make them.

To promulgate the education of the public as to the necessity and importance of our profession.

To develop standards for the performance of land surveying tasks which represent the minimum acceptable level of effort to perform the work in a professional manner and to communicate these standards to all land surveyors providing services in the District of Columbia.

To promote the general welfare, efficiency and service of its members and the higher ethical standards of land surveyors.

To promote and enhance the professional conduct of land surveyors.

To advocate and foster better relations between surveyors, the public, City and Federal governing agencies.

To establish and enforce a code of ethics adopted by the Association for all members.

To promote other nonprofit and benevolent purposes beneficial to its membership.

To operate without profit and that no part of the income of this organization shall inure to the benefit of any individual member.

ARTICLE III

LOCATION OF THE OFFICE

The location of the principle office shall be the address of the Registered Agent or any other such office in the District of Columbia as established by the Association, both subject to the approval of the Board of Directors.

ARTICLE IV

CORPORATE SEAL

The Corporate seal shall have inscribed on the border the name of the Corporation and in the center the words: INCORPORATED 2001 DISTRICT OF COLUMBIA, an impression of which appears on the margin thereof.

ARTICLE V

BOARD OF DIRECTORS

SECTION 1 - DIRECTORS

- A) The corporation shall be managed and controlled by a Board of Directors.
- B) The Board of Directors shall consist of the following members:
 - 1.Immediate Past President
 - 2.President
 - 3.President-Elect
 - 4.Vice President
 - 5.Treasurer
 - 6.Secretary
 - 7.National Association of Professional Surveyors Governor
 - 8.Three Directors-at-Large
- C) The Board of Directors, by a vote of a two-thirds majority of the entire Board, may increase or decrease the number of Officers to a number not greater than fifteen nor less than five and by a like vote fill the vacancies created by any such increase in the number of Officers.
- D) Directors-at-large shall hold office for two years or until their successors are duly elected and Qualified.
- E) The presiding officer of the board of directors shall be the President or a member of the board appointed by the President.

SECTION 2 - GENERAL POWERS OF DIRECTORS

A) The Board of Directors, in addition to the powers expressly conferred upon it by the bylaws and by the laws of District of Columbia, may exercise all such powers and do all such acts and things exercised or done by the membership corporations.

The terms of the office shall begin on *October 1*.

ARTICLE VI

OFFICERS

SECTION 1 - TERMS OF OFFICE

A) The officers of the corporation shall consist of a President, President-Elect, a Vice President, a Secretary and a Treasurer, and such other officers as may from time to time be elected.

B) The terms of the office of the President, President-Elect and Vice President shall be one year or until their successors are duly elected and qualified. The terms of the office shall begin on October 1st each year.

C) The terms of the office of the Secretary and the Treasurer shall be for two years or until their successors are elected.

SECTION 2 - DUTIES OF THE PRESIDENT

A) The President shall be the Chief Executive Officer of the Association; shall appoint all committee members and designate the chairpersons; shall have general supervision over all matters pertaining to the Corporation; shall see that harmony is preserved and the Bylaws enforced; and shall perform other such duties as may be required of him in the Bylaws.

In general, the President shall have such powers as are incident to the office of the President of such a corporation. The President or his or her delegate, shall, when possible, represent the Association at meetings of regional, national, or international organizations, which are of interest to the Association.

SECTION 3 - DUTIES OF THE PRESIDENT-ELECT

A) The President-Elect shall assist the President in the performance of the duties as above stated; shall act for him in his or her absence; and shall be vested at such time with the full powers and prerogatives of the President and subject to the prescribed duties.

B) The President-Elect shall administer and oversee the strategic plan for the Association and serve as the Liaison Officer of and attend all District of Columbia Board of Registration meetings and report the events of the meetings to the Association.

SECTION 4 - DUTIES OF THE VICE PRESIDENT

A) The Vice President shall assist the President and the President-Elect in the performance of their duties as above stated, and shall act for him or her in their absence; he or she shall be vested at such time with full powers and prerogatives of the President or President-Elect and subject to his or her duties.

B) The Vice President shall serve as Liaison Officer to the District of Columbia Surveyors Office.

SECTION 5 - DUTIES OF THE SECRETARY

A) The Secretary shall keep minutes of all regular and special meetings of the Association membership and of the Board of Directors. He or she shall be responsible for keeping a record of all correspondence concerning the Association activities (excluding any inter-committee correspondence); shall be responsible for all notices of meetings, elections and other business of the Association being sent as outlined in these Bylaws or as directed by the Board of Directors, however, other officers and members may assist the Secretary in his or her duties, but in no way relieve the elected Secretary of his or her responsibilities. In the absence of the secretary from a meeting, the presiding officer shall appoint a substitute.

SECTION 6 - DUTIES OF THE TREASURER

A) The Treasurer shall keep all financial records of the Association, disburse all funds, collect all dues, contributions, assessments and other income and file a report at the quarterly Board of Directors and General Membership meetings. He or she shall also file any annual reports required by law. A Professional Accountant designated by the Board of Directors may assist the Treasurer in his or her duties, but in no way relieve the elected Treasurer of his or her responsibilities. Audits will be performed by whom and when deemed necessary by the Board of Directors.

SECTION 7 - DUTIES OF THE EXECUTIVE DIRECTOR

A) An Executive Director may be employed by the Board of Directors at such rate of compensation as it deems fair and proper.

B) The Executive Director shall serve as the Administrative Officer of the Association. He or she shall perform the duties and responsibilities delegated to him or her by the Board of Directors and all other functions usual to such office.

SECTION 8 - DUTIES OF THE NATIONAL ASSOCIATION OF PROFESSIONAL SURVEYORS GOVERNOR

A) The National Association of Professional Surveyors Governor or his or her designee shall represent the Association on a national level and in return keep the Association informed by reports from each national or regional meeting.

ARTICLE VII

ELECTION OF OFFICERS & DIRECTORS

- A) The President-Elect and the Vice President shall be elected by ballot from a list of qualified members submitted by the Nominating Committee or nominated from the floor at the Association's June meeting.
- B) A candidate for President-Elect must have previously served in an elected office of the Association.
- C) The President-Elect shall automatically become President at the end of his or her term as President-Elect.
- D) The Secretary and Treasurer shall be elected by ballot from a list of qualified Regular or Charter members submitted by the nominating committee or nominated from the floor at the Association's June meeting on alternate years.
- E) An officer or director must be a Regular or Charter member of good standing.
- F) Election shall be by a plurality vote of the Regular or Charter members in good standing, voting by written ballot or such other means, furnished by the Secretary or Executive Director. The election shall be conducted by mail. The ballots shall be mailed by July 1st of each year to all members in good standing. All properly marked ballots received prior to August 1st of each year shall be counted.
- G) The election of Directors-at-Large shall be conducted by mail from a list prepared by the Nominations committee and consisting of not more than six (6) and not less than two (2) members in good standing.
- H) The National Association of Professional Surveyors Governor shall be elected from a list prepared by the Nominations Committee and consisting of not more than three (3) members in good standing.
- I) These lists shall be read at the Association's June general membership meeting with any nominations from the floor added and mailed to all members in good standing by July 1st. All properly marked ballots received by August 1st will be counted.
- J) The term of office of Directors-at-Large and the National Association of Surveyors Governor shall begin on October 1st in the year elected.
- K) Election shall be by a plurality vote of Regular or Charter members of the Association whose ballots shall have been received by the dates specified.
- L) Vacancies on the Board of Directors or the Office of the Association shall be by election or appointment by the Board.

ARTICLE VIII

MEMBERS

SECTION 1 - CLASSES OF MEMBERSHIP

There shall be six (6) classes of membership:

REGULAR MEMBER

Any person licensed or registered as a Land Surveyor by any of the States, Commonwealths, District of Columbia or Territories of the United States.

CHARTER MEMBER

All individuals personally in attendance and paying a full year dues at the inaugural meeting, held on September 6, 2001, shall be charter members. Charter members shall have full voting rights in all Association matters and shall be eligible to seek and hold any office in the Association.

HONORARY MEMBER

Any person who has attained 65 years of age and has retired from active practice as a Land Surveyor and has been a member in good standing for each of the nine years preceding and also in the year in which such age is attained, may be elected as an honorary member. Each nomination for honorary membership shall be made by a member in good standing. Each member of the Board of Directors shall be given notice of any such nomination. The Board of Directors shall vote on the election within 60 days of said notification.

AFFILIATE MEMBER

Any business entity engaged in either the manufacture or distribution of surveying instruments or equipment, or in the compilation or reproduction of maps, or in the performance of service for land surveyors. An affiliate member is entitled to be represented at all meetings and will receive copies of all literature dispensed by the Association. The affiliate member is not entitled to vote on any Association business and cannot hold office.

ASSOCIATE / STUDENT MEMBER

Any person not meeting the qualifications of the regular or affiliate membership class, and being interested in land surveying and / or the activities of the Association. If said person attains registration as a Professional Land Surveyor, said individual must be certified as a Land Surveyor Member. The Associate / Student member is not entitled to vote on Association business and cannot hold office.

CORRESPONDING MEMBER

Any person who does not work in the Washington DC Metropolitan Area and who resides outside of the Washington DC Metropolitan Area who is desirous of receiving copies of the Association's publications. A Corresponding Member is not entitled to vote on Association business and cannot hold office. A corresponding member is qualified for the published member rates for any Association function.

SECTION 2 - ADMISSION AND EXPULSION

A) Membership shall be by application. Applicants shall be of good character and reputation and agree to abide by the Provisions of the Bylaws of this Association; its Code of Ethics, subscribe to the purpose of this Association and meet with the approval of the Board of Directors and pay the appropriate initiation fee.

B) Charges against any member violating the Charter, Bylaws, Code of Ethics or rules of this Corporation shall be presented to the Board of Directors for the consideration for the disciplinary action of said member. The Board of Directors, upon recommendation from the Ethics Committee and / or any other appropriate committee shall notify the member of said disciplinary action.

ARTICLE IX

COMMITTEES

SECTION 1 - APPOINTMENTS

A) The President shall appoint the standing committees hereinafter designated, and such other committees as may from time to time be necessary. The President shall have the power to designate the chairman of each committee and to make changes in any committee at any time. The Board of Directors shall authorize and define the duties of the standing committees.

SECTION 2 - STANDING COMMITTEES AND DUTIES

The standing committees and their duties shall be as follows:

MEMBERSHIP

This committee shall actively recruit new members and shall attempt to maintain all current members in good standing and shall seek to expand the membership of the Association.

ETHICS AND PRACTICE

This committee shall submit to the Board of Directors a code of ethics for the members and shall recommend methods or means for maintaining them. The committee shall study the cases of all persons who are reported to the Association to be operating in violation to District of Columbia laws, or ethics and practices, for proper recommendation to the Board of Directors for action.

SURVEY STANDARDS AND PRACTICE

This committee shall prepare and submit to the Board of Directors recommended standards of practicing surveying in the District of Columbia. It shall be the duty of this committee to maintain the minimum standards for the accomplishment of land surveying in the District of Columbia.

GOVERNMENTAL AFFAIRS

This committee shall recommend actions on all legislation and regulations affecting surveyors and all other related professions.

PUBLIC RELATIONS

This committee shall recommend to the Board of Directors various methods of obtaining better understanding and mutual interest between this Association and other related professional organizations. It shall be the duty of this committee to bring before the members and the public, the aims, activities, services and objectives of the Association.

EDUCATION

This committee is to actively provide ongoing educational programs, both professional and technical persons engaged in surveying.

NOMINATIONS

This committee shall have as its Chairman the immediate Past President and its duty shall be to select the slate of Candidates for the next year's election. The Chairman may select as many committee members as he or she shall see fit to assist him or her in this selection process.

BYLAWS

This committee shall have the responsibility of examining the Bylaws from time to time at the direction of the Board of Directors for the purposes of changing the Bylaws to benefit the Association.

STRATEGIC PLANNING

This committee shall have as its Chairman the current President-Elect and its duty shall be to develop and update a strategic plan to assist the Association in long-range goals.

ARTICLE X

MEETINGS

SECTION 1 - MEETINGS OF DIRECTORS

A) Meetings of the Board of Directors shall be held at least bimonthly, and at such other times as adopted by the Board or requested by the President. Notice of special meetings of the Board shall be given to each Director at least forty-eight (48) hours prior to the time set for such meetings either by notifying him or her personally or by written or electronic notice to him or her, addressed to the Director, at his or her address as may appear on the books of the Corporation.

B) A majority of the Board of Directors shall constitute a quorum at all meetings of the Board of Directors but the members present, though less than a majority may adjourn the meeting from time to time.

SECTION 2 - MEETINGS OF MEMBERS

A) A General membership meeting shall be held quarterly or as directed by the Board of Directors.

ARTICLE XI

FINANCES

SECTION 1 - DUES

A) The annual dues, payable on October 1st of each year, shall be set by the Board of Directors for each class of membership and if not paid within 90 days of October 1st, the member shall forfeit his or her membership in this Association. Regular member, Charter member and Associate / Student member dues may be prorated. Affiliate member dues shall not be prorated. Honorary members shall not pay dues.

SECTION 2 - SPECIAL ASSESSMENTS

A) Special fund raising projects or assessments may be utilized to provide additional needed revenue. The Board of Directors shall have the power to enact special assessments based on a three-fourth vote of said Board. However, Special assessments shall be subject to approval by the general membership.

SECTION 3 - OFFICER EXPENSES

A) The President or delegate may be reimbursed for expenses for travel and other items related to the affairs of the Association as approved by the Board of Directors.
B) The National Association of Professional Surveyors Governor or delegate may be reimbursed for expenses for travel and other items related to the affairs of the Association as approved by the Board of Directors.

SECTION 4 - LENDING MONEY

A) This corporation shall not have the power to lend its funds.

SECTION 5 - COMMITTEE EXPENSES

A) Members of this Association whether serving upon committees or serving in their private capacity, shall not have the power to incur any expense in the name of, or for the account of the Corporation without first obtaining the consent of the Board of Directors when bills against the corporation shall result from the transaction of a committee, either standing or special, the items thereof shall, before being accepted by the Board of Directors, be approved by said committee and endorsed as correct.

SECTION 6 - CHECKS, DRAFTS, NOTES, AND OBLIGATIONS

- A) All written instruments for the payment of money, negotiable notes, drafts or other obligations of the Corporation may be signed by any officer or officers designated by the Board of Directors of the Corporation; provided, however, that none such shall be signed by anyone in more than one official capacity. No check shall be signed in blank. The Board of Directors shall have the power by resolution to authorize such other person or persons as may be named in the resolution to sign any of the above-mentioned instruments.
- B) Any check more than \$100.00 will require two signatures.
- C) There shall be three authorized signatory individuals on the Association's bank account.

SECTION 7 - APPROVAL OF DIRECTORS FOR PAYMENTS OF BILLS

- A) Payment of Corporation bills less than \$100.00, and bills for expenses included within the approved budget, may be paid by the Officers of the Corporation. However, all invoices more than \$100.00, if not in the budget, must be approved by the Board of Directors.

ARTICLE XII

ALTERATION OF BYLAWS

These Bylaws may be repealed or amended, or new Bylaws may be adopted by a three-fourths vote of the members voting, providing that the proposed amendment has been submitted in writing at a prior meeting, and that the notice of the proposed change, containing at least a general statement of its nature, shall be mailed by the Secretary to each member not less than two weeks prior to the date of meeting at which action thereof shall be taken.

ARTICLE XIII

ORDER OF BUSINESS AND RULES OF ORDER

The Rules in Roberts Rules of Order shall govern in all cases where they are not inconsistent with the Charter and these Bylaws.

ARTICLE XIV

TERMINATION OF THE CORPORATION

In the event that the activities of the Corporation are terminated, the accrued funds in the treasury after all outstanding obligations have been paid, shall not be returned to the members of the Corporation but shall be given to a nonprofit organization established for the benefit of the surveying profession, selected by the Board of Directors for the purpose of establishing a surveying scholarship or foundation.