DISTRICT OF COLUMBIA ASSOCIATION OF LAND SURVEYORS

BYLAWS

WITH REVISIONS ADOPTED IN
SEPTEMBER 2002 AND DECEMBER 2019

ARTICLE I

NAME OF THE CORPORATION

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

ARTICLE II

OBJECTIVES OF THE ASSOCIATION

The objectives of this Association 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 competence 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 such 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

ASSOCIATION SEAL

The Corporate seal shall have inscribed on the border the name of the Association 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 & OFFICERS

A) The Association 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 Society of Professional Surveyors (NSPS) Director
8. Directors-at-Large
9. Registered Agent
C) The Officers shall consist of the following members:

1. Immediate Past President
2. President
3. President Elect
4. Vice President
5. Treasurer
6. Secretary

D) 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 six (6) and by a like vote fill the vacancies created by any such increase in the number of officers.

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 perform all such actions and things exercised or done by the membership corporations.

SECTION 3 - TERMS OF OFFICE

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

B) The terms of the office of the Secretary and the Treasurer shall be for two (2) years or until their successors are elected. The terms of the office shall begin on October 1st of the year elected.

1. If either of these positions are vacated, then their replacement shall finish the remainder of the two (2) year elected term.

C) The terms of the office of the National Society of Professional Surveyors (NSPS) Director, and the Directors-At-Large shall be two (2) years or until their successors are duly elected and qualified. The terms of the office shall begin on October 1 of the year elected.

1. If either of these positions are vacated, then their replacement shall finish the remainder of the two (2) year elected term.
D) The term of the Registered Agent shall be two (2) years or until there successors are duly appointed by the Board. The term of the office shall begin on October 1st of the year appointed.

   1. If the position is vacated, then their replacement shall finish the remainder of the two (2) year appointed term.

ARTICLE VI

OFFICERS

SECTION 1 - DUTIES OF THE IMMEDIATE PAST PRESIDENT

A) The Immediate Past President shall oversee the nomination committee, and other duties as requested by the President and/or Board of Directors.

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 Association; 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 an Association. 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 the President 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 to and attend meetings of the District of Columbia Board of Professional Engineering 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; and 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 Department of Consumer & Regulatory Affairs, Office of the Surveyor.

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. Other officers and members may assist the Secretary in his or her duties but may not 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, which shall include, but not limited to accounts payable, accounts receivable, membership dues, contributions, assessments, and other income. An association financial report shall be presented quarterly at the general membership meetings and monthly at the Board of Directors meetings. He or she shall also file any annual reports required as 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. A professional accountant or certified book keeper shall be designated by the Board of Directors and shall perform audits on a bi-yearly basis.

SECTION 7 - DUTIES OF THE DIRECTORS AT LARGE

A) The Directors at Large shall perform duties as requested by the President or Board of Directors.

SECTION 8 - 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 reasonable.

B) The Executive Director shall serve as the Administrative Officer of the Association. He or she shall perform the duties and responsibilities as delegated by the Board of Directors and all other functions usual to such office.
SECTION 9 - DUTIES OF THE NATIONAL SOCIETY OF PROFESSIONAL SURVEYORS (NSPS) DIRECTOR

A) The National Society of Professional Surveyors (NSPS) Director 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.

SECTION 10 - DUTIES OF THE REGISTERED AGENT

A) The Registered Agent shall receive and report official correspondence to the Board. The Registered Agent shall duly meet the code requirements of the Department of Consumer and Regulatory Affairs for the District of Columbia, as established for corporate registrations.

ARTICLE VII

ELECTION OF OFFICERS & DIRECTORS

A) An officer or director must be a Regular or Charter member of good standing.

B) The President-Elect and the Vice President shall be elected by ballot from a list of eligible Regular, or Charter members submitted by the Nominating Committee or nominated from the floor at the Association’s June General Membership meeting of each year.

C) A candidate for President-Elect must have previously served in an elected office of the Association.

D) The President-Elect shall automatically become President at the end of his or her term as President-Elect.

E) The Secretary and Treasurer shall be elected by ballot from a list of eligible Regular or Charter members submitted by the nominating committee or nominated from the floor at the Association’s June meeting on alternate years.

F) Election shall be by a plurality vote of the Regular, Charter, or Honorary members in good standing (hereon referred to as “eligible member”), voting by written or electronic ballot or such other means, provided by the Secretary or Executive Director. The ballots shall be distributed by July 1st of each year to all eligible members in good standing. All properly marked ballots received prior to September 1st of each year shall be tallied.

G) The election of Directors-at-Large shall consist of not more than six (6) and not less than two (2) eligible members.
H) The National Society of Professional Surveyors (NSPS) Director shall be elected from a list prepared by the Nominations Committee and consisting of not more than three (3) eligible members in good standing.

I) The Registered Agent shall be duly appointed by the Board, with renewal by Board reaffirmation every two (2) years.

J) Vacancies on the Board of Directors or the Office of the Association shall be by election of eligible members as available at General Membership meetings or by duly appointment by the Board of Directors.

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 (Regular, Charter, or Associate) 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 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 a license or registration as a Professional Land Surveyor, said individual’s membership status must be revised to a regular member along with any additional fees at the next renewal period. The Associate member is not entitled to vote on Association business and cannot hold office.

SECTION 2 - ADMISSION AND EXPULSION

A) Membership shall be submitted by application for review. 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 be accepted by a quorum vote of the Board of Directors and be assessed the applicable fee.

B) Charges against any member violating the Charter, Bylaws, Code of Ethics or rules of this Association shall be presented to the Board of Directors of consideration for the disciplinary action of said member. The Board of Directors, upon recommendation from the Ethics Committee and / or any other applicable 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 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’s Board of Professional Engineering laws, or ethics and practices, and submit recommendation of action to the Board of Directors.

SURVEY STANDARDS AND PRACTICE

This committee is to act as a liaison to the District of Columbia, Office of the Surveyor as to the standards of practice of 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 and professional continuing education programs for 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 in this selection process.
BYLAWS

This committee shall have the responsibility of examining the Bylaws at the direction of the Board of Directors for the purposes of revising 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 at a minimum bimonthly, and at such other times as necessary and adopted by the Board or requested by the President. Each Director shall be notified at least forty-eight (48) hours prior to a special meeting of the Board.

B) A minimum of Fifty (50) percent of the Board of Directors shall constitute a quorum at all meetings of the Board of Directors. In the case that quorum has not been satisfied, the Board of Directors may adjourn the meeting.

SECTION 2 - MEETINGS OF MEMBERS

A) A General membership meeting shall be held quarterly each year, 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 after October 1st, the member shall forfeit their membership in this Association. Regular member, Charter member and Associate member dues may be prorated, as approved by the Board. Affiliate member dues shall not be prorated. Honorary members shall not pay dues.
SECTION 2 - SPECIAL ASSESSMENTS

A) Special fundraising projects or assessments may be utilized to provide additional revenue. The Board of Directors shall have the power to enact special assessments based on a vote of a majority of said Board. However, Special assessments shall be subject to a majority approval by eligible members that are in attendance at a general membership meeting.

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 Society of Professional Surveyors (NSPS) Director 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.

C) All Board members 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 Association 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 Association without first obtaining the consent of the Board of Directors. When expenses are incurred by a committee, either standing or special, the expenses shall be subject to a majority approval 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 Association shall be signed by the current Treasurer or bank authorized signer(s). When two (2) signatures are required for payment of money, negotiable notes, drafts or other obligations of the Association, they shall be signed by two (2) separate bank authorized signers. 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 or expense that is not part of the budget and is more than $500.00 will require authorization of the Officers of the Association and may be signed or processed by the Treasurer or another designated authorized signer. Payment may be in form of the Association’s check or the Association's Debit Card. If directed by the Officers of the Association, two (2) separate bank authorized signers may be required for a check, one signatory will utilize the memo line of the check and the other signatory will utilize the signature line.

C) There shall be a minimum of two (2) and a maximum of three (3) authorized signatory individuals on the Association’s bank account.

SECTION 7 - APPROVAL BY DIRECTORS FOR PAYMENTS OF BILLS

A) Payment of Association bills less than $500.00, and bills for expenses included within the approved budget, may be authorized for payment by the Officers of the Association. However, all invoices more than $500.00, if not in the budget, shall be subject to a majority approval by the Board of Directors.

SECTION 8 - APPROVAL BY DIRECTORS FOR PAYMENTS OF DONATIONS

A) All donations shall be subject to a majority approval by the Board of Directors.

ARTICLE XII

ALTERATION OF BYLAWS

These Bylaws may be repealed, amended, or new Bylaws may be adopted by a minimum of fifty [50] percent vote of the members in good standing. The proposed amendment must be submitted in writing at a General Membership meeting. The notice of the proposed changes shall be mailed or delivered by electronic means to all members in good standing a minimum of two weeks prior to the date of the subsequent General Membership meeting at which a vote will be taken.

ARTICLE XIII

ORDER OF BUSINESS AND RULES OF ORDER

The Rules as defined 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 ASSOCIATION

In the event that the activities of the Association are terminated, the accrued funds in the treasury after all outstanding obligations have been paid, shall not be returned to the members of the Association 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, foundation, or such other survey related benefit.