

BY-LAWS

ARTICLE I: Meetings

Section 1. The Executive Committee shall determine the nature of business of all meetings unless otherwise provided by the Constitution or By-Laws of the Society.

Section 2. The President, in consultation with the Program Committee, may appoint special committees to facilitate arrangements for general membership meetings.

Section 3. The call for special meetings as provided in Article VII, Section 2, of the Constitution shall be made within thirty (30) days of receipt of a valid request.

ARTICLE II: Order and Procedures of Business of Society Members

Section 1. The latest edition of Roberts Rules of Order shall be accepted by the Society as final authority on all questions of parliamentary law.

Section 2. The order of business at general membership meetings shall be as follows:

1. Reading of the minutes of the previous general membership meeting.
2. President's address, which shall include a report of the activities of the Executive Committee and such recommendations as the Executive Committee may desire to make to the Society.
3. Report of the Secretary.
4. Report of the Treasurer.
5. Report of the Standing Committees.
6. Report of the Special Committees.
7. Announcement of new members.
8. Unfinished business.
9. New business.
10. Technical papers and discussions.

11. Announcement of election of Officers and Directors for the ensuing year and their installation.

12. Adjournment.

Section 3. The order of business of general membership meetings may be temporarily adjourned at any time for social activities or other function. Unfinished business or new business may be postponed until after the technical papers have been read and discussed.

ARTICLE III: Election of Officers

Section 1. The Nominating Committee, prescribed by Article V of the By-laws, shall prepare and submit to the Secretary by September 15th of each year a list of proposed Officers and Directors to be voted on in accordance with the Constitution and By-laws. The current Vice President of the Society shall automatically be posted as a candidate for the office of President for the ensuing year. The candidates for the offices and directorships of the Society may run unopposed on the ballot. The Nominating Committee shall determine whether all nominees are members in good standing, eligible to hold offices or directorships in the Society, and willing to serve, if elected.

Section 2. The Nominating Committee shall endeavor to nominate for Officers and Directors those who have served on Standing or Special Committees of the Society. It shall also give due consideration to the geographical distribution of the candidates so that, insofar as practicable, various sections of the State shall be represented by the nominees.

Section 3. Any five (5) members of the Society may submit in writing to the Nominating Committee additional nominees on or before September 1 of each year. If they are eligible and their nomination is accompanied with a statement from them that they are willing to serve if elected, their names shall be submitted by the Nominating Committee to the Secretary for inclusion on the ballot.

Section 4. At least 45 days prior to the annual meeting, the Secretary shall prepare and send to each eligible member a ballot containing the names of all nominees with instructions that secret ballots must be returned to the Secretary at least fifteen (15) days prior to the date of the Annual Meeting. Each ballot shall be returned in an envelope endorsed with the member's signature. The Secretary shall deliver all ballots unopened, together with a list of all eligible voters to a Special Tellers Committee, appointed by the President, who shall canvas all ballots and the result shall be announced by their Chairman at the Annual Meeting. The candidate receiving the largest number of votes for each office shall be elected. In the event of a tie for any office, the eligible members at the Annual Meeting shall proceed to elect such officer or director by ballot from among the candidates so tied, a majority of the votes cast being required to elect. The Secretary shall preserve all ballots for one year.

ARTICLE IV: Duties and Powers of Officers

Section 1. The **President** shall be responsible for the general supervision of the affairs of the Society; preside at all meetings of the Society and of the Executive Committee at which he/she may be present; shall elect and charge, with the approval of the Executive Committee, the Chairman of all Standing Committees of which he/she shall be ex officio member; appoint and charge, with the advice and consent of the Executive Committee, special committees for specific purposes not included within the duties of the Standing Committees. He/she shall represent the Society upon all official occasions and deliver to the Society his/her address at the general membership meetings.

Section 2. The **Vice President** shall assist the President in conducting Society affairs as may be requested by the President; shall preside at meetings of the Society or of the Executive Committee in the absence of the President and discharge his/her duties in case of a vacancy in the office of President.

Section 3. The **Secretary**, under the direction of the President and Executive Committee, shall be the Executive Officer of the Society. The Secretary shall be expected to attend all meetings of the Society and Executive Committee and duly record the proceedings thereof. The Secretary shall conduct the correspondence of the Society and keep full records of the same. The Secretary shall be an ex officio member of the Membership Committee. The Secretary may be paid a nominal salary and shall be

allowed compensation for clerical assistance; the amount of such salary and compensation to be determined by the Executive Committee.

Section 4. The **Treasurer**, under the direction of the President and Executive Committee, shall be the fiscal officer of the Society. The Treasurer shall receive all monies, dues and fees and deposit the same in the name of the Society. The Treasurer shall invest all funds not needed for current disbursements on recommendation of the Budget and Finance Committee and upon approval of the Executive Committee. The Treasurer shall pay all bills when certified and audited as provided by the By-laws. The Treasurer shall be an ex officio member of the Membership Committee and the Budget and Finance Committee. The Treasurer shall countersign all bills and vouchers certifying the accuracy of the same for which money is to be paid. The Treasurer shall prepare a consent agenda for all expenditures of the Society for review and approval of the Executive Committee at their next meeting. The Treasurer shall prepare a U.S. Income Tax Return and other financial statements as required. The Treasurer shall sign all membership cards. The Treasurer may be paid a nominal salary and shall be allowed compensation for clerical assistance; the amounts of such salary and compensation to be determined by the Executive Committee.

ARTICLE V: Committees

Section 1. Standing Committees, other than the Executive Committee, should be composed of three (3) or more members of the Society. The Chair of all Standing Committees shall serve at the pleasure of the Executive Committee, shall keep the Executive Committee informed of committee activities and accomplishments, and shall attend meetings of the Executive Committee often. Standing Committees shall make annual reports to the members of the Society by filing that report in writing with the Secretary prior to the date of the Annual Meeting and by being prepared to report to the membership orally if so requested.

Section 2. The Standing Committees of the Society shall act in accordance with their Committee Charter, their duties generally outlined as follows:

Executive Committee:

The Executive Committee shall be constituted as prescribed by the Constitution and its duties and business shall be governed and guided by the Constitution and By-laws of the Society. The Executive Committee shall serve as a Tellers Committee for all mail ballots of the membership other than annual elections of Officers and Directors. Except as otherwise provided by the Constitution and By-laws, the Executive Committee shall be the approving authority for all matters affecting the Society and its membership. The Executive Committee shall adopt a charter for each of the other Standing Committees outlining the objectives, organization and activities of the committees. Each incoming Standing Committee Chairman shall recommend to each new Executive Committee at its first meeting, additions, deletions, and changes in the Committee Charter. Any action of the Executive Committee shall be subject to a membership referendum upon petition of at least two percent, but in no case less than ten (10), of the voting members of the Society. The Executive Committee may create executive policy in conformance with Article IV, Section 2 of the By-laws.

Nominating Committee:

The Nominating Committee shall be constituted of the immediate Past President, one (1) delegate from each Local Chapter of the Society, and two (2) at-large members to be appointed by the Executive Committee. The Nominating Committee shall perform the duties prescribed under Article III of these By-laws, and such additional duties as may be prescribed by the Committee Charter.

Constitution and By-laws Committee:

The Constitution and By-laws Committee shall maintain a continuing study of the Constitution and By-laws of the Society and the applications and provisions thereof; shall review, study and recommend amendments to the Constitution and By-laws; shall act in an advisory capacity to the Officers of the Society in interpreting the provisions of the Constitution and By-laws; shall report to the Executive Committee on the above and recommend specific studies when deemed desirable.

Legislative Committee:

The Legislative Committee shall monitor proposed local, state and national legislation affecting the profession and regularly inform and advise the Society thereon; shall study, draft, initiate and sponsor any legislation desirable to the profession and endorsed by a vote of the Executive Committee in behalf of the Society; shall confer with the Liaison

Committee for coordination of efforts with allied professions in legislative measures of mutual interest or concern; shall write and publish articles and reports on legislation affecting the profession.

Membership Committee:

The Membership Committee shall prepare and continuously maintain a membership list of the Society reflecting grade and status of each member, together with other information deemed appropriate; shall recommend form and content of membership applications and applications for transfer of membership grades, shall recommend to the Executive Committee the steps and actions that should be taken by the Society and Local Chapters to secure and retain the membership of all eligible persons and to implement and pursue such steps and actions as may be approved by the Executive Committee or Local Chapter; shall recommend to the Executive Committee persons for honorary or life memberships in the Society.

Ethics Committee:

The Ethics Committee shall formulate and review ethical standards for the profession and recommend means to maintain and advance them; shall hear and investigate all complaints of unethical or illegal practice addressed to the Society and make a full report of such hearings and investigations to the Executive Committee, together with recommendations for resolution of the complaint; shall cooperate with authorities concerned with administration and enforcement of laws that govern the practice of land surveying; shall recommend to the Executive Committee the expulsion of members for cause shown.

Budget and Finance Committee:

The Budget and Finance Committee shall prepare, in cooperation with other Committees, an annual budget for submission to the Executive Committee and for approval of the membership at the Annual Meeting; shall review reports of the Treasurer and advise him of any action that should be taken to advance or protect the financial interests of the Society.

Liaison Committee:

The Liaison Committee, Chaired by the Vice President, shall establish and maintain associations and administrative agencies of government; shall advise the Committees of the Society on areas of mutual interest or concern.

Publications Committee:

The Publications Committee shall edit, publish and disseminate a newsletter of professional concerns and Society doings on at least a quarterly basis; shall solicit material of professional concern for inclusion in Society publications; shall edit, publish and disseminate all other publications of the Society; shall solicit advertising from firms, manufacturers and suppliers allied with the profession as a service to readers and as a means for supporting the cost of preparing and distributing publications of the Society.

Education Committee:

The Education Committee shall study and recommend to the membership a policy for continuing education of the profession; shall, in cooperation with the Program Committee, prepare and conduct seminars, institutes and conferences for professional continuing education; shall foster recognition of professionalism among students; shall seek continued improvement in the educational requirements for licensing as a Professional Land Surveyor in the State of Maine.

Scholarship Committee:

The Scholarship Committee shall consider matters pertaining to the collection and disbursement of funds for the purpose of scholarships in accordance with the Executive Committee Policy and Guidelines. This shall include promoting fund raising for scholarships, recommending strategies for the best stewardship and disbursement of scholarship funds, and coordinating disbursements with academic institutions. The Committee shall report to and make recommendations directly to the Executive Committee.

Historical Committee:

The Historical Committee shall attempt to identify, collect, catalog, and preserve matter and information of historical significance to the profession of land surveying; shall prepare and update indices indicating the character, location and availability of matter and information of historical significance to the profession.

Public Relations Committee:

The Public Relations Committee shall endeavor to inform the public on the high qualification of the professional land surveyor, the requirements of registration, the proper methods of procuring surveying services; shall meet, correspond, speak or otherwise interact with service clubs, public officials, and government agencies on behalf of the profession in matters affecting the interest and image of the Maine Land Surveyor.

Program Committee:

The Program Committee shall, in cooperation with the Executive Committee, establish guidelines for desired and necessary arrangements for general membership meetings, including accommodations, meals, social events, trade exhibits, etc.; shall encourage and advise Local Chapters in hosting general membership meetings.

ARTICLE VI: Balloting

Section 1. All matters coming before the Society requiring a poll of the membership may be answered by a mail ballot. Mail ballots shall be prepared by the Secretary and forwarded by first class mail to the last known address of all members eligible to vote under the provisions of Article III, of the Constitution. Mail ballots shall contain the question(s) to be voted, together with a statement explaining the matter prompting the poll. Mail ballots shall also contain instructions indicating the majority required to move the question and the last postmark date for the return of the ballot. Ballots posted after the date specified shall be considered invalid. Ballots shall be returned in the same manner as ballots cast in the election of Officers of the Society as provided in Article III, Section 4, of the By-laws. Results of mail ballots shall be announced at the next general membership meeting of the Society and in the next edition of the Society newsletter.

ARTICLE VII: Society Finances

Section 1. The fiscal year of the Society shall be January 1st to December 31st, inclusive.

Section 2. No part of the net earnings of the Society shall inure to the benefit, of, or be distributable to, its members, Directors, Officers or other private persons except that the Society shall be authorized and empowered to pay reasonable compensation for services rendered as provided by the Constitution, and shall be empowered to pay actual expenses or mileage allowances previously authorized.

Section 3. The Society shall not carry on any activities not permitted to be carried on by: (a) an organization exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law); or (b) an organization, contributions to which are deductible under Section 107 (c) (2) of the Internal Revenue Code of 1954.

Section 4. The membership present and voting at the Annual Meeting shall review and adopt a budget for the Society for the ensuing year. The Budget, as adopted, shall be considered binding upon the Executive Committee unless amended by a vote of the membership. The membership present and voting at any general membership meeting may amend the budget by a majority vote on a question for that purpose.

Section 5. The annual dues notice shall be mailed to the membership on or before January 1st of each year. The fees and dues of the Society shall not exceed the following:

Entrance fee.....	\$10.00
Regular member dues.....	\$250.00
Bench Mark dues.....	\$500 minimum
Foresight dues.....	\$1,000 minimum
Retired member dues.....	\$20.00
Associate member dues.....	\$150.00
Student member dues.....	\$20.00
Life member dues.....	none
Sustaining member dues.....	\$250.00
Honorary member dues.....	none

Section 6. The Executive Committee may make special assessments upon the membership, when authorized by a majority vote, on a question for that purpose when such question has been brought to the attention of the membership at least thirty (30) days before the ballot is cast.

Section 7. Upon dissolution of the Society, the Executive Committee, after paying or making provisions for the payment of all the liabilities of the Society, transfer the assets of the Society to its successor or dispose of all of the assets of the Society exclusively for the purpose of the Society in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future

United States Internal Revenue Law), as the Executive Committee may determine.

Section 8. Applications for membership in the Society shall be accompanied by the entrance fee, if applicable, and dues. Fees and dues for applications not granted membership shall be returned.

ARTICLE VIII: Amendment to By-laws

Section 1. Amendments to the By-laws of the Society may be initiated by: a majority vote on a written motion of the total membership of the Executive Committee; a majority vote on a written motion of the members present at a general membership meeting; or a petition containing the proposed amendment signed by five (5) members of the Society and presented to the Executive Committee.

Section 2. A proposed amendment shall be submitted to the membership of the Society, by mail ballot, within thirty (30) days of initiation of the amendment process.

Section 3. The proposed amendment shall become a part of the By-laws and supersede any other part preceding, with which it is in conflict, if a majority of the votes cast by the eligible members are in favor of adoption.

Section 4. Unless otherwise provided, the amendment shall become effective as of the date that the performance of all requisites of amending have been certified by the Executive Committee.

ARTICLE IX: Policies.

Section 1. General Policy:

The membership of the Society, by mail ballot or at a general membership meeting, may establish policies. Policies established by the general membership shall supersede policies established by the Executive Committee. General policies shall be recorded in the Secretary's minutes and copies filed with the Constitution and By-laws.

Section 2. Executive Committee Policy:

The Executive Committee, by a simple majority vote, may establish policies which will be recorded in the Secretary's minutes and distributed with copies of the Constitution and By-laws.