

Bylaws of the Maine Society of Land Surveyors

ARTICLE I: Meetings

Section 1. The Executive Committee shall determine the nature of business of all meetings unless otherwise provided by the Constitution or Bylaws 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 request in compliance with this Constitutional Article.

ARTICLE II: Order and Procedures of Business of Society Members

Section 1. Meetings shall allow for open discussion and free flow of ideas. The latest edition of Roberts Rules of Order may be referenced in the event of any questions regarding parliamentary law. Other rules of order, such as the Democratic Rules of Order may be used. The President of the Society shall, together with the Executive committee, on his/her first regular meeting of the newly elected Executive Committee, determine which rules shall be used through the President's term.

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

1. Call to order, introductions, and agenda changes.
2. President's address, which shall include a report of the activities of the Executive Committee and such recommendations as the Executive Committee may make to the Society.
3. Report of the Secretary, including the review and acceptance of the previous General Membership Meeting minutes.
4. Report of the Treasurer, including a report on the current finances of the Society, and the Scholarship Fund and the Benevolent and Betterment Fund established for the benefit of those Land Surveyors who need a helping hand and for additional funding of educational programs and/or promoting the profession.
5. Report of the Standing Committees, including the report of the NSPS Director.
6. Report of the Special Committees.
7. Chapter reports.
8. Unfinished business.
9. New Business.

10. Outgoing President's remarks. *
11. Tellers Committee report. *
12. Installation of officers. *
13. Incoming President's remarks. *
14. Recognition of newly licensed surveyors.
15. Recognition of new Society members.
16. Awards. *
17. Adjournment.

* Denotes Annual Meeting only.

Section 3. The order of business of general membership meetings may be temporarily adjourned at any time for social activities or other functions.

ARTICLE III: Election of Officers

Section 1. The Nominating Committee, prescribed by Article V of the Bylaws, shall prepare, and submit to the Secretary by the November Executive Committee meeting of each year a list of proposed Officers and Directors to be voted on in accordance with the Constitution and Bylaws. 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 voting members in good standing, eligible to hold offices or directorships in the Society, and be 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 member of the Society may submit in writing to the Nominating Committee additional nominees on or before November 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 voting member of the Society a paper 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. (See Article VI) Each paper ballot shall be

Bylaws of the Maine Society of Land Surveyors

returned in an envelope endorsed with the member's signature. The Secretary shall deliver all paper ballots unopened, together with a list of all eligible voters to a Special Tellers Committee, which shall include at least three (3) members of MSLS in good standing, to be appointed by the President prior to the Annual Meeting and disclosed to the membership also prior to the Annual Meeting, 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 simple 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; 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. The President shall be responsible for public relations, presenting to peer organizations and educational institutions with the objective of promoting the profession of Land Surveying and its role in society. He/she shall represent the Society upon all official occasions and deliver to the Society his/her address at the general membership meetings. The President shall be entitled reasonable reimbursement for expenses directly attributed to Society business, upon presentation of appropriate invoices/ records and approval by the Treasurer.

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 until such time as said vacancy is filled. The Vice President shall be the chair of the Legislative Committee. The Vice President shall be entitled reasonable reimbursement for expenses directly attributed to

Society business, upon presentation of appropriate invoices/ records and approval by the Treasurer.

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. In the absence of the Secretary at any meeting of the Society, a temporary Secretary shall be appointed by the presiding officer and shall be responsible to provide a full written report of the proceedings of the meeting.

Section 4. The Treasurer, under the direction of the President and Executive Committee, shall be the fiscal officer of the Society. The Treasurer 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 invest all funds not needed for current disbursements on recommendation of and upon approval of the Executive Committee. The Treasurer shall pay all bills when certified and audited as provided by the Bylaws. The Treasurer shall countersign all bills and vouchers certifying the accuracy of the same for which money is to be paid. The Treasurer shall facilitate the preparation of any and all U.S. Income Tax Return and/or other financial statements as required, and shall be responsible for disbursements of scholarship grants authorized by the membership. The Treasurer shall provide a full report to the Executive Committee of all deposits to both the Society's financial institution and its PayPal account. 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.

Section 5: Association Management

The Executive Committee may engage the services of an individual or firm to manage executive day-to-day functions. The services and compensation to be provided shall be defined in an agreement negotiated in the instance of an independent contractor or servicing firm and together with a job description in

Bylaws of the Maine Society of Land Surveyors

the instance of direct employment. These services may include but not be limited to preparation and planning of meetings and events, banking and accounting services, membership communication, publication and website editing, and general office functions and correspondence

ARTICLE V: Committees

Section 1. Standing Committees, other than the Executive Committee, should be composed of three (3) or more members of the Society in good standing. 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 as often as practicable. Standing Committees shall make annual reports to the members of the Society by filing them in writing with the Secretary and the Executive Director prior to the date of the Annual Meeting and 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 are generally outlined as follows, although additional duties may be added whenever the membership deems such duties to be appropriate or necessary:

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 Bylaws 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 Bylaws, the Executive Committee shall be the approving authority for all matters affecting the Society and its membership. 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 shall (a) create liaisons for different purposes and organizations as necessitated to further the goals of the Society; (b) formulate and review

ethical standards for the profession and recommend means to maintain and advance them; (c) hear and investigate all complaints of unethical or illegal practice addressed to the Society and make recommendations for resolution of the complaint; (d) cooperate with authorities concerned with administration and enforcement of laws, regulations and published best practices that govern the practice of land surveying, and; (e) shall consider the expulsion of members for cause shown. The Executive Committee may create executive policy in conformance with Article IV, Section 2 of the Bylaws.

Nominating and Membership Committee:

The Nominating and Membership Committee shall consist of the immediate Past President, and one (1) at-large members to be appointed by the Executive Committee. The Nominating Committee shall perform the duties prescribed under Article III of these Bylaws, and such additional duties as may be prescribed by the Committee Charter. The Nominating and Membership Committee shall prepare an 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.

Legislative Committee:

The Legislative Committee shall consist of the Vice President as Chair, a lobbyist hired by the Executive Committee and two (2) members of good standing. 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 on behalf of the Society, shall write and publish articles and reports on legislation affecting the profession.

Bylaws of the Maine Society of Land Surveyors

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 providing 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.

Benevolent and Betterment Benevolent Fund Committee:

The Benevolent and Betterment Fund Committee shall consider, as defined in policy, promoting and support for the expansion of education benefiting the Land Surveying profession, matters pertaining to the collection and disbursement of funds for the purpose of providing relief in the event of a natural disaster and/or extreme hardship such as a fire, to membership in accordance with the Executive Committee Policy and Guidelines. This shall include promoting fund raising for the fund, recommending strategies for the best stewardship and disbursement of the funds, and coordinating disbursements with the member affected. 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 matters 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 or by electronic means as approved by the Executive Committee.

- a) Mail ballots shall be prepared by the Executive Director 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 Bylaws. 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.
- b) Electronic Ballots shall be allowed for any elections or votes of any nature by the general membership. The Executive Committee may review and approve an electronic method that offers the best

Bylaws of the Maine Society of Land Surveyors

solution and is simple for members to use. Paper ballots shall be available for any member wishing to use a paper ballot instead of an electronic ballot.

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 funds paid to or received by 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 simple majority vote on a question for that purpose.

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

Regular member dues	\$300.00
Bench Mark dues	\$750.00 minimum
Foresight dues	\$1,000.00 minimum
Retired member dues	\$20.00
Associate member dues	\$150.00
Student member dues	\$40.00*
Life member	none
Sustaining member dues	\$500.00
Honorary member dues	none

* May be waived for full time students enrolled in a Surveying program at a college or university or a program related to or associated with land surveying by a simple majority vote of the Executive Committee.

Section 6. The Executive Committee may make special assessments upon the membership, when authorized by a simple 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, shall transfer the assets of the Society to its successor or dispose of all 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 Bylaws

Section 1. Amendments to the Bylaws of the Society may be initiated by 1) a simple majority vote on a written motion of the total membership of the Executive Committee; 2) a simple majority vote on a written motion of the members present at a general membership meeting; 3) 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 general membership of the Society, by mail or e-mail ballot, within thirty (30) days of initiation of the amendment process.

Section 3. The proposed amendment shall become a part of the Bylaws and supersede any other part preceding, with which it is in conflict, if a simple

Bylaws of the Maine Society of Land Surveyors

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 or email 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 Bylaws.

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 Bylaws.