

# **Vermont Society of Land Surveyors, Inc.**

## **By-Laws**

### **ARTICLE I: Name**

The name of the organization shall be:

Vermont Society of Land Surveyors, Inc., hereinafter referred to as the Society.

### **ARTICLE II: Object.**

The Society is a nonprofit organization whose objectives shall be:

- A. To advance the sciences of surveying and mapping in their branches, in furtherance of the public welfare and in the interests of both those who use maps and surveys and those who make them, and to establish a central source of reference and union for its members.
  
- B. To contribute to public education in the use of surveys and maps and to encourage the prosecution of basic surveying and mapping programs.
  
- C. To establish and maintain uniformly high professional standards of work and ethics in the practice of surveying and mapping.

### **ARTICLE III: Membership.**

#### **A. Full Member.**

Full Membership shall be open to any person who is a land surveyor licensed by the State of Vermont whose application, filed in the proper manner, has been approved by the Executive Committee.

#### **B. Associate Member.**

Any person interested in surveying and mapping who might not qualify for other membership. Associate members shall enjoy the same rights and privileges as full members, except that they shall have no vote in Society proceedings, nor be eligible to serve as officers

#### **C. Student Member.**

Any full-time student in civil engineering, forestry, land surveying, geodesy, mapping, or other related field whose application, filed in the proper manner, has been approved by the Executive Committee. Student members shall enjoy the same rights and privileges as Full members, except they shall have no vote in Society proceedings, nor be eligible to serve as officers.

**D. Sustaining Member.**

Any individual or firm desiring to support the aims and objectives of the Society, who may or may not be entitled to one of the foregoing classes of membership, whose application, filed in the proper manner, has been approved by the Executive Committee. Sustaining members shall not be eligible to vote or hold any office in the Society; however, if a sustaining member also holds another class or other classes of membership, the sustaining member class shall not infringe upon such rights and privileges.

**E. Honorary Member.**

Honorary membership may be awarded by vote of the Executive Committee to any person who has actively shown interest and assisted in the promotion of the object and purpose of the Society. Honorary members shall enjoy the same rights and privileges as Full members, except they shall have no vote in Society proceedings, nor be eligible to serve as officers. Honorary members shall be exempt from all dues and assessments.

**F. Emeritus Member.**

Emeritus membership may be awarded by a two-thirds vote of the entire Executive Committee to any member over the age of 62 who has been a member in good standing for a minimum of ten years and has exhibited meritorious service to the profession and the Society. Emeritus members shall enjoy the same rights and privileges as Full members, but shall be exempt from all dues and assessments.

**G. Life Member.**

Life membership may be granted by vote of the Executive Committee to any Full Member 65 years old or older who has held a current dues card as a Full Member for 15 consecutive years immediately preceding, and who requests in writing to be granted the status of Life Member. Life members shall enjoy all the rights and privileges as Full members, and dues shall be 50% of Full Member dues. Additionally, Life Members shall be granted a 25% discount on all VSLs Education Programs. Current Life Members shall also be eligible for the 25% Education Program discount. This article shall become effective with dues year 2009.

**H. Out-of-State Member.**

Members of out-of-state Land Surveyors Associations may apply for membership under this category, subject to the following qualifications and restrictions:

1. The Applicant shall be an individual interested in land surveying, registered or non-registered, who is not residing in Vermont and is not practicing Land Surveying full-time in Vermont.
2. The Applicant shall belong to their home State Association or Society, as a member in the same category applied for (A, B, C) or equivalent. Proof of current membership shall accompany an application or renewal.
3. The Applicant's home State Association or Society must offer a similar arrangement through their By-Laws, to VSLs members.
4. The Member shall not have voting privileges in the Society.
5. The Member shall not hold any office in the Society.
6. The Member shall enjoy all Society benefits, publications and seminars.

7. The Member's dues shall be 50% of the regular dues of the category approved for membership.

**I. Expulsion from Membership.**

A member in any classification may be expelled or suspended from the Society by a two-thirds vote of the entire Executive Committee. Grounds for expulsion shall be:

1. Willful disregard of the Society's principles and purposes.
2. Violation of the Society's Canon of Ethics.
3. Conduct detrimental to the Society's welfare.
4. Conviction of a felony.
5. Revocation or suspension of a member's license.

The member shall receive a written copy of the charges against him or her, and shall have the right of hearing before the Executive Committee before final action is taken. A person whose membership has been revoked under this section may be reinstated only upon the affirmative vote of two-thirds of the Executive Committee.

**ARTICLE IV: Dues.**

- A. An application fee of \$5.00 shall accompany each application for membership.
- B. Annual dues for all classes of membership shall be due and payable on the first of January of each year.
- C. Annual dues for the several classes of membership shall be as follows:
  - a. Full Member \$100.00
  - b. Associate Member \$50.00
  - c. Student Member \$5.00
  - d. Sustaining Member \$100.00
- D. Dues may be subject to change at any time upon recommendation of the Executive Committee and approval of the membership.
- E. Any member whose annual dues shall remain unpaid for a one-year period and who fails to pay said dues within 30 days after written notification of said arrears, shall be dropped from membership.
- F. Any member suspended for non-payment of dues may be reinstated upon approval of the Executive Committee and the payment of the application fee and dues for the current year.

**ARTICLE V: Fiscal Year.**

The fiscal year of the Society shall be 1 January through 31 December inclusive.

## **ARTICLE VI: Officers and Directors.**

- A. The officers of the Society shall be a President, a Vice-President, a Secretary, and a Treasurer. These officers, together with the Board of Directors, consisting of three members, shall constitute the Executive Committee.
- B. The officers and two members of the Board of Directors shall be elected each year at the annual meeting. The third member of the Board of Directors shall be the immediate past president of the Society who shall serve for one year. If there is no immediate past president, the third member of the Board of Directors shall be elected at the annual meeting.
- C. No person shall be eligible to serve as an officer or a member of the Board of Directors who has not been a Full member for at least one full year.

## **ARTICLE VII: Election of Officers and Directors.**

- A. Method of Election.
  - a. Officers and Directors shall be elected at the annual meeting.
  - b. Voting shall be by ballot.
  - c. Officers and Directors shall assume their duties at the close of the meeting at which they were elected.
- B. Vacancies in Office:
  - a. A vacancy in any office shall be filled for the unexpired term by a member elected by the Executive Committee.
  - b. Voting shall be by ballot if there is more than one nominee for the office.
  - c. A two-thirds vote of the members of the Executive Committee shall constitute an election.

## **ARTICLE VIII: Duties of Officers.**

### **A. President:**

The President shall:

1. Preside at meetings of the Society and the Executive Committee.
2. Be an ex-officio member of all committees except the nominating committee.
3. Determine the duties of the Vice President.
4. Coordinate the work of the officers and committees, in order that the objectives of the Society might be promoted.
5. Submit an annual report to the Society at the annual meeting.
6. Appoint a member of the Executive Committee to be an ex-officio member of each standing committee.

### **B. Vice-President:**

The Vice-President shall perform the duties of the President in the absence or inability of the President to serve.

**C. Secretary:**

The Secretary shall:

1. Record the minutes of all meetings of the Society and the Executive Committee.
2. Be responsible for mailing to each member of the Executive Committee a copy of the minutes of all meetings of the Society and the Executive Committee.
3. Conduct such correspondence as the Society, the Officers, or the Board of Directors may direct.
4. Notify officers and standing committee chairs of their elections.
5. Present an annual inventory of Society property at the Annual Meeting.

**D. Treasurer:**

The Treasurer shall:

1. Be a member of the Budget Committee.
2. Collect and record funds in accordance with the approved budget and deposit the same in the name of the Society.
3. Present a financial statement at each meeting and at other times as requested by the President.
4. Present an annual financial statement at the annual meeting.
5. Disburse funds and pay all bills by check when approved by the President.
6. Close the books at the end of the fiscal year and submit them for review to a committee appointed for that purpose.
7. Send dues notices to members one month prior to the date that they are due.
8. The Treasurer shall be bonded in amounts determined by the Executive Committee. The expense of these bonds shall be paid for by the Society.
9. Invest all funds not needed for current disbursements on recommendation of the Budget Committee and upon approval of the Executive Committee.

**E. All Officers:**

All Officers shall:

1. Perform the duties prescribed in the parliamentary authority, in addition to those outlined in these by-laws and those assigned from time to time.
2. Deliver to their successors all official material within fifteen (15) days following the close of the annual meeting at which their terms of office expire.

**ARTICLE IX: Regular Meetings.**

- A. Regular meetings shall be held at least three times a year.
- B. The date, time and place of each meeting shall be determined by the Executive Committee.
- C. A special meeting may be called in lieu of or in addition to a regular meeting.

**ARTICLE X: Annual Meeting.**

- A. The Annual Meeting shall be held in the month of December, and shall be considered a regular meeting.
- B. The date, time and place of each annual meeting shall be determined by the Executive Committee.
- C. The Annual Meeting shall be the governing body of the Society.

**ARTICLE XI: Voting Body.**

- A. The voting body of the meetings shall consist of the Full, Emeritus and Life members of the Society.
- B. Each eligible voter shall have but one vote.
- C. Ten percent (10%) of the eligible voters shall constitute a quorum. Two (2) of these members shall be members of the Executive Committee.
- D. Any motion that comes from the floor at a business meeting, which involves spending \$1000 or more, requires that 70% of the membership in good standing be in attendance to be voted on at that meeting. If 70% of the membership in good standing is not in attendance, the motion shall be sent to all members for a vote by ballot or be warned in the next issue of the Cornerpost for voting at the next business meeting.

## **ARTICLE XII: Executive Committee.**

### **A. Membership**

- a. The Executive Committee shall be comprised of the officers and the Board of Directors (see Article VI Sec. A)
- b. A majority shall constitute a quorum.

### **B. Duties:**

The Executive Committee shall:

1. Meet at the call of the President.
2. Perform the duties delegated to it here and elsewhere under these by-laws.
3. Transact business referred to it by the membership.
4. Coordinate the work of standing committees and authorize and direct the work of each.
5. Select the date, time, and place of all meetings, including the annual meeting.
6. Submit to the membership such recommendations as it deems advisable.
7. Determine the amount and authorize payment of fidelity bonds for the Treasurer of the Society.
8. Take no action in conflict with that of the membership.
9. Appoint the editor of the Society newsletter who shall serve until a successor is appointed.
10. Have the authority to contract for administrative services.

## **ARTICLE XIII: Committees.**

- A. Standing committees may be created by the Executive Committee as deemed necessary to promote the objectives and carry on the work of the Society.
- B. All standing committees except the Executive Committee shall be composed of not less than three (3) members of the Society
- C. Each standing committee shall make an annual report to the Society membership at the annual meeting, a copy of which report shall be filed with the Secretary.
- D. Special committees may be created and appointed by the President or Executive Committee.

**ARTICLE XIV: Committee Chairs.**

- A. Nominations for chairs of standing committees shall be made by the Committee on Nominations.
- B. Only a member of the Society, whose consent has been secured, shall be eligible for nomination for chair of a standing committee, either by the Committee on Nominations or from the floor.
- C. Election of chairs of standing committees shall be held at the annual meeting prior to the election of officers.
- D. Additional nominations may be made from the floor of this meeting. A majority of the votes cast shall constitute an election.
- E. If a vacancy occurs in the chair of a standing committee, the Executive Committee shall be empowered to fill such vacancy.

**ARTICLE XV: Standing Committees.**

**A. Nominating.**

A Nominating committee, consisting of three members, shall be appointed annually by the Executive Committee at the first regular meeting following the annual meeting and shall serve until the first regular meeting following the next annual meeting; shall select one nominee for each office to be filled at the next annual meeting and mail a list of these nominees to all members via the Society newsletter prior to said meeting. Said list to include Officers, Directors, and Standing Committee Chairs.

**B. Ethics and Standards**

The Ethics and Standards Committee shall formulate and review ethical standards for the profession and shall hear and investigate all complaints of unethical or illegal practice and attempt to resolve the same.

The Ethics and Standards Committee shall consist of five elected members each from a different geographical area of the State. Each member shall serve for a term of three years. In the case of electing the first committee one shall be elected for one year, two for two years, and two for three years. Any vacancy in a term of office shall be filled by appointment of the Executive Committee. The members appointed shall serve until the next annual meeting at which time an election will be held to fill the remainder of any unexpired term. Upon election of the new members at the annual meeting the committee shall elect a vice-chair and secretary.

The Ethics and Standards Committee shall formulate and review the Vermont Board of Land Surveyors standards of practice for the land surveying profession in the State of Vermont for presentation and approval by the Society Membership and shall provide technical assistance and advice on the use of such standards.

**C. Legislative.**

The Legislative Committee shall monitor proposed local, state and national legislation affecting the profession and regularly inform and advise the Society thereon. The Legislative Committee may introduce and lobby for legislation relevant to the profession, with the approval of the Executive Committee.

**D. Membership.**

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 and shall recommend form and content of membership application.

**E. Publications.**

The Publications Committee shall edit, publish and disseminate an official newsletter called "The CORNERPOST", and shall edit, publish, disseminate all other publications of the Society.

**F. Program.**

The Program Committee shall, in cooperation with the Executive Committee, make all necessary arrangements for general membership meetings, professional development programs and any other functions of the Society as a whole that are approved by the Executive Committee.

**G. Public Relations.**

The Public Relations Committee shall promote the profession and the objectives of the Society within the private and professional community.

**H. Budget.**

The Budget 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 last quarterly meeting of the calendar year and shall review reports of the Treasurer and advise the Treasurer of any action that should be taken to advance or protect the financial interests of the Society.

**I. G/L.I.S./Geodetic Control.**

The G/L.I.S./Geodetic Control Committee shall monitor the activities of any agency or entity engaged in the implementation and/or use of Geographic Information Systems as they pertain to the survey profession in Vermont; Shall offer expertise in survey matters and promote the role of the surveyor in the development and maintenance of such systems; Shall promote the use of the Vermont Coordinate System and assist in the maintenance of Vermont's Geodetic Control Network.

## **J. Preservation.**

The Preservation Committee shall formulate procedures for preservation of plans and/or records of Vermont surveyors. The Committee shall implement said procedures to preserve any plans and/or records made available to the VSLs and shall insure that copies of same are properly indexed and safely stored.

## **ARTICLE XVI: Amendments.**

These by-laws may be amended at the Annual Meeting of the Society at which a quorum is present, by a two-thirds vote of the members present. Any duly warned proposed change to these by-laws may be amended from the floor by pertinent amendment at such Annual Meeting.

Adopted:	February 11	1965
Amended:	May 6	1965
	May 8	1969
	May 8	1971
	May 18	1973
	May 10	1974
	May 9	1975
	May 13	1977
	May 15	1981
	May 14	1982
	May 6	1983
	May 10	1985
	May 1	1987
	May 6	1988
	May 3	1990
	May 2	1991
	April 30	1992
	May 6	1993
	May 13	1994
	May 5	1995
	May 8	1998
	May 14	1999
	May 12	2000
	May 16	2003
	May 19	2006
	December 14	2007