

**CONSTITUTION OF THE GENESEE VALLEY
LAND SURVEYORS ASSOCIATION, INC.**



Adopted by Members in Good Standing at the December 17, 2016 Annual Meeting

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CONSTITUTION OF THE GENESEE VALLEY LAND SURVEYORS ASSOCIATION, INC.

ARTICLE I NAME

The name shall be Genesee Valley Land Surveyors Association, Inc.

ARTICLE II PURPOSES AND OBJECTIVES

Section I To maintain the practice of Land Surveying as a profession.

Section II To promote the economic welfare of members of the Land Surveying profession by maintaining an active public relations program and by related means.

Section III To foster the establishment and maintenance of uniform high professional standards of work and ethics in the practice of the profession of Land Surveying for the greater protection of the public interest throughout the State.

Section IV To secure common representation and guidance on laws, regulation, and any other problems that may affect the practice of the profession of Land Surveying.

Section V To collect and disseminate information of value to the members and general public regarding the profession of Land Surveying.

Section VI To secure legal interpretation of any laws or regulations and guide said interpretation of the same that affect the practice of the profession of Land Surveying.

Section VII To promote a spirit of friendship and cooperation among the members of the Association.

Section VIII To represent the New York State Licensed Land Surveyor in the Genesee Valley Region.

Section IX To provide continuing education to the members of the Association.

ARTICLE III DEFINITIONS

Section I Regular, Annual or Special meetings shall be of the general membership.

Section II Board of Directors meetings shall be of the current directors.

Section III Board refers to Genesee Valley Land Surveyors Association, Inc., Board of Directors

Section IV The Association representing the New York Licensed Land Surveyors is the New York State Association of Professional Land Surveyors, Inc. and is referred to as NYSAPLS.

Section V The Association refers to the Genesee Valley Land Surveyors Association, Inc.

Section VI The fiscal year of the Association shall be the calendar year.

Section VII A policy issue is any constitutional change or position the Association may take that will affect the Genesee Valley Land Surveyors Association, Inc. or the profession as a whole.

Section VIII Mail shall include electronic mail or other suitable method of distribution.

ARTICLE IV MEMBERSHIP

Section I Membership Classes and Qualifications

- A. A full Member shall be defined as:
 - 1. A Regular Member who is licensed and registered as a Land Surveyor by the State of New York.
 - 2. A Life Member shall be a Regular Member who has retired and is nominated by the Board of Directors and elected by a vote at a Regular meeting.
- B. An Associate Member is a person who is not yet licensed as a New York State Land Surveyor.
- C. An Affiliate Member is a Land Surveyor not registered in New York State or is registered in New York State but who does not, nor does his or her firm, practice in New York State.
- D. A Student Member is a person enrolled in a two or four year surveying program in New York State.
- E. An Honorary Member is a person who is not a registered Land Surveyor but who, because of their outstanding contributions to the Profession, is deemed worthy of membership on an honorary basis. The person shall be nominated by the Board and elected by a 2/3 vote at a Regular Meeting.

Section II Status

- A. A full Member has all the rights, privileges and responsibilities normally associated with full membership. Those persons may vote, nominate full members for an office hold elective office, and chair any committee.
- B. An Associate Member may take part in the activities of the Association, but they may not vote, hold elective office, nominate full members to an office or chair a Standing or ad hoc Committee except as the non-voting member of the Board of Directors and as the chair of the Associate Members Committee.
- C. An Affiliate Member and Honorary Member may take part in the activities of the Association, but they may not vote, nominate full members to an office, hold elective office, or chair a Committee.
- D. All Classes of Membership, except Student and Honorary, shall carry with them obligatory membership in NYSAPLS.
- E. The Association shall honor the obligation of the NYSAPLS to its Sustaining Members, and will recognize their privileges as set forth by the NYSAPLS.

Section III Dues

- A. Regular Members shall pay annual dues in the amounts recommended by the Board of Directors and approved by a 2/3 vote at a Regular or Special Meeting.

1. Regular Members shall pay dues only once per year in conjunction with payment of NYSAPLS annual dues.
 2. Those members who have not paid their dues within 90 days of the NYSAPLS due date will no longer be members of the Association.
- B. Associate Members and Affiliate Members shall pay annual dues under the same rules that apply to Regular Members.
- C. Life Members, Honorary Members and Student Members are not subject to dues.

ARTICLE V

ADMINISTRATION

Section I Executive Offices and Board of Directors

A. Executive Officers

There shall be four executive officers consisting of the President, Vice-President, Secretary, and Treasurer. They shall serve for terms of one year, concurrent with the fiscal year of the Association and may be re-elected to office for consecutive and/or non-consecutive terms in the same office. The previous President shall automatically succeed to the position of Past President.

B. Board of Directors

1. The Board shall consist of eleven full members in good standing. These shall be the four Executive Officers, the Past President and six full members who shall serve for a term of three years, two members being elected each year. The term shall be concurrent with the fiscal year of the Association.
2. The Board of Directors may include one non-voting Associate Member elected by the Associate Members in good standing. The Associate member shall be excluded from participating in the Ethics Committee. This Associate Member shall serve for a term of one year and may be reelected to the Board. If the Associate Member becomes a Full Member during their term on the Board this person will be allowed to complete their term on the Board only as an Associate Member.

Section II Nominations for Office

- A. Nominations for office shall be by a slate presented by the Nominations Committee in accordance with procedures as outlined in ARTICLE V, Section VI, Part D, Sub-Section 1.
- B. Nominations for the Associate member of the Board shall be by a slate presented by a separate Nominating Committee made up of Associate Members in good standing in accordance with the procedures as outlined in ARTICLE V, Section VI, Part D, Sub-Section 1.

Section III Election of Officers and Directors

- A. A slate of Officers and Directors shall be presented by the Nominations Committee at the second Regular or Board meeting of the organization preceding the Annual Meeting. The report of the Nominations Committee shall be included in the Secretary's minutes of that meeting.

- B. Additional nominations for Officers and Directors may be made from the floor at the first Regular or Board meeting preceding the Annual Meeting.
- C. The names of all candidates for all Officers and Directors shall be included in the Secretary's Notice of the Annual Meeting, which shall also include the ballot for Officers and Directors. The Notice of the Annual Meeting and ballot shall be communicated to all members. All Officers and Directors shall be elected by a majority vote of the members who are entitled to vote. All ballots shall be returned to the Secretary at least two days prior to the Annual Meeting.

Section IV Vacancies

- A. An Executive Office vacated during a term shall be filled by the customary succession of office. The President shall, with approval of the Board, appoint the successor to the remaining vacant office.
- B. If the Past President vacates his or her office as a Member of the Board, the President shall offer appointment to the next previous Past President.
- C. The President shall have the authority to fill a vacancy on the Board with approval of the remaining members of the Board.

Section V Duties of Officers

- A. The President Shall:
 1. Preside at Regular and Special Meetings.
 2. Preside at all Meetings of the Board.
 3. Appoint all Standing Committees subject to the approval of the Board.
 4. Be an ex-officio member of all Committees except the Nominating Committee and the Associate Members Committee.
 5. Be the Association Delegate and spokesperson on all policy issues, with approval of the Board of Directors, to the NYSAPLS Board of Directors.
 6. Be privileged to change the order of business of Regular Meetings, except when the agenda has been published and mailed, in which case all agenda items shall be presented.
 7. Make such appointments as may be necessary.
- B. The Vice President Shall:
 1. Fill the office of the President in the absence of the President.
 2. Perform such duties as may be delegated by the President.
 3. Chair the Program Committee.
 4. Be the Alternate Delegate and spokesperson on policy issues, with approval of the Board of Directors, to the NYSAPLS Board of Directors.
- C. The Secretary shall:

1. Keep a record of all Meetings of the Association and the Board.
 2. Send the minutes and agendas of the Meetings to all members of the Association no less than ten (10) days before the next scheduled Meeting or as specified by the constitution.
 3. Send special notices as may be directed by the President or the Board.
 4. Submit an annual report of the years activities of the Association.
 5. Turn over to the next Secretary all records and property of the Association, taking a receipt therefor.
- D. The Treasurer shall:
1. Be responsible for all moneys and properties of the Association.
 2. Pay all debts of the Association as follows:
 - a. Budget items shall need no further authorization.
 - b. Non-budget items shall have approval of the Board before the debt is incurred.
 3. Keep an accurate record of the financial condition of the Association at all times.
 4. Be prepared to give a financial report at all Board Meetings.
 5. Prepare a fiscal year-end report for audit and approval by the Finance Committee and file the required IRS forms per Section 501 (6) (7) of the Internal Revenue Code of 1954 and subsequent revisions to comply with the Certification of Incorporation of the Genesee Valley Land Surveyors Association, Inc.
 6. Turn over to the next Treasurer all records, moneys and properties of the Association, taking a receipt therefor.
 7. Assist the Finance Committee in the preparation of a budget for the next fiscal year.
- E. The Board of Directors shall:
1. Consider all matters brought before it as the governing body of the Association.
 2. Take final action on membership recommendations from the Treasurer and Membership Committee.
 3. Approve a budget submitted by the Finance Committee in November for the following fiscal year.
 4. Act as the Ethics Committee, subject to provisions in ARTICLE V, Section VI, Part D, Sub-Section 2.

Section VI Committees

- A. The following are Standing Committees: Public Relations, Finance, Membership, Education, Program, Associate Members, Historian and Standards.

1. The committee chair shall be appointed by the President, subject to approval by the Board, and members shall serve at the discretion of the President.
 2. The Committee may be directed by the President, the Board, or by the members to conduct projects in their areas of concern, or they may choose projects of their own, subject to approval by the President.
 3. The President shall assign a member of the Board to each committee to act as a liaison. All committees shall submit a statement of goals for the next year to their contact member of the Board before the second Board meeting of the fiscal year.
- B. Duties of Standing Committees
1. The Public Relations Committee shall:
 - a. Cause to be published articles of interest to the public that promote a better understanding of the Profession.
 - b. To collect and disseminate information of value to the members and the general public regarding the profession of Land Surveying.
 2. The Finance Committee shall:
 - a. Audit the financial records of the Association each year, allowing the Treasurer sufficient time to prepare the fiscal end-of-year report to be presented at the March meeting.
 - b. Prepare a budget for the next fiscal year for the approval at or before the November Board meeting.
 3. The Membership Committee shall:
 - a. Receive and review all applications for recommendations to the Board.
 - b. Actively engage in promoting membership in the Association.
 4. The Education Committee shall:
 - a. Develop programs for the continuing professional competency of present and future members of the surveying community.
 - b. Help to promote education programs in the Genesee Valley region.
 - c. Develop programs of interest to the schools and students of the area.
 - d. Facilitate the interviews and selection of the Joseph E. Glickman Memorial Scholarship and Arthur D. Shaw Memorial Fund scholarship recipients at Alfred State College.
 5. The Program Committee shall provide a varied choice of special programs of interest and value at the meetings of the Association.
 6. The Associate Members Committee shall be comprised of only Associate members in good standing and shall promote and disseminate information of interest to the Association.
 7. The Historian shall:

- a. Be responsible for the preservation of all documents of value to the Association and to the Profession,
 - b. Collect, accept or purchase, with approval of the Board, articles of historical significance to the Association and the Profession.
 - c. Offer, from time to time, articles of interest for publication in appropriate periodicals.
8. The Standards Committee shall:
- a. Be responsible for the continuing development and dissemination of Codes of Practice in all aspects of surveying practiced in the area served by the Association.
 - b. Review existing codes on statewide or national level for applicability to the area served by the Association.
 - c. Formulate ethical standards of the profession and to recommend means to maintain and enhance them.
 - d. Consider and define the professional and legal interests of the surveyor.
- C. The following are Special Committees: Nominations and Ethics.
- 1. The Nominations Committee shall be elected by the Full Members present at the second meeting prior to the Annual meeting.
 - a. The committee shall number not less than three nor more than five Full members in good standing.
 - b. Members of the committee shall not limit the right of those members to be nominated for office.
 - 2. The Ethics Committee shall be composed of five members, all of who shall be Full members of the Board. In the event a member of the Committee is disqualified, the Chair shall appoint a member of the Board in their place.
- D. Duties of Special Committees
- 1. The Nominations Committee shall be responsible for the orderly succession of leadership of the Association. They shall:
 - a. Obtain candidates to fill the offices whose term will expire at the end of the fiscal year.
 - b. Consult with each candidate regarding their willingness to serve, and any other matter that the committee may deem appropriate.
 - c. Create a slate of Nominations to fill the offices opened for election. The committee shall nominate at least one candidate for each office.
 - d. Provide the slate of nominations to the secretary in a manner which allows the secretary to comply with ARTICLE V, Section III, Part C.
 - 2. The Ethics Committee shall:

- a. Investigate and discourage unethical and illegal practices and submit a report to the NYSAPLS Ethical Practices Committee.
- b. Cooperate with authorities concerned with the administration and enforcement of laws that govern the practice of surveying.
- c. Consider and recommend to the Board of Directors action to be taken for cause shown.

ARTICLE VI MEETINGS

- Section I Regular and Annual Meetings - There shall be a minimum of six (6) regular meetings per year at a place and time as agreed upon by the Board or the members. The final meeting shall be considered the Annual Meeting, subject to the order of business as specified in ARTICLE VI, Section VII, Part B. The Annual meeting shall take place within sixty days of the end of the calendar year.
- Section II Board Meetings – There shall be a minimum of six (6) Board Meetings per year at a place and time determined by the Board.
- Section III Special Meetings – Special Meetings may be held at the call of the President or the Board, or by a signed petition of request by at least 20% of the Full Members in good standing. The agenda having been published and mailed, are the only reports, discussions, and motions to be considered,
- Section IV Agenda – Any policy issue that is added to a published agenda during the meeting shall require a two thirds vote of the regular members present who are in good standing.
- Section V Policy Issues – Any meeting that a policy issue is discussed and/or voted on must be presided over by either the President, Vice President or two members of the Board of Directors.
- Section VI Quorum
- A. A quorum at a Regular Meeting shall be 15% of the Full Members in good standing.
 - B. A quorum at a Board of Directors Meeting shall be a simple majority, one of who must be either President or Vice President.
 - C. A quorum at a Special Meeting shall be 25% of the Full Members in good standing.
- Section VII Order of Business
- A. Regular and Board Meetings
 1. Acceptance of Minutes of the previous meeting.
 2. Reports of Officers.
 3. Reports of Committees.
 4. Old Business.
 5. New Business.
 - B. Annual Meeting
 1. Acceptance of the minutes of the previous Regular or Special Meeting.

2. Acceptance of annual written reports by all Committees.
 3. Acceptance of annual written reports by all Officers.
 4. Old business.
 5. Balloting
 6. Installation of new officers.
 7. New business.
 - a. Submit the budget for the next fiscal year.
 - b. Recognize the outstanding members of our Association and/or the profession.
- C. Prerogatives of the President
1. May alter the Order of Business at Regular or Board Meetings.
 2. The Order of Business may be altered at Special and Annual Meetings only with the approval of the Full Members present.
- D. Special programs may be held in conjunction with Regular and Annual meetings.
- E. Robert's Rules of Order, current edition, shall govern, except when they are inconsistent with the governing documents of this Association.

ARTICLE VII AMENDMENTS TO THE CONSTITUTION AND ISSUES.

Section 1. Amendment Procedure

- A. An amendment may be proposed in writing to the Secretary by any member in good standing entitled to vote for consideration and disposition by the Directors. An affirmative vote by a majority of the members of the Board is required for the proposed amendment to be processed according to Article VII, Section 1, Part D.
- B. An amendment may be proposed in writing to the Secretary by six or more members in good standing entitled to vote at any Regular or Board meeting. The proposed amendment shall then be processed according to Article VII, Section 1, Part D.
- C. An amendment may be proposed by the Board after receiving an affirmative vote by a majority of the members of the Board. The proposed amendment shall then be processed according to Article VII, Section 1, Part D.
- D. A notice stating the time and place of a Regular meeting at which a proposed amendment to the Constitution will be considered for adoption, and a complete copy of any proposed amendment shall be communicated to each member entitled to vote thereon at least 20 days prior to said meeting.

- E. An amendment to the Constitution shall be adopted upon an affirmative vote of two-thirds of the members entitled to vote in attendance at a duly convened meeting for which notification has been sent according to Part D above.

- F. The same procedure outlined above shall be followed for any policy issue as outlined in Article III, Section VII.

Section II Automatic Amendments

- A. Where any part of this Constitution is in conflict with the Constitution and By-Laws of NYSAPLS, that part shall be changed to conform to the Constitution and By-Laws of NYSAPLS.

- B. Until such time as the amendment shall be made, the affected part shall be considered void and the corresponding part of the NYSAPLS Constitution and By-Laws shall be considered a part of the Constitution.

- C. A simple majority of the Full Members in good standing at a Regular, Special, or Annual Meeting shall be required for acceptance of the wording of the revised amendment.