

# ALASKA SOCIETY OF PROFESSIONAL LAND SURVEYORS

**AFFILIATE OF NATIONAL SOCIETY OF PROFESSIONAL SURVEYORS  
MEMBER, WESTERN FEDERATION OF PROFESSIONAL SURVEYORS**

**P.O. BOX 101465  
ANCHORAGE, ALASKA 99510**

## **BY-LAWS**

**As Amended February 23, 2005**

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## **PREAMBLE**

CONCERNED with the Public Well-Being and

IN ORDER to safeguard life, health, and property, by assuring the practice of land surveying by properly qualified persons;

LIKEWISE, to advance the welfare of the land surveying profession by the establishment and observance of high standards of ethical conduct;

ALSO, to focus public attention upon the professional standing, functions, requirements and accomplishments of land surveyors:

WITHAL, to Sponsor and promote honorable procedure tending toward recognition commensurate with the dignity and responsibility of this profession, the Alaska Society of Professional Land Surveyors has been organized. In order to advance these ideals in the State of Alaska this Society herewith sets forth it's By-Laws, of which this Preamble is a part, hereby adopting and confirming the objects, purposes, powers and privileges specified and granted under and by virtue of its CONSTITUTION. HEREAFTER, use of the masculine pronouns includes the feminine pronouns.

## **ARTICLE I**

Section 1. The Alaska Society of Professional Land Surveyors, is fully autonomous and the interest of each "Member" shall be equal to that of every other "Member" and no "Member" can acquire any interest which will entitle him to any greater vote or interest in this Society than any other "Member".

Section 2. This Society, hereinafter referred to as the "State Society" has affiliated with the National Society of Professional Surveyors (NSPS), the Alaska Professional Design Council (APDC) and the Alaska Surveying and Mapping Conference, Inc. The Society is a member of the Western Federation of Professional Surveyors (WEST-FED).

## **ARTICLE II OBJECTIVES**

Section 1. The objectives of this State Society shall be:

- a. The advancement of the public welfare,
- b. The union of all Professional Land Surveyors of the State of Alaska,
- c. The advancement of the professional, social and technical interests of Professional Land Surveyors,
- d. The consideration of and attention to legislation affecting the profession, and,

- e. The improvement of public relations and the cultivation of public appreciation of the work of Professional Land Surveyors.

### **ARTICLE III MEMBERSHIP**

Section 1. Membership in the State Society shall consist of all persons eligible under this article.

Section 2. A "VOTING MEMBER" shall be a licensed Professional Land Surveyor, registered by the Alaska Board of Registration for Architects, Engineers and Land Surveyors or under the laws of any other state having equivalent requirements for registration.

Section 3. There shall be in the Society an ASSOCIATE membership, an AFFILIATE membership, a LIFE membership, a STUDENT membership, an HONORARY membership, and a SUSTAINING membership. Neither the ASSOCIATE, AFFILIATE, STUDENT, HONORARY, or SUSTAINING membership may vote. Except that a SUSTAINING member who is qualified to be a regular member shall have all of the rights of a regular member.

- a. An Associate Member shall be defined as a person employed in or retired from the surveying profession who is not eligible for voting membership and who has been accepted by the Membership Committee.
- b. An Affiliate Member shall be defined as a person, who by virtue of his employment, has a particular interest in or association with the profession of land surveying and who has been accepted by the Membership Committee.
- c. A Life Member shall be defined as a person not less than 60 years of age and a "Member" in good standing for any 5 years previous to his appointment as a Life Member and whose nomination is accepted by the Board of Directors.
- d. A Student Member shall be defined as a person enrolled in a land surveying curriculum and carrying 12 semester units and whose nomination is accepted by the Membership Committee. Student Members must have the endorsement of an instructor as to their enrollment in the minimum of 12 semester units.
- e. An Honorary Member shall be defined as any person living or dead recognized as an individual of superior stature in Land Surveying or the fields closely related thereto and whose nomination has been accepted by the Board of Directors. Upon acceptance the person's name shall be entered upon the membership rolls as a honorary member and shall be carried upon the rolls so long as the Society exists.
- f. A Sustaining Member shall be defined as any commercial or professional institution or individual interested or engaged in land surveying, the manufacture of instruments or equipment for this work, or the reproduction or compilation of maps providing significant financial support to the State Society and who has been accepted by the Membership Committee.

Section 4. Membership in the State Society, and, any of its Chapters, shall be evidenced solely by the official dues receipt as adopted by the Board, signed by either the State Membership Chairman or State President, and with the imprint of the Seal of the State Society thereon, and counter-signed by the individual member. These official dues receipts shall be issued upon receipt of the dues by the Board of Directors or their designee. The grant of membership is not the right, per se, of the individual, but the prerogative and privilege of the State Society, through the several Chapters and the Board of Directors.

Section 5. The prospective members may indicate, upon application for membership, the Chapter with which they wish to associate. Such choice shall be based upon either geographical location, or community interest. A "Member" may, at any time, transfer from one Chapter to another. Requests for transfer shall be in writing, and copies shall be filed simultaneously with the State Society and with each of the two Chapters concerned.

Section 6. All new members shall be notified by the Board of Directors of acceptance and shall subscribe to the CONSTITUTION, By-Laws, Code of Ethics and Rules and Regulations of the State Society.

Section 7. Except as provided in Section 3e, termination of membership by non-payment of dues, voluntary withdrawal, by death, or by expulsion, all rights of membership shall immediately terminate and revert to the remaining members.

#### **ARTICLE IV CHAPTERS**

Section 1. The Board of Directors shall authorize and charter not more than one Regular Chapter and one Student Chapter in each area of the State of Alaska, each Chapter shall be designated by its geographical location.

Section 2. The Officers of all Chapters shall be installed at the annual meeting of the State Society.

Section 3. Each Chapter shall elect from among their number a President, a Secretary and such other officers as may be provided for by these By-Laws and by Chapter By-Laws.

Section 4. The Board of Directors of the State Society shall have authority to make rules and regulations for chartering, combining and dissolving Chapters and shall have power to promulgate, limit and amend all Chapter By-Laws. The Board shall also have power to combine one or more areas as a single Chapter until such time as any area therein may desire to organize its own Chapter under the provisions of these By-Laws; but such individual Chapter organization shall not thereby affect the remaining areas except by order of the Board of Directors.

#### **ARTICLE V CONDUCT OF CHAPTERS**

Section 1. Each Chapter of the State Society shall adopt such By-Laws for its internal government as it may deem proper; provided however, nothing therein shall conflict with, or contravene the CONSTITUTION and the By-Laws of the State Society.

Section 2. Chapter By-Laws and Codes of Ethics, or any amendments thereto, shall be submitted to the President of the State Society.

Section 3. Chapters shall engage in such activities as are consistent with professional ideals and ethics and are conducive to public welfare. Such activities shall be restricted to the area or areas for which the Chapter is chartered, except as the Board may authorize.

Section 4. If a Chapter desires to present a resolution for action at any meeting of the State Society, it shall mail a copy of such resolution, together with a synopsis of the subject to the State

Society headquarters at least eight weeks prior to the opening date of the meeting, and the Board of Directors shall forward copies of such resolution to each Chapter of the Society at least five weeks prior to the opening date of the meeting. A resolution is hereby defined as a proposal submitted in writing covering proposed additions to or changes in the purposes and objectives of the State Society as set forth in the CONSTITUTION and By-Laws. Nothing contained in this section shall preclude the rights of any "Member" in good standing at any State Society meeting to make a motion that the assembly take certain action on any proper business brought before the convention for action.

Section 5. All disciplinary actions, such as reprimands of members and suspension or expulsion from membership, shall be carried out by the Board of Directors of the Society. Chapters may conduct investigations and hearings of complaints against individual members if the Chapter has established procedures to maintain the confidentiality and fairness of the investigation and these procedures have been approved by the Board of Directors of the State Society. Otherwise, the Chapter shall report complaints to the Ethics Committee of the State Society for investigations and hearings. The results of any investigations or hearings shall be reported to the Board of Directors of the State Society.

Section 6. It shall be the duty of Chapter Secretaries to transmit immediately to the State Society (a) all applications for membership, (b) changes in address of members, (c) names of deceased, removed, or suspended members, and (d) all cases of "Member" sickness and distress.

Section 7. In all matters of local concern, not covered by the CONSTITUTION and By-Laws, Chapters shall retain full autonomy, but may call upon the State Society for advice, counsel and assistance.

## **ARTICLE VI DUES AND ASSESSMENTS**

Section 1. The annual dues shall consist of the following:

- a. Dues established for the administration of the State Society;
- b. Dues established for the administration of each Chapter;
- c. Dues established by agreement for membership in the National Society of Professional Surveyors (NSPS).

Section 2. The State Society Shall establish dues for all classes of membership as listed within ARTICLE III MEMBERSHIP by a resolution approved by a majority vote of the members voting at an Annual Meeting or by a mail-in ballot. The Board may establish special assessments for worthy causes.

Section 3. Each Chapter shall establish dues for the next fiscal year to be collected by the State Society. Any Chapter dues changes must be presented to the State Society Board prior to the mailing of the next year's dues statement. All dues collected by the State Society on behalf of the Chapters shall be remitted to the Chapter by the end of the fiscal year. Each Chapter may collect and retain any additional assessments necessary for Chapter activities and administration.

Section 4. The Board through agreement with NSPS shall establish dues for membership within NSPS. Changes for the fiscal year shall be reported to the membership at the Annual Meeting. A

majority vote of those voting shall be required to reject the agreement.

Section 5. Annual dues are payable in advance and statements shall be mailed by the State Secretary or the Membership Committee prior to the end of each fiscal year. {Members accepted after July 1 but before November 30 shall pay 50% of the State and local chapter portion of the dues.}

Section 6. "Life Members" and "Honorary Members" shall be exempt from payment of dues and shall retain all prior rights and privileges. In order to also join NSPS these members must pay the national portion of the dues.

Section 7. Members whose dues are in arrears are suspended from membership. The Board may at its discretion wave the payment of dues for good cause.

## **ARTICLE VII ADMINISTRATION**

Section 1. The State Society shall be administered by a Board of Directors, hereinafter referred to as the Board. Within the provisions of these By-Laws, the Board shall have the full authority and power of the State Society between Annual Meetings.

Section 2. The Board shall consist of the immediate Past State President, duly elected State Society Officers, and the current Chapter Presidents except that a Student Chapter President shall not have a vote on the Board. The National Society of Professional Surveyors (NSPS) Governor and the Western Federation of Professional Surveyors (WEST-FED) delegates for Alaska shall be voting members of the board.

Section 3. For the purpose of transacting business at a regular Board meeting, a Director may authorize an alternate in writing. Said authorization shall be presented to the President by the alternate at the meeting.

Section 4. For the purpose of transacting business at regular meetings of the State Society and meetings of the Board, a quorum shall consist of a majority of the Board Members or properly accredited alternates. An affirmative vote of a majority of the Board Members present at any regular or duly called meeting shall be required to pass any motion not inconsistent with the Constitution and By-Laws of the State Society.

Section 5. The Board shall have such powers and duties as prescribed by Alaskan Statutes and the By-Laws and shall determine all questions of policy.

Section 6. The Board shall direct the investment and care of funds of the State Society and shall make appropriations for specific purposes.

Section 7. There shall be an Executive Committee of the Board consisting of State President, the State President-Elect, and two other members of the Board, elected by the Board. The Executive Committee shall act for the Board between meetings of the Board within the provisions of the CONSTITUTION and By-Laws. All acts of the Executive Committee shall be subject to approval of the Board.

Section 8. The Directors shall act only as a Board and the individual Director shall have no power as such.

Section 9. All elected Officer's shall take office at the Annual Meeting of the State Society.

Section 10. A roster shall be published which shall reveal all Chapter and State Society Officers, committee chairmen and committee members. Said list shall be published no later than 30 days after the Annual Meeting of the State Society.

Section 11. The Board shall review the results of any investigations and hearings conducted by a Chapter or by the Ethics Committee concerning any disciplinary action. The Board shall have the authority to reprimand members, to temporarily suspend members and to expel members permanently for violations of the Society's Code of Ethics. The decision of the Board in all such matters shall be final. The Board shall establish procedures for disciplinary actions to maintain the confidentiality and fairness of the actions. All questions of an ethical nature brought before a meeting of the State Society shall be referred to the Board without discussion. The Board may, in its discretion, refer such questions to the Ethics Committee for investigation and hearings.

Section 12. The Board shall serve as the Finance Committee of the State Society and perform such functions as may be prescribed by the CONSTITUTION and By-Laws ; it shall adopt a budget, and cause the accounts of the Treasurer or Executive Secretary to be audited not less than once a year.

Section 13. The Board shall hold regular meetings during each calendar quarter, the exact date to be established by the Board. It shall hold special meetings at the call of the President, on the petition of a majority of the Directors or upon the written request of at least 25 "Members". The purpose of such special meeting shall be set forth in the notice to members and no business other than that for which the meeting was called, shall be transacted. It shall make an annual report to the State Society at the time of the Annual Meeting.

Section 14. The Board shall provide for and superintend the publication and distribution of all proceedings or transactions of the State Society and shall have authority to appoint a Newsletter Editor and publish an official periodical for the State Society.

Section 15. The Board shall be empowered to invest and reinvest such funds as may be available for the creation of a reserve fund. A two-thirds vote of the Board shall be required to authorize expenditures from this fund which are other than for investment or reinvestment.

Section 16. The actual conduct of the affairs of the State Society shall be vested in its officers and the Executive Committee, subject to control at all times by the Board of Directors.

Section 17. The President shall be the executive head of the State Society and shall be an ex-officio member of all committees created or appointed with the exception of the Nominating Committee, and shall act as Chairman of the Executive Committee of the Board of Directors. He shall render a report at each Annual Meeting concerning the affairs and status of the State Society and perform such other duties as the Board of Directors may direct. He shall, subject to the approval of the Board, have general direction of the business of the State Society.

## **ARTICLE VIII OFFICERS**

Section 1. The State Society and Board shall have as elected officers, a President, President-Elect, Secretary, and Treasurer, as well as elected Directors: the NSPS Governor, and Seats A & B on the WEST-FED Delegation. The President shall be installed biennially, the President-Elect and the Secretary shall be elected biennially on even years, and the Treasurer shall be elected biennially on odd years. The existing terms of the NSPS Governor shall end in 1994, Seat A of the WEST-FED Delegation shall end in 1995 and Seat B shall end in 1996. Each succeeding elected regular term shall be for three years.

Section 2. The officers shall be elected as prescribed in Article XIII, Nominations and Elections.

Section 3. Eligibility for nomination, election or retention of a position as an elective officer of the State Society is limited to "Members" in good standing. No member may hold two positions on the Board simultaneously.

Section 4. The duties of the members of the Board shall be those usually associated with the respective offices or positions.

Section 5. No member of the Board shall receive a salary or compensation, except for expenses incurred in behalf of the State Society and as approved by the Board.

Section 6. Expenses of persons serving the State Society shall be allowed at the discretion of the Board.

Section 7. Newly elected members of the Board shall assume their duties at the close of the Annual Meeting and shall hold office until their respective successors have been duly elected and installed.

Section 8. In the event the office of the President becomes vacant or the President is unable to serve, the President-Elect shall assume the office of the President; or in the absence of the President-Elect or his inability to act, this shall become the duty of the Secretary. Vacancies in the other Offices, the Executive Committee, or a Director other than a Chapter President occurring during the year shall be filled for the unexpired term by election by the Board except that when the President's vacancy is filled by the President-Elect, the new President shall fill the unexpired term and the succeeding normal term as President. Vacancies in the Directors on the Board shall be filled by the affected Chapter.

## **ARTICLE IX DUTIES OF THE EXECUTIVE SECRETARY**

Section 1. The Board may appoint an Executive Secretary to serve until the following Annual Meeting or until released by the Board and shall fix his compensations and define his duties. The Executive Secretary may be bonded in an amount determined by the Board. The Executive Secretary shall receive a salary which shall be determined by the Board. In general, the duties of the Executive Secretary shall be as follows:

- a. Shall keep an accurate record of the proceedings of the State Society and its membership, shall conduct correspondence, and shall have custody of all official papers and records, subject to the discretion of the Board.
- b. Shall keep each committee advised of any action taken by the Board that affects that committee.
- c. Shall report to the American Congress on Surveying and Mapping and Western Federation of Professional Surveyors all elections and activities of national and regional interest.
- d. Shall issue all calls and notices ordered by the President or by the Board.
- e. At the Annual Meeting he shall submit a written report covering the duties and activities of his office including statement of membership.
- f. Shall send a statement of dues to each member and keep a record of accounts of the State Society, making quarterly reports to the State Society at the Annual Meeting. His books shall be open for examination at such times as the State Society, the elected officers, the Board, or the Audit Committee may request.
- g. Shall contract for the State Society only such financial obligations as have been previously authorized by the Board.
- h. At the expiration of his term of office, he shall deliver to the Board all books, papers, records, equipment, and monies belonging to the State Society, receiving a receipt therefore.

## **ARTICLE X OBLIGATIONS AND AUDIT**

Section 1. No expenses other than incidental expenses may be incurred except by a majority affirmative vote of the Board of Directors.

Section 2. Payment of all obligations shall have been approved by the Board. All checks and vouchers shall be signed by the State Treasurer who may be bonded in an amount determined by the Board or if not bonded, all checks and vouchers in excess of \$1500.00 for any individual expense shall be co-signed by another authorized Board member. The Board may also authorize some other person to sign checks and vouchers when the State Treasurer is not available or it is determined by the Board to be in the best interests of the Society

Section 3. The Board may authorize any officer or officers or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Society, and such authority may be general or confined to specific instances.

Section 4. No loans shall be contracted on behalf of the Society and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board.

Section 5. All funds of the Society not otherwise employed shall be deposited to the credit of the Society in such banks, trust companies or other depositories as the Board may select.

Section 6. The fiscal year of the Society shall begin on the first day of January and end on the last day of December in each year.

Section 7. An Audit Committee of three "Members" shall be appointed by the President no later than November 1 of each year. This committee shall conduct a complete and thorough audit of the State Society books of account, as kept by the State Treasurer or Executive Secretary, and shall report on the condition of these books as they exist at the end of the year. The State Treasurer or Executive Secretary shall include this audit in his annual report to the State Society at the following Annual Meeting.

## **ARTICLE XI REGULAR AND SPECIAL COMMITTEES**

Section 1. The Regular Committees may be:

- a. Constitution and By-Laws
- b. Membership
- c. Resolutions
- d. Ethics
- e. Fees and Salaries
- f. Legislative
- g. Public Relations
- h. Registration
- i. Education
- j. Professional Society Relations
- k. Annual Meeting
- l. Standards of Practice
- m. Nominating Committee
- n. Land Surveyor's Examination
- o. Special Committees

Section 2. The President shall appoint committee chairmen from among the "Members". A "Member" so appointed shall make reports as requested by the Executive Committee. Failure of the appointed chairmen to respond may result in the revocation of their chairmanship by the President. The members of any committee will be appointed by the chairman.

Section 3. Each Committee shall:

- a. Familiarize itself with, and keep abreast of, developments in its particular field of responsibility.
- b. Develop and recommend State Society policy and procedure with respect to its particular field of responsibility.
- c. Interpret questions arising in connection with established policy and procedure.
- d. Take such action as the Board may direct with respect to approved policy and procedure or in connection with specific studies and investigations requested by the State President or the Board.

- e. Make timely and appropriate recommendations to the Board of Directors as to funds needed to execute plans approved by the Board.
- f. Advise and cooperate with other committees in carrying out related functions.
- g. Make progress reports to the Board of Directors in writing, outlining the work done by the committee and reporting upon all Chapter communications and resolutions referred to.

Section 4. Each Committee's field of responsibility is determined by its name. A committee will assume responsibility for any matter properly referred to it though it might overlap another committee's field of responsibility. In such case the responsible committee may ask the assistance of such other committee.

a. Constitution and By-Laws:

- 1. Promote uniformity between the State Society and the Chapter Constitutions, and By-Laws.
- 2. Study amendments to the Constitution and By-Laws of the State Society and of the Chapters and make recommendations of the desirable changes in order to facilitate and expedite the furtherance of the State Society objectives.

b. Membership:

- 1. Bring the purposes and program of the State Society before the profession in order to enlist support, endorsement, and affiliation.
- 2. Assist the State Society and the Chapters in development of membership campaign material.
- 3. Cooperate with and advise Chapters and their membership committees on effective methods of securing new members and minimizing membership losses.
- 4. Develop a membership roster, distribute membership cards and membership certificates.
- 5. Notify Alaska Professional Design Council by Letter of names to be added to the Newsletter mailing list.
- 6. Periodically review ASPLS mailing list used by Alaska Professional Design Council for correctness.
- 7. Review applications for membership and determine acceptance of Associate, Affiliate, Student and Sustaining members.
- 8. Recommend to the Board of Directors qualified persons for Life and Honorary Memberships.

c. Resolutions:

- 1. Receive from members of Chapters resolutions to be presented at Annual Meeting of the State Society.
- 2. Edit or redraft such resolutions, if necessary, subject to approval of the sponsors, and forward copies to each Chapter and to the State President or

Executive Secretary at least five weeks prior to the meeting at which the resolution is to be considered.

d. Ethics:

1. Revise and improve the Code of Ethics.
2. Interpret Code of Ethics subject to the approval of the Board of Directors.
3. Assist the Alaska Board of Registration.
4. Conduct investigations and hearings into questions on ethical conduct or complaints against individual members for violations of the Code of Ethics according to the procedures established by the Board.

e. Fees and Salaries:

1. Collect anonymous statistical data on fees and salaries paid to and received by Land Surveyors.
2. Make recommendations for development of and service on a Surveying Fee Arbitration Panel.
3. Encourage the acceptance and use of a State Society's Surveying Fee Arbitration Panel.

f. Legislative:

1. Sponsor the passage of legislation approved by the State Society and oppose passage of legislation considered by the State Society to be contrary to the interests of the Land Surveying Profession.
2. Represent the State Society in legislative matters.

g. Public Relations:

1. Represent the State Society before the public, press, civic associations and other groups.
2. Conduct publicity campaigns through newspapers and other media to inform the public regarding Land Surveying and to impress the public favorably on the behalf of the Land Surveying Profession.
3. Inform the public on the qualifications of Land Surveyors and the desirability of appointing Land Surveyors to public bodies.
4. Campaign to secure due credit for the Land Surveyors in connection with work performed by them and proper recognition, for example: in published accounts, at dedicatory exercises, and on name plates.
5. Inform the public and land surveyors as to the meaning and the proper use of the term "Professional Land Surveyor."

h. Registration:

1. To represent the State Society before the Alaska Board of Registration for Architects, Engineers and Land Surveyors.
2. Assist in the administration of applicable Alaska Statutes and Alaska Administrative Codes.
3. Encourage the registration of qualified land surveyors.

4. Make recommendations to the Board of Directors for improving Alaska Statutes.
5. Consider materials relevant to the enforcement of registration laws and the legal protection of the rights and interests of Registered Professional Land Surveyors.
6. Report to the Board of Directors for its consideration all matters requiring action by the State Society for the proper enforcement of the law.

i. Education:

1. Confer and cooperate with Alaskan schools in order to secure improvements in the education of Land Surveyors by improving the curricula, plant, recruitment of students, and teaching talents of the faculty.

j. Professional Society Relations:

1. Encourage cooperation with professional societies in furtherance of common aims and objectives.
2. Provide delegates to the Alaska Professional Design Council meetings.
3. Provide delegates to the Western Federation of Professional Surveyors.
4. Provide a delegate to the National Society of Professional Surveyors.

k. Annual Meeting:

1. Responsible for arrangements of Annual Meeting.
2. Interact with the Alaska Surveying and Mapping Conference, Inc.
3. The President and Past-President shall serve on the Board of the Alaska Surveying and Mapping Conference, Inc.
4. The financial status of the Alaska Surveying and Mapping Conference, Inc. shall be reported to the ASPLS Board.

l. Standards of Practice:

1. Establish and publish minimum standards of practice.
2. Arrange for Sale and distribution of copies of the Standards of Practice Manual.

m. Nominating:

1. This committee will include the President-elect and a "Member" from each Chapter.
2. Nominate individuals for each statewide position and distribute the ballots.

n. Land Surveyor's Examinations:

1. Provide the Board of Registration for Architects, Engineers and Land Surveyors with:
  - (a) A list of questions for the Biannual Professional Land Surveyor Examination.
  - (b) Evaluation of the answers to the Professional Land Surveyor Examination.

o. Special Committees:

1. These committees may be appointed for special purposes at the discretion of the State President.

## **ARTICLE XII MEETINGS**

Section 1. The State Society shall regularly convene annually during the first quarter of each calendar year. The location and exact date of this meeting shall be determined by the Board of Directors in cooperation with the Alaska Surveying and Mapping Conference, Inc. Any business or proceedings may be transacted or considered at a regular meeting subject to the restrictions concerning resolutions set forth in Article V. Policies and decisions adopted at the meetings of the State Society shall be recognized as the will of the membership and shall be binding on the Board of Directors until changed at another meeting of the State Society or by letter ballot of the membership.

Section 2. The order of business for the Annual Meeting shall be determined by the President of the State Society, and may include the following:

- a. Roll call of the Officers
- b. Reading of the Minutes
- c. Reading of the Communications
- d. Reports of Officers
- e. Reports of Committees
- f. Unfinished Business
- g. New Business
- h. Installation of Officers
- i. The Welfare and Development of the Society
- j. Adjournment

Section 3. The business of the Annual Meeting shall be transacted by "Members" in good standing who are present, each such "Member" shall be entitled to cast one vote. An affirmative vote of the majority present shall be required to pass on any question not inconsistent with the CONSTITUTION and By-Laws of the State Society.

Section 4. Special meetings shall be called by the State President at the request of the Board of Directors, or upon written request of at least twenty-five "Members", or may be called upon his own volition. The purpose of such meetings shall be set forth in the notice to members and no business, other than that for which the meeting was called shall be transacted.

Section 5. Votes at all special meetings of the State Society shall be by secret ballot.

Section 6. The State Secretary of the meeting shall tally the vote and announce the yea's and nay's before the State President declares the success or failure of the question.

Section 7. The secret ballot on any question may be dispensed with by unanimous consent.

## **ARTICLE XIII NOMINATION AND ELECTION OF STATE SOCIETY OFFICERS**

Section 1. The State Society's officers, prescribed by Article VIII, Section 1, shall be elected during the Annual Meeting. The out-going State President will chair the general meeting

for election of the State Society officers and shall appoint a Teller Committee comprised of three "Members", not Directors, of the State Society to assist in the election of State Society Officers. Section 2. The Nominating Committee shall solicit nominations by the membership 90 days prior to the Annual Meeting. The Nominating Committee shall present at least two nominations for each position to the Board of Directors for approval 60 days prior to the Annual Meeting. The Nominating Committee shall mail ballots listing approved nominees to the membership 45 days prior to the Annual Meeting.

Section 3. The order of nomination before the Board shall be as follows:  
a. Nomination of President-Elect.  
b. Nomination of Secretary or Treasurer.

Section 4. Election shall be by secret paper ballot returned by mail or returned at the Annual Meeting. The ballot shall be enclosed in an outer envelope signed by the "Member". Ballots shall be enclosed in a blank, sealed inner envelope. The outer envelopes shall be checked against the roster of "Members" prior to the tally of ballots. To be eligible as a "voting Member" a person shall have paid dues for either the previous or the current year; for example, a member has paid the dues for 1990 shall be eligible to vote at the 1991 annual meeting or a person that has paid dues for 1991 shall be eligible to vote at the 1991 annual meeting. Those envelopes with names that do not appear on the official roster shall not be opened. The election shall be supervised and counted by the Teller Committee. All ballots shall contain a space for write-in candidates.

Section 5. The nominee receiving the most votes cast in each election shall be declared to have been elected to the position. In case of a tie, the tie shall be broken by lot.

#### **ARTICLE XIV PARLIAMENTARY PROCEDURE**

Section 1. Robert's Rules of Order, Revised, shall govern all meetings of the State Society, its Chapters and the Board of Directors in all cases where they are applicable and in which they do not conflict with the By-Laws of the State Society.

#### **ARTICLE XV NOMINATION OF EXAMINERS**

Section 1. The Chapters shall present to the Board of Directors suggestions for nominations to the State Board of Registration for Architects, Engineers and Land Surveyors to be presented to the Governor to fill expired terms of appointees, or any vacated unexpired terms.

Section 2. The Board of Directors shall select a suitable list of nominees either from those suggested by the Chapters or otherwise, and transmit same to the Governor, when occasion requires the appointment by the Governor of members to the State Board of Registration.

#### **ARTICLE XVI CODES**

Section 1. The Code of Ethics adopted by the State Society upon recommendation of the Board of Directors and any amendments thereto, shall be binding on all members and Chapters.

Amendments to the Code of Ethics shall follow the same procedure as provided in Article XIX for Amendments to these By-Laws.

Section 2. The Board of Directors shall have the authority to promulgate rules and conditions of good standing.

## **ARTICLE XVII COOPERATION**

Section 1. This State Society shall cooperate with all national and state agencies having allied interests and may give its assistance and support to such agencies. The activities of this State Society shall be restricted to the professional interests of the Land Surveyors. It shall be the aim of the State Society to promote unification of organizations and to discourage duplication of functions.

Section 2. The Board of Directors may authorize the publication of a periodical, and/or collaboration with existing publications for the purpose of disseminating information to the members and others, and defray the cost thereof from advertising in connection therewith and by fixing a price per copy thereof to non-members.

## **ARTICLE XVIII SEAL**

Section 1. The Seal of this State Society shall be circular in form, containing in the concentric, two circle border, the words and numerals "ALASKA SOCIETY OF PROFESSIONAL LAND SURVEYORS, 1960", and containing within the inner circle a cut of the State of Alaska and a transit and tripod contained within the cut; all superimposed on a globe which is in turn superimposed on a compass rose.

## **ARTICLE XIX AMENDMENTS**

Section 1. These By-Laws may be amended by either of the following methods.

- a. By the "Members" at any meeting of the State Society provided that such amendments shall have been approved by the Board of Directors at least eight weeks prior to the meeting at which the amendment is to be acted upon. Upon receipt of such proposed amendment, the State President or Executive Secretary shall mail copies for review to each Chapter at least six weeks prior to the time at which the amendment is to be submitted to a meeting of the State Society for action. When a proposed amendment is presented to the Board of Directors in writing, signed by twenty-five "Members" in good standing, submission to the State Society for action at a meeting shall be mandatory and the review and approval processes outlined above need not be followed. Two-thirds affirmative vote of the "Members" voting shall be required to amend these By-Laws or any part thereof.
- b. By the Board of Directors; provided that notice of the meeting shall announce the amendments to be considered and further provided that a two-thirds majority of all the Chapter elected Directors vote favorably for the amendment.

- Section 2. Upon successful passage, as herein provided, any amendment of these By-laws shall become effective immediately.
- Section 3. A particular section of these By-laws may be suspended by unanimous consent of the "Members" present at any meeting, for a single stated purpose.
- Section 4. The State Society shall issue reprinted By-Laws when any amendments to said By-Laws are enacted.

**KNOW ALL MEN BY THESE PRESENTS**

That the undersigned secretary of the Alaska Society of Professional Land Surveyors does hereby certify that the above and foregoing By-Laws as amended were duly adopted by the ASPLS Board of Directors on February 23, 2005.

Michael Spangler, Secretary