nacis | North American Cartographic Information Society

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SUGGESTED BYLAW REVISIONS

PAGES 1-9 FOR ADDITIONS AND DELETIONS TO THE CURRENT TEXT OF THE BYLAWS.

PAGES 10-17 FOR A 'CLEAN READ' OF THE PROPOSED UPDATES.

NACIS BYLAWS

Adopted October 1981; Revised October 1989, December 1997, October 2003, October 2011, October 2017, October 2020, October 2022, October 2026

I. MEMBERSHIP

SECTION 1.

Membership in the Society shall consist of: Members, Affiliate Members, Student Members, and Special Members. The eligibility for and the rights and privileges of each class of membership shall be as stated in this document.

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SECTION 2.

Member status shall be granted to an applicant who remits membership dues and supports the objectives of the Society. A member shall have the right to vote, to hold any elective or appointive Society position, and to receive official Society publications.

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SECTION 3.

Affiliate member status shall be granted to an applicant who is constituted as a corporate entity, remits membership dues, supports the objectives of the Society and meets the qualifications as determined by the Board. The benefits of this class of membership, including allocation of voting rights to individuals who are part of the member organization, shall be determined by the Board.

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SECTION 4.

Student member status shall be granted to an applicant who remits membership dues, supports the objectives of the Society and is enrolled in a formal educational program at least part time. A student member shall have the right to vote, to hold any elective or appointive Society position, and to receive official Society publications. The eligibility for and the benefits of this class of membership shall be determined by the Board.

Section 5.

Special member status shall be granted to an applicant who supports the objectives of the Society and meets the qualifications as determined by the Board. The benefits of this class of membership shall be determined by the Board.

II. Board of Directors

Section 1.

There shall be a Board of Directors, herein referred to as the "Board" that shall have the power and authority to manage the Society's assets and to regulate and govern its affairs. The Board shall determine the policies of the Society and shall take such actions as it considers necessary to carry out the objectives of the Society.

Section 2.

The Board shall consist of elected officers and board appointees. All board members shall be members of the society.

The elected officers shall consist of the President, Vice President/President-Elect, Vice President-Elect, Secretary, Treasurer, Past President, not fewer than four directors-at-large and one or two Student Directors of qualified student member status at the time of election, all of whom shall be elected by the members and shall have the right to vote. The Editor of the Society's publication, if this position is filled, shall also serve on the Board but shall not have the right to vote.

The board appointees may serve on the board in positions as created by the elected officers to fulfil functional needs of the society. Board appointees shall not have the right to vote.

Section 3.

The Board shall hold two regular meetings per year on such dates and at such places as shall be fixed by the Board and may hold special meetings upon the call of the President or upon written request of any three members of the Board. There shall be a regular meeting of the Board no later than one week after the Annual Business Meeting of the Society. Meetings of the Board, except executive sessions shall be open to members of the Society and by invitation of the President, to non-members. Two-thirds of the voting members of the Board shall constitute a quorum. The most recent edition of Robert's Rules of Order shall serve as the parliamentary authority.

Deleted:

Section 4.

In the event that a Director-at-large, Student Director, Secretary, or Treasurer vacancy occurs on the Board, unless unreasonable to do so, a replacement shall be elected by a majority vote of the remaining members of the Board to serve until a new member is elected by the members of the Society.

SECTION 5.

A member of the board may be removed from the Board due to fraud, conflict of interest, breach of confidentiality, personal conduct, failure to perform, or some other cause as determined by the Board. As a quorum of the board is required to act in the interest of the society, elected and appointed Board members are expected to attend a minimum of 75% of regular and special Board meetings within a society year, and may be removed from their position by the Board for not meeting this threshold or for being absent from three consecutive meetings. What constitutes attendance shall be determined by the Board.

SECTION 6.

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All members of the Board shall serve until their successors are elected and assume their duties, unless they are removed from the board or it is unreasonable for them to do so. The terms of office and the "Society Year" shall commence at the adjournment of the Annual Business Meeting.

III. EXECUTIVE COMMITTEE

There shall be an Executive committee of the Board to consist of the President, Vice President/President-Elect, Vice President-Elect, Secretary, Treasurer and any appointed positions as determined by the President with all the authority of the Board to act between meetings of the Board, except with respect to matters which are prohibited by the Wisconsin Non-stock Corporation Law. Each member of the Executive Committee with voting rights on the Board shall have the right to vote in the Executive Committee. A majority of the Elected Officer voting members shall constitute a quorum.

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IV. OFFICERS

SECTION 1.

The society leadership employs a four-year presidential track, whereas the elected individual serves as Vice President Elect the first year, and in succeeding years assumes sequentially the positions of Vice President/President-Elect, President, and Past President. As such, the positions of Vice President/President-Elect, President, and Past President do not normally appear on the election ballot.

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SECTION 2.

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The President shall be the chief executive officer of the Society, and, subject to the Board, shall have general supervision and control over its affairs. They shall preside at all meetings of the Society, the Board, and the Executive Committee. They shall recommend to the Board such measures as they consider desirable to further the objectives of the Society. At the Annual Business Meeting they shall report for the Board on the state of the Society. They shall

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be a non-voting ex-officio member of all Society committees, except the Nominating Committee, in which they will have voting rights. In the event of disability, absence or withdrawal of the President, the title and all duties shall be assumed by the Vice President/President-Elect and then the Vice President-Elect. Should further succession to the office become necessary, the title and duties shall be assumed by the most recent Past President.

SECTION 3.

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The Vice President/President-Elect shall perform the duties of conference program planner and such duties as the President may assign.

SECTION 4.

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The Vice President-Elect shall assist the Vice President/President-Elect in the duties of conference program planner and such duties as the President may assign.

SECTION 5.

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The Secretary shall perform the usual duties of the office and those assigned by the Board.

SECTION 6.

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The Treasurer shall perform the usual duties of the office and those assigned by the Board. At the Annual Business Meeting they shall report to the members of the financial status of the Society.

SECTION 7.

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The terms of office of President, Vice President/President-Elect, Vice President-Elect, and Past President shall be one year; no more than one term shall be served except as provided for in Section 2. The terms of office of Secretary, Treasurer, and Director-at-large shall be two years each; no more than three consecutive terms shall be served. There are no lifetime limits. The term of office of Student Director shall be two years; no more than one term shall be served. The Secretary, one-half (at least two) of the Directors-at-large, and one of the Student Directors shall be elected in odd-numbered years and the Treasurer, one-half (at least two) of the Directors-at-large, and one of the Student Directors shall be elected in even-numbered years. Those appointed to the board shall have their terms, and any term limits, determined by the board.

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V. MEETINGS OF THE SOCIETY

SECTION 1.

The general meeting of the Society membership herein referred to as the "Annual Business Meeting" shall be held at such time and place as the Board determines.

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SECTION 2.

Special Business Meetings of the Society Membership may be called by the Board. Notice of a Special Business Meeting shall specify the business to be conducted and no other business shall be considered.

SECTION 3.

Notices of meeting shall be sent to each voting member at least 30 days before the Annual or Special Business Meetings.

Deleted: in writing or printed in the Society's publication shall be sent to each voting member at least 30 days before all Society meetings.

SECTION 4.

Fifty voting members or one-third of the voting membership, whichever is smaller, shall constitute a quorum at any Annual or Special Business Meeting.

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SECTION 5.

The Board may appoint a Parliamentarian to serve at the meetings of the Society, the Board, and the Executive Committee. No parliamentary authority followed shall conflict with the Constitution or Bylaws of the Society.

SECTION 6.

The most recent edition of Roberts Rules of Order shall serve as the parliamentary authority.

VI. COMMITTEES

SECTION 1.

Standing Committees and Special Committees of the Society, their charge and their benefits shall be as determined by the Board.

SECTION 2.

The President shall appoint the members and designate the chairperson of all Committees except the Nominating Committee. Appointments to Standing Committees shall be made to provide continuity of membership.

SECTION 3.

Each Committee shall submit to the Board a written annual report of its activities which shall contain any recommendations for action. Additional reports shall be submitted at the request of the Board or the President.

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VII. Nominations and Elections

Section 1.

A Nominating Committee shall be appointed annually by the Board at its first regular meeting following the Annual Business Meeting. This committee shall be comprised of at least three members of the Board, including the President and Past President. The chairperson of the committee shall be the current Past President.

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Section 2.

The Nominating Committee shall advertise for and accept nominations of candidates for each office to be filled. Any member of the Society may nominate one or more candidates, including themselves. All members of the Society are eligible for nomination to any office, except that of Student Director, which is restricted to those who will hold Student Member status at the time of election. A member must consent to their nomination in order to stand for election.

Section 3.

Election shall be by secret ballot sent to each member at least thirty days prior to the Annual Business Meeting. Members must be permitted to cast their vote over a minimum period of fifteen days. The candidate who receives the largest number of votes shall be elected, excepting candidates for Director-at-large: those receiving the largest number of votes shall be elected, according to the number of positions to be filled. In the event of a tie for any office, that office shall be elected by a majority of members present and voting at the Annual Business Meeting.

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Section 4.

The President shall appoint an individual or a Tellers' Committee to oversee the conduct of the election and the tallying of votes.

VIII. Publications

Section 1.

The Society shall publish such publications as the Board may authorize. Control of all Society publications shall be vested in the Board.

Section 2.

The Editor of any Society publication shall be appointed by the Board.

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Section 3.

The Society shall not be responsible for statements or opinions advanced in its publications, at its meetings, or by its members, officers, or staff, except those authorized by the Board.

IX. Dues and Fees

Section 1.

The membership shall be a rolling, calendar year membership and dues shall be payable annually.

Section 2.

Membership shall cease when dues are unpaid. Reinstatement is possible upon payment of dues for the entire twelve month period.

X. Society Office

Section 1.

The location of the Society Office shall be as determined by the Board.

Section 2.

The administration and management of the Society Office shall be as determined by the Board.

Section 3.

Signatories on behalf of the Society for the NACIS calendar year shall be appointed annually by the Board at its first regular meeting following the Annual Business Meeting.

XI. Society Affiliation and Representation

Section 1.

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The Society may have as an affiliate, or become an affiliate of, an organization whose objectives are consistent with those of the Society. If continued affiliation becomes undesirable, it may be canceled. Affiliation or disaffiliation shall be authorized by the Board.

Section 2.

Establishment of Society Representatives to other organizations shall be authorized by the Board and appointed by the President. The duties of these representatives shall be as determined by the Board.

Section 3.

The President may appoint representatives of the Society to attend meetings of other organizations or special events in response to invitations.

XII. Amendments

Section 1.

Amendments to these bylaws requires a vote of the membership. Either the membership must be sent a ballot and permitted a minimum of fifteen days to cast a vote, or a vote must be taken of those members present during the Annual Business Meeting. The text of the amendment, along with any relevant language that is to be replaced or modified by the amendment, must be presented to the membership prior to a vote being conducted.

Section 2.

A simple majority of votes cast in favor of the amendment will cause its immediate effect.

Section 3.

A proposed amendment will be put to the membership either once it has been approved by the Board, or once a petition in its favor, representing at least one-tenth of the current membership, has been presented to the Board.

XIII. Dissolution of the Society

Section 1.

In the event of dissolution, any monies which remain in the treasury following payment of the Society's debts shall be donated (a) to one or more other non-profit professional organizations having similar purposes to the corporation and described in Section 501(c)(6) of the Internal Revenue Code of 1954, as amended, or applicable successor provision, and/or (b) to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code of

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1954, as amended, or applicable successor provision, all as determined by the then members of the Board of Directors of the corporation. Special consideration shall be given to a cartographic scholarship fund.

SECTION 2.

The Board shall choose an appropriate location for the deposition of the Society's archives.

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NACIS BYLAWS

Adopted October 1981; Revised October 1989, December 1997, October 2003, October 2011, October 2017, October 2020, October 2022, October 2026

I. Membership

Section 1.

Membership in the Society shall consist of: Members, Affiliate Members, Student Members, and Special Members. The eligibility for and the rights and privileges of each class of membership shall be as stated in this document.

Section 2.

Member status shall be granted to an applicant who remits membership dues and supports the objectives of the Society. A member shall have the right to vote, to hold any elective or appointive Society position, and to receive official Society publications.

Section 3.

Affiliate member status shall be granted to an applicant who is constituted as a corporate entity, remits membership dues, supports the objectives of the Society and meets the qualifications as determined by the Board. The benefits of this class of membership, including allocation of voting rights to individuals who are part of the member organization, shall be determined by the Board.

Section 4.

Student member status shall be granted to an applicant who remits membership dues, supports the objectives of the Society and is enrolled in a formal educational program at least part time. A student member shall have the right to vote, to hold any elective or appointive Society position, and to receive official Society publications. The eligibility for and the benefits of this class of membership shall be determined by the Board.

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Special member status shall be granted to an applicant who supports the objectives of the Society and meets the qualifications as determined by the Board. The benefits of this class of membership shall be determined by the Board.

II. Board of Directors

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Section 2.

The Board shall consist of elected officers and board appointees. All board members shall be members of the society.

The elected officers shall consist of the President, Vice President/President-Elect, Vice President-Elect, Secretary, Treasurer, Past President, not fewer than four directors-at-large and one or two Student Directors of qualified student member status at the time of election, all of whom shall be elected by the members and shall have the right to vote. The Editor of the Society's publication, if this position is filled, shall also serve on the Board but shall not have the right to vote.

The board appointees may serve on the board in positions as created by the elected officers to fulfil functional needs of the society. Board appointees shall not have the right to vote.

Section 3.

The Board shall hold two regular meetings per year on such dates and at such places as shall be fixed by the Board and may hold special meetings upon the call of the President or upon written request of any three members of the Board. There shall be a regular meeting of the Board no later than one week after the Annual Business Meeting of the Society. Meetings of the Board, except executive sessions shall be open to members of the Society and by invitation of the President, to non-members. Two-thirds of the voting members of the Board shall constitute a quorum. The most recent edition of Robert's Rules of Order shall serve as the parliamentary authority.

Section 4.

In the event that a Director-at-large, Student Director, Secretary, or Treasurer vacancy occurs on the Board, unless unreasonable to do so, a replacement shall be elected by a majority vote of the remaining members of the Board to serve until a new member is elected by the members of the Society.

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A member of the board may be removed from the Board due to fraud, conflict of interest, breach of confidentiality, personal conduct, failure to perform, or some other cause as determined by the Board. As a quorum of the board is required to act in the interest of the society, elected and appointed Board members are expected to attend a minimum of 75% of regular and special Board meetings within a society year, and may be removed from their position by the Board for not meeting this threshold or for being absent from three consecutive meetings. What constitutes attendance shall be determined by the Board.

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III. Executive Committee

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Section 3.

The Vice President/President-Elect shall perform the duties of conference program planner and such duties as the President may assign.

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The Vice President-Elect shall assist the Vice President/President-Elect in the duties of conference program planner and such duties as the President may assign.

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The Secretary shall perform the usual duties of the office and those assigned by the Board.

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XIII. Dissolution of the Society

Section 1.

In the event of dissolution, any monies which remain in the treasury following payment of the Society's debts shall be donated (a) to one or more other non-profit professional organizations having similar purposes to the corporation and described in Section 501(c)(6) of the Internal Revenue Code of 1954, as amended, or applicable successor provision, and/or (b) to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or applicable successor provision, all as determined by the then members of the Board of Directors of the corporation. Special consideration shall be given to a cartographic scholarship fund.

Section 2.

The Board shall choose an appropriate location for the deposition of the Society's archives.