

Bylaws of the American Association for Geodetic Surveying, Inc.

BYLAWS OF THE AMERICAN ASSOCIATION FOR GEODETIC SURVEYING, INC.

ARTICLE I. AUTHORITY

1. These Bylaws are promulgated under the authority of the Articles of Incorporation for the American Association for Geodetic Surveying, Inc. Any provisions in these Bylaws that are less restrictive than the Articles of Incorporation shall be subordinate to the Articles of Incorporation. These Bylaws shall be revised, as may be required, to produce conformity with the Articles of Incorporation.

ARTICLE II. NAME AND OBJECTIVES

1. The name of this Organization shall be American Association for Geodetic Surveying, Inc., hereinafter referred to as AAGS.
2. Activities of AAGS shall conform to the objectives put forward in the Articles of Incorporation.

ARTICLE III. MEMBERSHIP

1. Any person may become a Member of AAGS who is professionally qualified in the mathematical, physical, or applied sciences or engineering sciences, with specialized interests in geodetic or precise plane surveys, geodesy, geomatics, geophysics, optical or radio astronomy, earth environmental or space physics, specialized precision measurements, and related adjustments and computations, or the development of optical, electromagnetic, mechanical, photogrammetric, or other appropriate metrology, and who
 - a. Has graduated with a bachelor or higher degree from an accredited college or university in a discipline related to the fields noted in the foregoing Article III.1 or;
 - b. Is a licensed Professional Engineer or a licensed Land Surveyor, or a licensed Photogrammetric Engineer, or a Certified Photogrammetrist, or a licensed Planner, or is licensed or certified by a Statutory or appropriate authority, and can demonstrate competence and experience in one (1) of the fields noted in the foregoing Article III.1, or;
 - c. Has attained professional grade competence in one (1) of the fields noted in the foregoing Article III.1 by specialized education or self study, with not less than eight (8) years experience in at least one (1) of the fields noted in the foregoing Article III.1, and the cited record of these qualifications having been verified and approved by the AAGS Board of Directors. Up to four (4) years of relevant postsecondary education may be substituted for experience.
2. Membership categories shall be:
 - a. Full Member – any person who has met the requirements stated in the foregoing Article III.1;
 - b. Associate Member - Any person who does not qualify for other membership categories;
 - c. Student Member – any person pursuing a course of study on a full or part-time basis in a graduate or undergraduate degree program leading to a career in surveying, geodesy, geomatics, geospatial information and technology, photogrammetry, remote sensing, cartography, or a related field as stated in the foregoing Article III.1;
 - d. Fellow Member – any person who is a Full Member of AAGS and has been selected as a Fellow of the American Congress on Surveying and Mapping or who has been selected for Fellow Membership by the AAGS Board.

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3. Voting privileges of AAGS shall be limited to Full Members.

ARTICLE IV. OFFICERS AND BOARD OF DIRECTORS

1. The Officers of AAGS shall be President, President-Elect, one Director who also shall be the Vice President, the Immediate Past President, the Secretary, the Treasurer, and the Reporter (Association Editor). All Officers shall be AAGS voting members. The terms of office for all board members shall be one (1) calendar year, except as noted below. Officers will take office on January 1.
2. The President-Elect of AAGS shall be elected by the Association's voting members for a term of three years, serving as President-Elect for the first year, as President the second year and as Immediate Past President the third year.
3. The AAGS's Board of Directors shall consist of the Officers as defined in Article IV.1 of these Bylaws and two (2) additional Directors. All three (3) Directors shall be voting members of AAGS elected by AAGS's voting members. One (1) Director shall be elected each year to serve a term of three (3) years. The Board of Directors shall have the authority and responsibility to direct the programs of AAGS.
4. The senior Director, in terms of length of service of the elected term, shall automatically be the Vice President of the AAGS. If two (2) Directors are equally qualified under the foregoing criteria, then the Vice President shall be elected by the Board of Directors by secret ballot. A Director elected to fill a one (1) year vacancy shall not be eligible to serve as Vice President.
5. The Secretary shall be elected by the Board of Directors from the voting membership of AAGS after the President-Elect and Vice President for the forthcoming term have been determined in accordance to Articles IV.2 and IV.4 of these Bylaws.
6. The Treasurer shall be elected by the Board of Directors from the voting membership of AAGS after the President-Elect and Vice President for the forthcoming term have been determined in accordance to Articles IV.2 and IV.4 of these Bylaws.
7. The Reporter (Association Editor) shall be elected by the Board of Directors from the voting membership of AAGS after the President-Elect and Vice President for the forthcoming term have been determined in accordance to Articles IV.2 and IV.4 of these Bylaws.
8. The Officers of AAGS shall have the duties normally accorded officers of like title, except as otherwise provided herein. The President of AAGS is the chief executive officer of AAGS, presiding at the Business Meetings and the Board of Directors Meetings. The President shall oversee daily operation of AAGS's business. The President-Elect shall assume the duties of the President of AAGS when the President is unable to do so. In the event the Office of President is vacant, the President-Elect shall assume the Office of President of AAGS, and shall serve as President of the Association for the completion of both the unexpired term and the subsequent term as President. The Vice President shall assume the duties of the President-Elect of AAGS when the President-Elect is unable to do so. In the event the Office of President-Elect is vacant, the Vice President shall assume the Office of President-Elect of AAGS, and shall serve as President-Elect of AAGS for the remainder of the unexpired term of the President-Elect. In the event the Office of President-Elect becomes vacant, for whatever reason, then the vacated Office of Vice President shall be filled as defined in Article IV.4 of these Bylaws. In the event the Office of Vice President becomes vacant, for whatever reason, the position of Director held by the Vice President shall also be declared vacant, and shall be filled in accordance with Articles IV.4 and IV.12 of these Bylaws. The Office of Immediate Past President shall be filled by the latest previous President of AAGS. In the event the most immediate past President of AAGS is unable to serve as Immediate Past President on the Board of Directors, then the past President of the Association with the least elapsed time since leaving the Office of President of AAGS

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shall be designated the Immediate Past President, and shall serve on AAGS's Board of Directors for the duration of the term of the current President of AAGS.

9. An Elections Committee of not less than three (3) AAGS voting members shall be appointed by the President. The Elections Committee shall nominate at least two (2) candidates for a single Director vacancy, and no less than three (3) candidates for any two (2) Director vacancies. The Elections Committee shall submit nominations of one (1) or more candidates for the Office of President-Elect. In the event the nominations for the Office of President-Elect includes the name of a current Director whose term does not expire at the end of the calendar year, the Elections Committee shall add at least one (1) additional candidate to the list for Director of AAGS. The ballot shall be prepared and sent to the voting members of AAGS thirty (30) days before the date of the election, and the ballot shall have provision for write-in votes. No member of the Elections Committee shall be a candidate for office on the ballot prepared by the Committee.
10. In the event the Office of President-Elect is filled by election of a current AAGS Director whose term as Director does not expire December 31 at which the person will assume the Office of President-Elect of AAGS, the candidate for Director receiving the most votes in the recent election shall assume the office of Association Director for three (3) years, and the candidate for Director receiving the second largest number of votes in the same election shall fill the Office of Director for the remainder of the term vacated by the newly elected President-Elect of AAGS. In the event this procedure is inconclusive, the outgoing Board of Directors shall vote by secret ballot to elect the Director. The candidates for the Director shall be only the candidates who received identical number of votes for the office.
11. In the event an emergency condition pertaining to filling vacancies of Officers and Directors of the AAGS arises and is not covered by these Bylaws, the Board of Directors shall have authority to fill the vacancies by any means appropriate, and shall notify AAGS membership of the action taken on the AAGS Web site.
12. Vacancies on the Board of Directors for the offices of Director, Secretary, Treasurer, and Reporter shall be filled until December 31 by election by AAGS's Board of Directors. In the event the vacancy is for Director whose term continues past December 31, a Director shall be elected at the next regular election of AAGS to fill the remainder of the unexpired term in order that there shall be three (3) Directors elected by the members of the AAGS.

ARTICLE V. MEETINGS

1. A General Membership Meeting shall be held each year.
2. Such other General Membership Meetings as may be deemed desirable may be called by the Board of Directors of AAGS.
3. Meetings of the Board of Directors shall be held at least twice per year, at such time and place as may be determined by the President of AAGS.
4. All meetings of AAGS shall be open meetings except those called to hear disciplinary matters.
5. Quorums to transact business of the Association shall be as follows:
 - a. General Membership Meeting - a minimum of ten (10) members of AAGS, of which no more than two (2) can be nonvoting members and at least four (4) voting members must be Officers and/or Directors of AAGS.
 - b. Board of Directors' Meeting - a minimum of five (5) of the nine (9) Officers and Directors, of which two (2) must be Directors of AAGS.

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6. The announcement of a meeting of AAGS on the AAGS Web site shall be deemed to be an official announcement of the proposed meeting, whether of the Board of Directors or of the General Membership of the AAGS.

ARTICLE VI. COMMITTEES

1. Committees can be formed as necessary to conduct AAGS's business. The Chairs of all committees shall be appointed by the President of AAGS, subject to confirmation by the Board of Directors.
2. The membership of each committee shall be selected by the Chair of that Committee in consultation with the President of AAGS.
3. Committee actions that might be construed as representing AAGS's opinion must have the approval of the AAGS Board of Directors.

ARTICLE VII. FINANCES AND DUES

1. Annual dues for membership and membership privileges in the AAGS shall be established by the Board of Directors of AAGS at the time of approval of the Annual Budget of the AAGS.
2. Dues are payable within sixty (60) days of receipt of a dues renewal notice from AAGS or its agent.
3. The President of the AAGS shall authorize the expenditures of AAGS's funds. In the event the President is unable to authorize such expenditure due to reasons beyond his control the Treasurer of AAGS shall have the power to authorize expenditure.
4. In the event of the dissolution of AAGS, AAGS's funds shall revert to a trust fund for scholarships or fellowships as may be derived from interest on the capital by investment and administration by some non-profit society, foundation, or educational institution with the dedicated interest in advancing the sciences and professions of surveying and mapping. Such trusteeship is to be designated by the dissolving Board of Directors of AAGS, or by an executor appointed by court order in the event such provision was not made prior to the dissolution or receivership.

ARTICLE VIII. AAGS DELEGATES TO OTHER ORGANIZATIONS

1. With the approval of the Board of Directors, the President can appoint delegates to any other organizations to represent AAGS at the other organization's meetings. The delegate(s) shall report to the Board of Directors on the activities at the meetings. The term for delegates shall be one (1) year. Terms shall be renewable without limit to the number of times a member may serve as a delegate.

ARTICLE IX. AMENDMENTS

1. These Bylaws may be amended by a two-thirds (2/3) affirmative vote of the Board of Directors and, after a notice of such amendment is made in an appropriate AAGS publication (including the Newsletter or the Website of AAGS) at least sixty (60) days before a General Membership Meeting of AAGS, a two-thirds (2/3) affirmative vote of AAGS Members voting at the aforementioned General Membership Meeting. AAGS Members shall be notified of any changes.