



The Cumberland Chapter of  
the Urban and Regional Information Systems Association

BYLAWS

The Cumberland Chapter of URISA

Adopted - January 28th, 2013

Amended - January 24th, 2014

## **ARTICLE I. CHAPTER ORGANIZATION**

### **SECTION 1.01 NAME**

The name of this organization is the Cumberland Chapter of the Urban and Regional Information Systems Association (hereinafter referred to as "the Cumberland Chapter" or "the Chapter").

The Cumberland Chapter is an association organized as a non-profit corporation in the State of Tennessee and a Foreign Corporation in the Commonwealth of Kentucky.

### **SECTION 1.02 SERVICE AREA**

The geographic service area of the Chapter shall be the official boundary lines to include the Commonwealth of Kentucky and the State of Tennessee.

## **ARTICLE II. Objectives**

### **SECTION 2.01 Education**

Recognizing a need to stimulate, encourage and otherwise provide for the advancement of an interdisciplinary approach to planning, designing and operating urban and regional information systems with a focus on Geographic Information Systems (GIS), the Chapter will strive to provide an objective educational forum without political, social, financial or national bias that will foster the exchange of ideas and studies focused on the planning, operation, and consequences of geographic information systems that will promote professional interaction, stimulate research, encourage publication, and generally aid the advancement of its members and other organizations having related objectives.

### **SECTION 2.02 Professional and Technical Development**

The Chapter shall provide for its membership:

- A. An open and objective professional development forum for the exchange of ideas, information, and solutions to common problems, without regard for cultural, political, social, economic, organizational or employment status.
- B. Opportunities for networking, communication and an exchange of ideas through participation and sponsorship in conferences, events and training focused on the planning, operation, and consequences of geospatial information systems and related technologies. In particular, the Chapter wishes to assist the professional development of other individuals and groups having a need or interest in geospatial technology.
- C. Recognition for exemplary service in the field of urban and regional geospatial information systems.
- D. Encouragement for the advancement of knowledge through postgraduate research, publication, and other opportunities for professional growth and advancement.

### **SECTION 2.03 Ethical Practice**

The Cumberland Chapter supports and promotes the GIS Code of Ethics as adopted by the Geographic Information Systems Certification Institute (GISCI) and endorsed by the URISA Board of Directors. Chapter members are encouraged to become a certified GIS Professional (GISP) by qualifying for the GISP credential.

#### **SECTION 2.04 Advocacy**

The Cumberland Chapter of the Urban and Regional Information Systems Association (URISA) is organized to promote the effective and ethical use of spatial information and information technologies for the understanding and management of urban and regional systems. The Chapter's focus is on Geospatial Systems, but we also encourage participation by professionals in allied fields, such as Information Technology, Planning, Landscape Architecture, Engineering, or Web Technology.

#### **SECTION 2.05 EQUAL OPPORTUNITY**

The Cumberland Chapter will not tolerate discrimination, harassment, or retaliation affecting its members due to race, color, religion, sex, sexual orientation, national origin, age, marital status, medical condition, disability, genetic information, or any other category protected under the law. Further, the Chapter shall encourage and promote equal opportunity participation in all Chapter activities.

#### **SECTION 2.06 POLITICAL ACTIVITY, LOBBYING, AND PUBLIC POLICY DEBATE**

The Chapter may provide testimony or participate in lobbying to support its objectives to influence legislation, but shall not expend a substantial part of its budget in these matters; nor shall it participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. It will offer professional advice and input to public and legislative process when solicited due to the expertise of its members on relevant subject matter.

A chapter position on matters of public policy shall be only be represented as an official chapter position after the policy issue has been discussed and approved by a majority vote of the Board. It is the responsibility of individual Chapter members, officers and duly appointed representatives participating in any legislative process to be aware of legal and professional limits, and seek necessary authorization from the Chapter and duly report such activity to URISA.

#### **SECTION 2.07 BYLAW AMENDMENTS**

These Bylaws may be amended, revised, or repealed by approval by the Board of Directors and a two-thirds (2/3) majority vote of the General Membership.

### **ARTICLE III MEMBERSHIP**

#### **SECTION 3.01 ELIGIBILITY**

Any responsible individual or organization with an interest in the field of geospatial urban and regional information systems technology that agrees with the international mission of URISA, and approves of International and Chapter URISA objectives and Chapter bylaws shall be eligible for membership in the Chapter.

#### **SECTION 3.02 STANDING**

"Member in good standing" is considered to be a person or organization that actively participates in Chapter activities. Specific criteria for membership in good standing may be determined from time to time by resolution of the Chapter Board of Directors (herein referred to as "The Board"), but shall as a minimum be defined as participation in annual Chapter events and submittal of annual Chapter membership dues.

Membership in URISA International is not required of a Chapter member in good standing, but is encouraged and expected of Board Members and required for Chapter Officers. The Chapter Officers are encouraged to attend the international conference and the Chapter Board may choose to defray the cost for any officer's participation in the international conference providing adequate funds are available for such purpose.

### **SECTION 3.03 CATEGORIES OF MEMBERSHIP**

The two categories of Chapter membership are:

- a) Individual**
- b) Student**

Categories of Chapter membership are defined as follows:

#### **a) Individual**

Any person, regardless of state of residence, upon fulfillment of Section 2 requirements may become an individual member of the Chapter. Any individual member in good standing shall have one vote in any membership decision.

#### **b) Student**

Any person who is enrolled in a post-secondary education program and who is carrying at least one-half of a full-time academic load may become a student member of the Chapter upon payment of student dues.

### **SECTION 3.04 DURATION**

All members shall hold membership for a period of one calendar year, beginning January 1 through December 31, unless otherwise specified in these bylaws.

### **SECTION 3.05 DUES**

The Board shall establish chapter dues for each defined membership category. Any change in Chapter Dues must be approved by a majority vote of the Board and so entered as a resolution in the Board's permanent minutes.

### **SECTION 3.06 GEOGRAPHIC SECTIONS**

The Board of Directors is authorized to establish geographic subsections in order to more effectively carry out and administer the objectives of The Chapter within its total area of service if they deem them necessary for the prosperity of The Chapter.

## **ARTICLE IV CHAPTER MEETINGS**

### **Section 4.01 Meetings.**

The Chapter shall hold regular meetings at a time and place as determined by the Board. At least one meeting shall be designated as "The Annual Meeting" of the Chapter. In keeping with the Robert's Rules of Order, Special Meetings of the Chapter may be called at any time by the President, at the request of a majority of the Board or upon the written petition of ten percent (10%) or more of the regular members in good standing.

### **Section 4.02 Quorum.**

At any meeting of this Chapter a quorum shall consist of ten (10) or ten percent (10%), whichever is greater, of the regular members in good standing.

### **Section 4.03 Voting.**

At all meetings of the Chapter membership, all regular members not otherwise restricted by a special membership category and in good standing, shall have one (1) vote. Unless otherwise specifically provided by these Bylaws, a majority vote of the regular members present and voting shall govern.

### **Section 4.04 Rules of Order.**

The current edition of "Robert's Rules of Order" governs this chapter in all parliamentary situations that are not provided for in the Chapter Bylaws.

## **ARTICLE V OFFICERS AND DIRECTORS**

**Section 5.01 Offices:** The Board of Directors shall consist of up to nine (9) members. There are five (5) officers (two (2) of which are appointed from the at large board members and three (3) elected by the general membership of the Chapter) and up to six (6) At Large board positions. There shall be no less than two (2) At Large board members, one (1) representing each of the states, Kentucky and Tennessee. The offices are: Immediate Past President, President, President-Elect, Secretary, and Treasurer. In addition to other responsibilities established in these articles, duties of Chapter Officers shall be as follows:

### **A. President**

The President shall be the chief elected officer and the official spokesperson for the Chapter. The President shall preside at all meetings of the Board and Chapter membership. The President must be a national URISA member in good standing.

Two Chapter Officers are required to sign contracts and agreements in the name of the Chapter, with prior approval of the Board and in accordance with guidelines and resolutions set forth by the Board. Prior approval means that the contract or agreement has been emailed or mailed to all Board members at least 7 days before it is signed. Each Board member then votes on the proposed contract or agreement.

Together with the Treasurer, the Chapter president is responsible for filing the Annual Chapter Report to URISA National, State or National Tax Returns and any other reports and filings as required by law or by another agency. The President will have signatory authority over the bank accounts established in the name of the Chapter and shall be authorized to make disbursements in the name of the Chapter. On completion of his/her term, the President automatically succeeds to the office of Past President.

### **B. President Elect**

The President Elect is elected by the general membership annually and serves as President for the Board and Chapter meetings when the President is otherwise unavailable. The President Elect shall assist the President and Treasurer in developing the Annual Chapter Report to URISA National and may represent the Chapter at non-Chapter functions. Upon completion of his/her term, the President Elect automatically succeeds to the office of President. The President Elect must be a member in good standing of URISA International.

### C. Secretary

The Secretary shall prepare and maintain the written record of the Chapter's proceedings. The records shall consist of accurate minutes, resolutions and correspondence arising from all proceedings and meetings of the Chapter and Board. The Secretary shall compile: a record of proceedings of conferences, workshops, training sessions and other similar professional development activities, excepting social activities, conducted by the Chapter. The secretary shall also be responsible for maintaining the official record of attendance and participation at all chapter events. These documents shall be archived on the Chapter web site and made available to the membership. The Board shall appoint the Secretary for a three-year term.

### D. Treasurer

The Treasurer shall be responsible for managing the Chapter's finances and shall handle Chapter funds in accordance with procedures established by the Board and these by laws. The Treasurer shall submit a quarterly financial report to the Board detailing actual versus budgeted expenditures and revenue, current financial status, and a balance sheet statement. Together with the President, the Treasurer shall be responsible for verifying and filing the Chapter's annual financial statement, and shall be responsible for any other financial statements and filings as required by other agencies, especially the State of Tennessee and Commonwealth of Kentucky Secretaries of State. The Treasurer, President, and one other board member, as established by board resolution, shall have signatory authority over the bank accounts established in the name of the Chapter and shall be authorized to make disbursements in the name of the Chapter. The Treasurer shall also be responsible for collecting annual dues and maintaining a record of all dues paying members. The Board shall appoint the Treasurer for a three-year term.

### E. Past President

The duties of Past President are to provide continuity to the Chapter. This shall consist of advising current Officers and serving as representative of the Chapter or other duties, as assigned by the Chapter President.

### F. Board Members

At Large Board Members will participate in standing committees as Lead or Committee Member as well as monthly Board Meetings. They will have a vote on issues before the board except as determined by the Board Officers. At least one board member will be elected from each state. The number of At Large Board Members may be adjusted by amendment to these bylaws by the general membership, based on the geographic composition of the Chapter.

## **SECTION 5.02 STANDING AND SPECIAL PURPOSE COMMITTEES**

The Board may create annual Standing Committees, Special Purpose Committees, and/or Virtual Teams as necessary to support Chapter activities. The President, with approval by the Board, shall establish the duties and membership of such committees and teams as appropriate to support Chapter's needs.

### **SECTION 5.0.3 AGENTS AND OTHERS**

The Board, by majority vote, shall elect or appoint such assistant officers and agents as it shall deem necessary or desirable, who shall hold their offices for such terms and shall have such authority and perform such duties as shall be determined by the Board. Agents so appointed may participate in Board meetings but shall have no vote.

The Chapter Advisory Board (CAB) Representative from Cumberland URISA shall be a two year- term. The Board, by majority vote, shall appoint a CAB Chapter Representative from within the membership of Cumberland Chapter or the Board. The CAB Representative of Cumberland URISA shall be a URISA International Member in Good Standing. Any benefit that accompanies the CAB Chapter Representative position (i.e. URISA Conference Registration Compliment) may be assigned to any other member of the Chapter, based on a majority vote of the Board, in the case that the CAB Representative does not require these benefits. The CAB Representative shall attend the annual meeting of the Chapter Leadership Forum at the annual GIS-Pro Conference, and other Chapter Leader's events and meetings. The CAB Representative shall represent the positions and interests of Cumberland URISA, as established by the Board, and make reports to the the Board following each meeting. Should the CAB Representative be unable to attend any meeting of the URISA Chapter Advisory board, the Board shall appoint a substitute to attend meetings, on behalf of Cumberland URISA.

### **SECTION 5.04 BOARD MEETINGS**

The Board shall meet at least once a year at a time and place determined by the Board. The President may call special meetings of the Board. The meeting shall be held at a time and place designated in the notice of the meeting. Actual notice shall be given to each Board member at least ten (10) days and not more than fifty (50) days prior to the meeting, and shall state the purpose of the meeting. Business transacted by the Board shall require a majority vote of a Quorum of the Board, unless a different vote is required by these Bylaws. The Board may transact business at a meeting, by a telephone conference call, by a telephone ballot, by email, by facsimile ballot, or by similar electronic arrangement. A quorum of the Board shall be considered to be one more than one/half (50%) of the current Board.

### **SECTION 5.05 DUTY OF THE BOARD TO KEEP RECORDS**

It shall be the responsibility of the Board to keep and maintain an annual written record of board business, to include minutes of all official board meetings, resolutions, Chapter correspondence, financial statements and other business records as may from time to time be required by other agencies.

### **SECTION 5.06 FINANCIAL RESPONSIBILITY**

It shall be the responsibility of the Board to insure that sufficient Chapter funds are retained in a Chapter account at a reputable commercial bank to fully pay anticipated annual costs of Chapter operations. To this end, the Chapter President, in consultation with the Chapter Treasurer and Past President shall prepare and present to the Board, a Chapter financial plan and annual budget for the new year by the first meeting of the last quarter of the current year. The annual Chapter budget shall project anticipated summary expenses and estimated revenues arising from chapter activities during the following calendar year. The Chapter financial plan shall present previous year actual, current year estimated, and following year proposed revenue, expenses, and financial balances. The full Board may modify, but shall approve by majority vote, the Chapter financial plan and annual budget not later than the end of the last quarter of the current year. The Board shall be responsible for ensuring that annual Chapter revenues meet annual Chapter expenses and obligations, and that retained earnings do not exceed allowable limits as set forth in applicable IRS regulations.

#### **SECTION 5.07 DISBURSEMENT OF CHAPTER FUNDS**

No disbursement of Chapter Funds over One Thousand Dollars (\$1,000.00) may be made without two authorized signatures.

#### **SECTION 5.08 FINANCIAL REPORT**

Financial statements reporting the true and correct financial condition of the Chapter shall be prepared and signed by the Chapter Treasurer at least once annually and shall be presented to the board for review. Upon review, the board shall examine the status of Chapter funds, expenses and obligations and upon accepting the report, shall direct the Chapter President to countersign the said financial statement and enter it into the Chapter's permanent record. The treasurer shall present the approved annual financial report to the full membership during each annual membership meeting. A Chapter financial statement shall be released to any Chapter Member in good standing upon request.

#### **SECTION 5.09 SELECTION OF OFFICERS AND BOARD MEMBERS**

Board members may be selected for office either by interim appointment or by election, in the manner prescribed below:

##### **A. Interim Appointment:**

In the event a board vacancy exists, any Chapter member in good standing may volunteer to serve a remaining balance of an annual term on the Board. Any member, who volunteers service to the Chapter as a potential board member, will be interviewed by the nominating committee and presented to the board for ratification. Ratification shall be by majority vote of the Board. At the expiration of the annual term, Board members so ratified, may be considered for election to office by the chapter membership at the next annual meeting, in a manner consistent with the General Election of board members specified in paragraph (b) of this section.

##### **B. General Election:**

The Chapter Members, at the Chapter's annual meeting shall elect the Board and the President Elect. At least two (2) months prior to the Annual Meeting, the President shall appoint a Nominating Committee from the general membership. The Nominating Committee shall then compile a slate of qualified candidates for President Elect and all at large board vacancies. The proposed slate of candidates shall then be presented to the general membership in advance of the annual meeting. Additional nominations may be made from the floor when the slate is presented to the membership for approval. Nominees for board members and President Elect shall be Chapter members in good standing and shall reside and or work within the defined geographic service area of the Chapter. In addition, the candidates for President-Elect must be members in good standing of URISA International. Nominees entered on the slate shall then be elected to office by a majority vote of the membership.

##### **C. Treasurer and Secretary**

The Treasurer and Secretary shall be appointed by the board, following election of the board for its term, beginning on the date of the annual meeting.

##### **D. At Large Board Members**

At large board members are to serve for three (3) years, with two board members rotating each year.

#### **SECTION 5.10 TENURE OF OFFICERS AND BOARD MEMBERS**

Board members and officers serve a three year term. Officers and Board Members shall assume office at the close of the Annual Conference. Board Members may serve successive terms in any position, except



that the President may not serve more than two successive terms. The period of time an Officer or Board Member may serve, in completing the unexpired term of another officer or Board Member shall not be included when applying the foregoing limitation of terms. No member shall hold more than one (1) elective office during a term.

**SECTION 5.11 COMPENSATION**

Officers and Board Members shall serve without compensation; except that nominal expenses, incurred on behalf of authorized Chapter activities may be reimbursed at cost, upon presentation and verification of a receipt to the Treasurer.

**SECTION 5.12 VACANCY**

In the event of a vacancy in the office of the President, other than expiration of tenure, the President Elect shall automatically succeed to the Presidency; and may serve the remaining term of the vacated office in addition to the regular time of a succeeding term. Other Board vacancies may be filled for the balance of the term, by the Board at any regular or special Board meeting as specified in Section 5 above.

**SECTION 5.13 REMOVAL**

Any Chapter Officer, Board Member, Committee Member, or Agent may be removed from office by the Board if, after due and proper consideration at any regular or special Board meeting, is found by the Board to have: 1) been neglectful of duty as defined in these bylaws; 2) misappropriated chapter funds; 3) violated Chapter Bylaws; or 4) otherwise performed in a manner which was unethical and seriously detrimental to the Chapter's purpose or activities. Removal of any officer or Board Member shall require a two-thirds (2/3) vote of all remaining Board members.

**ARTICLE VI CHAPTER ADHERENCE**

A duly chartered URISA Chapter must adhere to the URISA International Bylaws and Constitution or risk the loss of its charter. URISA Bylaws supersede Chapter Bylaws. Use of the URISA name and logo by the Chapter must comply with URISA International guidelines.

ADOPTION:

Ashley J. Kott  
Chapter President

2/12/14  
Date

APPROVAL:

[Signature]  
URISA President

2/13/14  
Date