

**URISA Chapter Constitution and Bylaws
of the
New England Chapter of URISA**

ARTICLE I. CHAPTER NAME AND GEOGRAPHIC AREA

The name of this organization is the New England Chapter (hereinafter referred to as the "Chapter") of the Urban and Regional Information Systems Association (hereinafter referred to as "URISA"). The area served by the Chapter is the states of Connecticut, New Hampshire, Maine, Massachusetts, Rhode Island, and Vermont.

ARTICLE II. OBJECTIVES

Section 1. 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, the objectives of URISA and the Chapter are (a) to provide an objective educational forum without political, social, financial or national bias, (b) to foster the exchange of ideas and studies focused on the planning, operation, and consequences of such information systems, (c) to promote professional interaction, stimulate research, encourage publication, and generally aid the advancement of its members and other organizations having related objectives.

Section 2. Equal Opportunity. Being mindful of the undesirable effects of institutionalized discrimination, the Chapter shall conduct its activities on a fair and equitable basis without bias. Further, the Chapter shall encourage and promote equal opportunity participation in all Chapter activities.

Section 3. Political Activity. The Chapter may provide testimony or participate in limited lobbying 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 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 to seek necessary authorization and duly report such activity to URISA.

Section 4. Notwithstanding any other provisions of these Constitution and Bylaws, this Chapter is organized and operated exclusively for educational, charitable or scientific purposes as meant within the meaning of section 501 (c) (6) of the Internal Revenue Code, including for such purposes the making of distributions to organizations exempt from Federal taxation under section 501 (c) (6).

The Chapter shall not carry on any other activities inconsistent with URISA's tax-exempt purposes or not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501 (c) (6) of the Internal Revenue Code (or corresponding section of any further

Federal tax code) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding section of any future federal tax code).

Section 5. No part of the net earnings of the Chapter shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Chapter shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501 (c) (6) purposes. No substantial part of the activities of the Chapter shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Chapter shall not participate on, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Section 6. All of the property of this Chapter, and accumulations thereof, shall be held and administered to effectuate its nonprofit purposes. Upon the dissolution of the Chapter, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Chapter, dispose of all assets of the Chapter to such organization or organizations as the Board of Directors shall select, which are organized and operated exclusively for charitable, scientific or educational purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Code).

ARTICLE III. MEMBERSHIP

Section 1. Eligibility. Any responsible individual or organization with a serious interest in the field of urban and regional information systems, in agreement with the mission of URISA, and approving of the objectives of the Chapter shall be eligible for membership in the Chapter.

Section 2. Categories. The categories of Chapter membership are:

- a. Regular or Individual
- b. Student
- c. Corporate

Section 3. Duration. All members shall hold membership for a period of one year unless otherwise specified in these bylaws. The Chapter's membership year shall be from January 1 of one year through December 31 of the same year.

Section 4. Rights and Privileges. All dues-paying members or, in the absence of dues being collected, members in good standing as defined in Section 1, above, shall have full voting and office-holding rights. Members shall be informed of the activities and progress of the Chapter through annual or more frequent reports, newsletters, and/or Chapter meetings.

ARTICLE IV. CHAPTER MEETINGS

Section 1. Meetings. The Chapter shall hold regular meetings at a time and place as determined by the Chapter's Board of Directors (hereinafter referred to as the "Board"). At least one meeting shall be designated as The Annual Meeting of the Chapter. 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 members in good standing.

Section 2. Quorum. At any meeting of this Chapter, a quorum shall consist of ten (10) or ten percent (10%), whichever is greater, of the members in good standing.

Section 3. Voting. At all meetings of the Chapter membership, all 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 members present and voting shall govern.

Section 4. 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 1. Elections. All officers and directors shall be nominated to office by the Nominating Committee prior to the Annual Meeting. Additional nominations may be made from the floor when the slate is presented to the membership for approval. The nominees for all officer positions shall be active members of URISA in good standing and shall reside and/or work within the defined geographic area of the Chapter. No member shall hold more than one (1) elective office during a term.

Section 2. Tenure of Officers and Directors. Officers and Directors shall assume office at the beginning of the following membership year.) The President Elect shall be elected to serve one year as President Elect, one year as President and one year as Past President. Other officers and directors shall not serve more than two (2) successive terms in any position. The period of time an officer or director may serve, in completing the unexpired term of another officer or director, shall not be included when applying the foregoing limitation of terms. Officers and directors shall serve without compensation except as discussed in Section 8 of this Article.

Section 3. 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. Vacancies in any other elective office may be filled for the balance of the term, by the Board at any regular or special Board meeting.

Section 4. Removal. Any officer or director may be removed from office by the Board if, after due and proper hearing, he or she is found guilty by the Board of neglect of duty, improper conduct, violation of these Bylaws, or other causes as defined by the Board. Removal of any officer or director shall require a two-thirds (2/3) vote of all Board members.

Section 5. Duties of Officers. The named officers of the Chapter (President, President-Elect, Past-President, Secretary, Treasurer) must be URISA members in good standing and shall minimally consist of the following seven positions:

- a. The President shall be the chief elected officer and the official spokesperson for the Chapter. He or she shall preside at all meetings of the Board and Chapter membership. He or she must be an active URISA member in good standing. The President shall appoint all committee chairpersons, and shall be an ex-officio member, with the right to vote, on all committees except the Nominating Committee. The President may make and sign contracts and agreements, in the name of the Chapter, with approval of the Board and in accordance with guidelines set forth by the Board.
- b. The President Elect assumes the duties of the President in the absence of the President. He or she performs other duties as the President and Board recommend.
- c. The Immediate Past-President serves on the Board so as to provide continuity and experience for new board members.
- d. The Secretary shall prepare accurate minutes of all proceedings and meetings of the Chapter and Board.
- e. The Treasurer shall be responsible for managing the Chapter finances and shall handle the Chapter funds in accordance with procedures established by the Board. The Treasurer shall be responsible for the verification and filing of the Annual Chapter Report, which includes the Chapter's financial statement, and shall be responsible for all other reports and filings as required by other agencies.

Section 6. Directors - The Chapter Board shall also include a minimum of two and a maximum of four At-Large Directors who will be voting members of the board.

Section 7. Board of Directors ("Board"). The Chapter Board of Directors shall be the principal governing body of the Chapter with full supervision and control over all Chapter business affairs. The Board shall be composed of the Chapter's officers and additional directors as defined by these Bylaws. The Board shall meet at least once a year at a time and place determined by the Board. Special Meetings of the Board may be called by the President or upon written petition signed by three (3) directors. 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 seven (7) days prior to the meeting and shall state the purpose of the meeting. The Board may transact business at a meeting, by a telephone conference call, by a telephone ballot, or by facsimile ballot. A majority of the members of the Board shall constitute a quorum. Business transacted shall require a majority vote of the directors present, unless a different vote is required by these Bylaws.

Section 8. URISA Dues for Named Officers. The Chapter shall pay the annual URISA dues for each of the named officers of the Chapter: President, President-Elect, Immediate Past-President,

Secretary, and Treasurer. This provision is waived in the event that the total annual cost of those dues would equal or exceed 20% of the monthly average of the Chapters financial assets for the months of July through December, inclusive as determined from printed bank statements and reported by the Treasurer.

ARTICLE VI. STANDING AND SPECIAL COMMITTEES

Standing Committees of the Chapter shall include a Nominating Committee appointed by the President and approved by the Board. Additional special and standing committees dealing with special topics including, but not limited to, finance, membership, publications, and conferences may be established as needed. The President, with approval of the Board, shall establish the duties and membership of such committees as appropriate to support the Chapter's needs.

ARTICLE VII. AMENDMENTS

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

ARTICLE VIII. CHAPTER ADHERENCE

As duly chartered, the Chapter adheres to the URISA Bylaws and Constitution at the risk of the loss of its charter. URISA Bylaws supersede Chapter Bylaws. Use of the URISA name and logo by the Chapter must comply with URISA guidelines.

Approved and adopted by the membership on this ____ day of _____, _____.

President

Secretary