

BYLAWS – revised 2008 of the TENNESSEE GEOGRAPHIC INFORMATION COUNCIL

ARTICLE I NAME

The name of this organization shall be the Tennessee Geographic Information Council, herein after referred to as TNGIC.

ARTICLE II PURPOSE

Section 1

TNGIC is established to:

1. Stimulate and encourage the advancement of an interdisciplinary, professional approach to the planning, design, operation, and use of Geographic Information Systems (GIS) and related technology to meet the needs of public and private information providers and users in Tennessee;
2. Provide a forum to discuss the standardization of data collection techniques and commonly agreed upon standards of excellence for GIS users in Tennessee, and develop and promote a framework for mutual benefit, with the eventual goal of formulating data-sharing guidelines and standards;
3. Improve communication and coordination among the various professional disciplines who comprise the membership of TNGIC;
4. Bridge the gap between information producers and users;
5. Promote professional and educational development of the membership and interested parties by providing opportunities for the exchange of knowledge and information, for examination of GIS-based technological solutions to the needs of management and for the transfer of GIS-based technologies.
6. Promote and facilitate data sharing among TNGIC members and advocate communication with other GIS regional users' organizations state-wide.

ARTICLE III MEMBERSHIP

Section 1

1. Membership in TNGIC is limited to those individuals who also may represent organizations whose interests, background or experience are similar to the purpose of TNGIC as stated in Article II above and who are members in good standing as defined below (Section2).
2. Membership in TNGIC is limited to individuals who may or may not represent other Associations or Organizations. Membership privileges will not be extended to Associations or Organizations themselves; only to those individuals of which they are comprised.
3. Membership will not be denied because of race, creed, color or sex. Any Officer, Board Member, or other member who does so will be removed from membership by a simple majority vote of the Board of Directors after a hearing before the board.

Section 2

To remain a member in good standing, members shall be required to pay annual dues in an amount as determined by the TNGIC Board of Directors.

Section 3

A membership year shall match the conference year as determined by the TNGIC Board of Directors.

ARTICLE IV BOARD OF DIRECTORS AND OFFICERS

Section 1

The governing body of TNGIC shall be a Board of Directors composed of eleven (11) members in good standing, elected by the general membership. Directors shall serve a term of three years. In the event that a Director is elected to Vice-President in the third year of their term; an additional Board term of one year will be served as the President. Therefore, the Board of Directors will be composed of twelve (12) members during the term of that president.

Section 2

Prior to the annual meeting, the secretary shall inform the membership of their opportunity to submit name(s) for nomination as Directors of TNGIC. One

third (1/3) of the members of the Board of Directors shall be elected by the membership annually. This election shall be conducted at the annual meeting.

Section 3

The officers of TNGIC shall be a President, a Vice President (who shall be the President Elect), a Treasurer, and a Secretary. These officers shall be elected by the Board of Directors from within the Board. These officers shall perform the duties prescribed by these bylaws and the parliamentary authority of the latest edition of Robert's Rules of Order, or any other parliamentary authority adopted by TNGIC.

Section 4

The President and, Vice President shall serve for one (1) year or until their successors are elected, and their term of office shall begin at the close of the annual meeting. The Vice President (President Elect) shall assume the position of President at the close of the Annual Meeting.

Section 5

No member shall hold more than one office at one time and no member shall be eligible to serve more than one consecutive term in the same office other than Secretary and Treasurer (refer to Article V).

Section 6

The Board of Directors shall establish standing rules governing the nomination and election process in order to insure a fair and equitable election of members. Election shall be determined by a plurality of the votes cast.

Section 7

An officer of TNGIC may be removed from office by a 2/3 majority vote of the Board of Directors for non-performance of duties as specified in these bylaws or as determined by the Board of Directors. The unexpired term of any office will be filled by the election of a qualified member by the Board of Directors.

Section 8

A non-officer Board member of TNGIC may be removed by a 2/3 majority vote of the Board of Directors for non-performance of duties as specified in these bylaws or as determined by the Board of Directors. The unexpired term of a Board member will be filled by the election of a qualified TNGIC member by the Board of Directors

Section 9

The president may upon majority Board of Directors vote appoint up to three non-voting advisory Board of Directors positions from the TNGIC membership. The duration of these positions shall coincide with the current president's term.

ARTICLE V DUTIES OF OFFICERS

1. No member shall hold more than one office at a time.
2. Board members, President and Vice President shall not serve more than one consecutive term in the same office.
3. The person(s) filling the office(s) of Secretary and or Treasurer will serve a 12 month term and can serve consecutive 12 month terms, not to exceed their 3 year term on the Board.

Section 1 - President

The President shall:

1. Preside at all meetings of the Board of Directors and of the membership;
2. Approve all TNGIC committees and their chairpersons;
3. Call meetings of the Board of Directors;
4. Carry out any other duties as assigned by the Board of Directors;
5. The President shall be the determining vote in the event of a tied vote.

Section 2 - Vice President

The Vice President shall:

1. Be the designated President Elect;
2. Assist the President in the guidance and coordination of committee activities;
3. Assist the President in the development and implementation of activities associated with the goals and priorities of TNGIC;
4. Carry out other duties as assigned by the President or the Board of Directors;
5. In the absence of, or in the event of incapacity of the President, the Vice President shall assume the duties of the President.

Section 3 - Secretary

The Secretary shall:

1. Maintain an accurate list of members of the TNGIC;
2. Notify members and Board of Director members of meetings and prepare and report minutes;
3. Ensure that a quarterly newsletter is created and distributed to each TNGIC member;
4. Carry out any other duties as assigned by the President or the Board of Directors.

Section 4 - Treasurer

The Treasurer shall:

1. Receive and disburse funds;
2. Develop quarterly and annual financial reports;
3. Develop and file annual tax documents with state and federal governments;
4. Carry out any other duties as assigned by the President or the Board of Directors.

Section 5 - Other Duties:

The Officers shall perform other duties as required by these Bylaws or customary to their office.

ARTICLE VI MEETINGS AND ANNUAL CONFERENCE

Section 1

A TNGIC conference will be held annually and will include a membership business meeting. Yearly topics will be defined by the Board of Directors or a committee designated by the Board of Directors.

Section 2

At the annual business meeting, special meetings, and in ballots, except for ballots for the election of Board members, a quorum shall be ten (10) percent of TNGIC members.

Section 3

Six (6) Directors shall constitute a quorum at meetings of the Board of Directors.

ARTICLE VII COMMITTEES

The Chairpersons and Members of such other standing or special committees, as the Board of Directors shall deem as necessary, shall be approved by the President. The President shall be an ex-officio member of all committees except the Nominating Committee.

ARTICLE VIII PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order shall govern TNGIC in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rule case of order TNGIC or Board of Directors may adopt.

ARTICLE IX AMENDMENTS OF BYLAWS

Any proposed amendment to these Bylaws may, after discussion at a TNGIC meeting, be adopted by a simple majority of the membership when due notice of the proposed Bylaw amendment has been given to all members at least thirty days prior to the meeting at which action is scheduled.

MISCELLANEOUS:

From Robert's Rules of Order

The Bylaws should include all the rules that are of such importance that they cannot be changed in any way without previous notice.

A quorum refers to the number present, not to the number voting. The quorum of an open meeting is the number present at the time, as they constitute membership at that time. This number is the majority of the members in good standing at a given meeting or informal meeting.

When a quorum is present, a majority of the votes cast is sufficient to pass a motion that is in order.