

**BYLAWS
OF
THE NORTHERN CALIFORNIA CHAPTER OF
THE URBAN AND REGIONAL INFORMATION SYSTEMS ASSOCIATION**

ARTICLE I. GENERAL PROVISIONS

Section 1. Name

The name of this organization is the Northern California Chapter (hereinafter referred to as the Chapter) of the Urban and Regional Information Systems Association (hereinafter referred to as URISA). The Chapter shall also use the alias NorCal URISA. The name of the Chapter's governing body is the Board of Directors (hereinafter referred to as the Board).

Section 2. Jurisdiction

The following counties shall be within the geographic jurisdiction of the Chapter: Alpine, Amador, Butte, Calaveras, Colusa, Del Norte, El Dorado, Glenn, Humboldt, Lassen, Modoc, Nevada, Placer, Plumas, Sacramento, Shasta, Sierra, Siskiyou, Sutter, Tehama, Trinity, Tuolumne, Yolo, and Yuba.

Section 3. Location

The principal office of the Chapter shall be in a location that is determined by the Board.

Section 4. Calendar

The Chapter's fiscal and membership year shall be a standard calendar year beginning on January 1 and ending on December 31 of the same year.

Section 5. Non-Profit Status

The Chapter shall operate as a non-profit organization. Its income shall be used only for Chapter purposes, and no member or other individual shall benefit from any net earnings, except that the Chapter may pay reasonable compensation for services rendered, and make payments and/or distributions in furtherance of the Chapter's objectives.

ARTICLE II. MISSION AND OBJECTIVES

Section 1. Mission Statement

The Northern California Chapter of URISA is dedicated to serving its constituent region through professional development activities, objective educational outreach, open networking opportunities, and advocacy for effective uses of geospatial technologies and information.

Section 2. Vision Statement

To become the essential professional organization for urban and regional information systems practitioners in the northern California region, promoting both the individuals and organizations engaged in the use and integration of geospatial information technologies for the management and improvement of both the environment and our communities.

Section 3. Objectives

▪ **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 education 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; and (c) to promote professional interaction, stimulate research, encourage publication, and generally aid the advancement of its members and other organizations having related objectives.

- **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.

- **Political Activity**

The Chapter may provide testimony or participate in limited lobbying to influence legislation related to geospatial technologies and issues, 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.

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 mission, vision, and objectives of the Chapter shall be eligible for membership in the Chapter. It is recommended, but not required, that persons seeking membership in the Chapter should either live or work within the defined territory of the Chapter (see Article I, Section 2). All persons or entities who meet the eligibility requirements, regardless of race, color, creed, national origin, ancestry, sex, marital status, disability, age, religious or political affiliation, or sexual orientation, may become members of the Chapter by filing an application and paying the current annual dues at the time of application. Membership in URISA is not required to become a member of the Chapter, however national membership is encouraged and expected for Directors and required for Officers.

Section 2. Categories

The Chapter shall have the following regular and special categories of membership.

Regular:

Individual – Any person meeting the eligibility requirements may become an individual member of the Chapter. Individual members shall have full voting rights and shall be eligible to hold office and serve on committees.

Student – Any person meeting the eligibility requirements and who is enrolled in a college or university, carrying at least one-half of a full-time academic load may become a student member of the Chapter. Persons seeking membership in this classification must provide acceptable evidence of their student status. Student members shall have full voting rights and shall be eligible to hold office and serve on committees.

Special:

Sponsoring – Any person or entity, such as a business, agency, or organization, meeting the eligibility requirements may become a sponsoring member of the Chapter. Sponsoring members will be provided with additional benefits of membership as deemed appropriate by the Board. Sponsoring members shall have full voting rights and shall be eligible to serve on committees.

Section 3. Duration

All members, regardless of category, 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. Dues

Membership dues shall be annually determined by the Board and presented to the membership for approval at the Annual Meeting. Each member shall be invoiced for his/her dues for the upcoming calendar year at least sixty (60) days prior to the commencement of that year. Annual dues shall be due and payable as of January 1. Members who have paid their annual dues shall be deemed to be in good standing.

Section 4. Rights and Privileges

Members in good standing in both the regular and special categories of membership shall have full voting rights and may serve on committees. Members in good standing in the regular membership category may hold office. Members shall be informed of the activities and progress of the Chapter through annual or more frequent reports, newsletters, and/or Chapter meetings.

Section 5. Code of Ethics

URISA has adopted a Code of Ethics for GIS Professionals. All members of the Chapter are expected to conduct themselves in a manner consistent with this Code, especially when representing, or acting on behalf of, the Chapter.

Section 6. Misuse of Affiliation; Misrepresentation

Any member who misrepresents the status or nature of the Chapter, or makes use of his/her affiliation with the Chapter, in a manner considered improper by the Board may have his/her privileges suspended by the Board after opportunity has been given to the individual for a hearing before the Board. The member may be expelled from the Chapter by a majority vote of the Board at its next regularly scheduled meeting. An appeal for reinstatement may be considered by the Board no sooner than one year after expulsion.

Section 7. Limitation of Liability

No member or officer shall be individually liable for the debts, contracts, and other obligations of the Chapter, other than his/her dues paid for membership. This stipulation shall appear in any contract entered into, by or on behalf of the Chapter.

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. 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. Chapter Meeting Quorum

At any meeting of the 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. BOARD OF DIRECTORS

Section 1. Composition

The Board shall be composed of the following officers: President, President-Elect, Past President, Secretary, and Treasurer. In addition, there shall be four (4) Directors. All officers and directors shall be elected from the membership at large.

Section 2. 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 and the Chapter, in good standing, and shall reside and/or work within the defined geographic area of the Chapter. The nominees for all director positions shall be active members of the Chapter, 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 3. Tenure of Officers and Directors

Officers and directors shall assume office at the beginning of the membership year following their election. The President Elect shall be elected to serve one year as President-Elect, one year as President and one year as Past President. The Secretary and Treasurer shall be elected to one-year terms. No person shall serve more than two (2) consecutive terms in each of these positions. Directors shall be elected to serve a two-year term with two (2) directors being elected each year. Directors shall not serve more than two (2) terms consecutively. 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.

Section 4. 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 meeting of the Board.

Section 5. 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 6. Duties of Officers

The officers of the Chapter shall consist of the five following 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. He or she must be an active URISA member in good standing.
- c. The Past President shall serve on the Board to provide continuity to the Chapter by advising the current officers and serving as a representative of the Chapter. The Past President may be called upon to conduct meetings when both the President and President-Elect are absent. Other duties may be assigned by the President. He or she must be an active URISA member in good standing.
- d. The Secretary shall prepare accurate minutes of all proceedings and meetings of the Chapter and Board, handle correspondence, publish agendas and chapter announcements, and maintain the current membership roster. He or she must be an active URISA member in good standing.
- 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. He or she must be an active URISA member in good standing.

Section 7. Duties of the Board of Directors

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 provide leadership and policy direction; control and direct the collection and expenditure of the funds of the Chapter; and actively promote the Chapter's mission, vision, and objectives. The Board may adopt such rules and regulations for the conduct of its business as may be deemed necessary. The Board may delegate powers to the officers and committees for the administration of the affairs of the Chapter.

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. Business transacted shall require a majority vote of the directors present, unless a different vote is required by these Bylaws. The Board may transact business at a meeting, by a telephone conference call, by electronic messaging, by a telephone ballot, or by facsimile ballot.

Section 8. Board Meeting Quorum

A quorum shall be required for the transacting of business by the Board of Directors. A quorum shall be one-half of the members of the Board. In the event this is a fractional number, it shall be rounded up to the next higher whole number.

Section 9. Executive Committee

The Executive Committee shall be composed of the President, President-Elect, and Past President, and may include additional members as appointed by the President. The Executive Committee may act for the Board on all matters of business unless otherwise restricted by these Bylaws. Such actions shall be subject to ratification by the Board. The Executive Committee shall meet at the call of the President, or upon the call of two (2) Executive Committee members. The Executive Committee may transact business at a meeting, by a telephone conference call, by electronic messaging, by a telephone ballot, or by facsimile ballot. A majority of the members of the Executive Committee shall constitute a quorum.

Section 10. Compensation

Directors and Officers shall not receive any compensation for their services as Directors or Officers. Directors and Officers may receive reimbursements for actual expenses incurred in the performance of Board duties when approved by the Board. Original receipts must be submitted for reimbursements to be approved. The Board shall determine the maximum allowable expenses for travel, lodging, and meals.

Directors and Officers shall be prohibited from billing the Chapter for consulting services unless a contract has been duly awarded pursuant to Article VII of these Bylaws.

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. STAFFING

The Board may employ the services of professionals, consultants, or other independent contractors as it deems necessary to perform the functions of the Chapter. The Board shall specify the duties, determine the compensation, and exercise general supervision over staff of the Chapter and independent contractors. Consultants and independent contractors may bid for work by submitting a written proposal describing the specific work to be performed, including a detailed budget specifying a "not-to-exceed" amount for the contract. Contracts will be awarded by a majority vote of the Board.

ARTICLE VIII. 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 IX. 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.

ARTICLE X. DISSOLUTION

In the event the Chapter is dissolved, the Board of Directors of the Chapter shall be responsible for the disposition of the books and records. Any remaining monetary assets shall be turned over to URISA for the mutual benefit of the organization.

Adopted by unanimous vote of members on October 6, 2004.