

APLS CHAPTER BYLAWS

ARTICLE I - NAME

The name of this chapter shall be the Northern Chapter of the Arizona Professional Land Surveyors, hereinafter referred to as "The Chapter".

ARTICLE II - OBJECTIVES

The objectives of the Chapter shall be synonymous with those of the Arizona Professional Land Surveyors, hereinafter referred to as "The Corporation." The Chapter shall be governed by the Articles and Bylaws of the Corporation and the laws of the state of Arizona.

ARTICLE III – AUTHORITY OF CORPORATION

Each chapter is a subsidiary organization of the corporation. The chapter shall meet all requirements of the Articles of Incorporation and these Bylaws. No chapter shall take any action or any position contrary to any provision of the Articles of Incorporation, these Bylaws, or any resolution or motion of the Board of Directors. The chapter's charter is subject to the authority of the corporation. Copies of all contracts shall be submitted to the corporation office. Copies of the books and records of each Chapter, including all financial records, shall be made available to the corporation by March 1st each year so that the corporation may prepare and file tax returns and other documents as may be required by law.

ARTICLE IV - MEMBERSHIP

The membership of the Chapter shall consist of members in accordance with the Bylaws of the Corporation.

ARTICLE V - OFFICERS

The chapters shall at a minimum elect, by vote of their membership, a President, Treasurer, Secretary and a Director. With the Immediate Past President, they will comprise the Executive Committee which has the power to act in between chapter meetings or on urgent matters. A member may hold more than one office except that of President and Secretary may not be combined. The Director shall be elected for a two-year term.

The President and Director shall be Regular Members of the Corporation in good standing. The Director shall be required to serve as a Director on the Corporation's Board of Directors for a two-year term. The Chapter may elect an Alternate Director that can serve in the absence of the elected Director so long as they are Regular Members of the Corporation in good standing.

The duties of a Director include reporting the view of their Chapter at Board of Directors meetings, reporting on such meetings to their Chapter, serving as a Director of the Corporation, and fulfilling the duties of a Director. However, each Director has a fiduciary duty to the

Corporation, and shall act in the best interests of the Corporation with respect to all matters pertaining to the Association.

In the event an elected office is vacated during the year, the vacancy shall be filled by appointment of the remaining officers.

ARTICLE VI - NOMINATIONS AND ELECTIONS

By November 30th of each year Chapter shall elect Officers, a Director, and an Alternate Director and report results of elections to the corporation. Elections shall be held using acceptable parliamentary procedure and the report of elections shall include a brief summary of the procedure used.

Newly elected officers of the Chapter shall assume their duties on January 1st.

ARTICLE VII - MEETINGS

The Chapter shall hold a minimum of four meetings each year. The date, time, and location of the meeting shall be set by the chapter officers.

For the purpose of transacting business of the Chapter, a quorum shall be no less than 10% of voting members or a minimum of 3 voting members in good standing, whichever is greater.

For Chapter business, members of all categories may vote on all items with the exception that only licensed members will vote on items of professional significance. The Chapter President shall determine which items are of professional significance.

A special Chapter meeting may be called by the President, the Officers, or at least ten percent (10%) of Regular Members in good standing. The purpose of the special meeting shall be stated in the notice. Only that business specified in the notice of the meeting shall be transacted at any special meeting. Notice of the meeting shall be given not less than ten days before the date of the meeting.

ARTICLE VIII FEES AND DUES

The Corporation allocates a chapter share of dues for each member and such amount is determined by the Corporation's Board of Directors. This does not preclude the chapter from imposing additional assessments. All assessments shall be recommended by the Chapter Officers and approved by a 2/3 majority vote of the chapter membership.

ARTICLE IX - FINANCES

The Treasurer shall receive all monies, dues, and assessments, and shall deposit them in the Chapter's name. The Treasurer shall pay Chapter obligations and shall report on the treasury at each Chapter meeting.

Chapters shall provide a financial report on a prescribed form to the Corporation Executive Director on an annual basis or as requested from time to time by the Board of Directors.

ARTICLE X – REVOCATION, DISSOLUTION

Upon revocation of chapter charter, dissolution, or winding up of the chapter, its assets remaining after payment of, or provision for payment of, all debts and liabilities of the Chapter shall be distributed to the Corporation.

ARTICLE XI - AMENDMENTS

These Bylaws may be amended at any meeting of the Chapter by a 2/3 favorable majority vote of those members present, providing that they constitute a quorum. A copy of the proposed amendment(s) shall be sent to each member two weeks prior to the scheduled meeting.

All amendments must be in conformance with the current Corporation's Articles of Incorporation; Bylaws; and Regulations.

Adopted this 16th day of July, 2020


President


Secretary