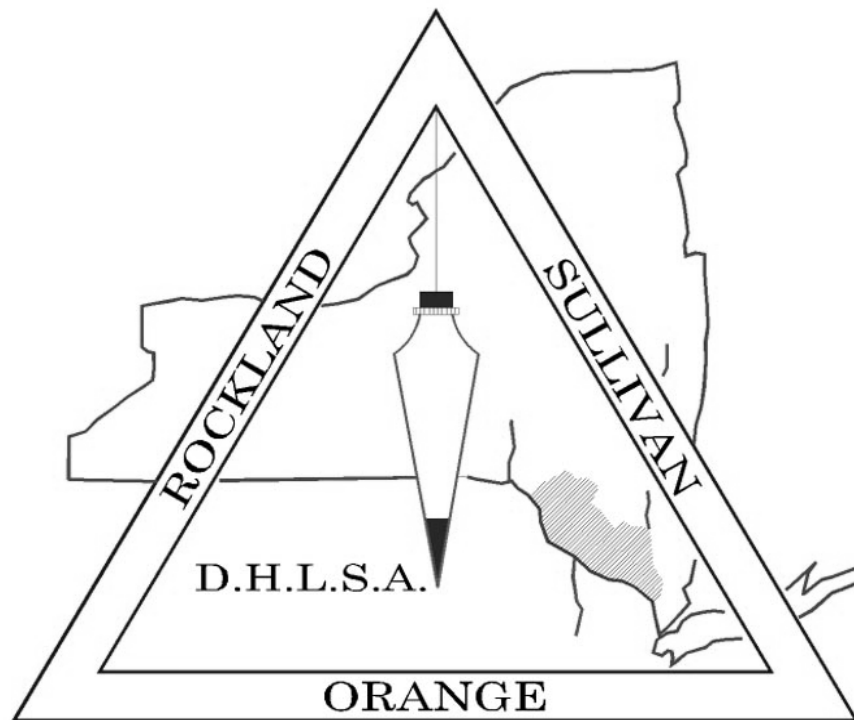


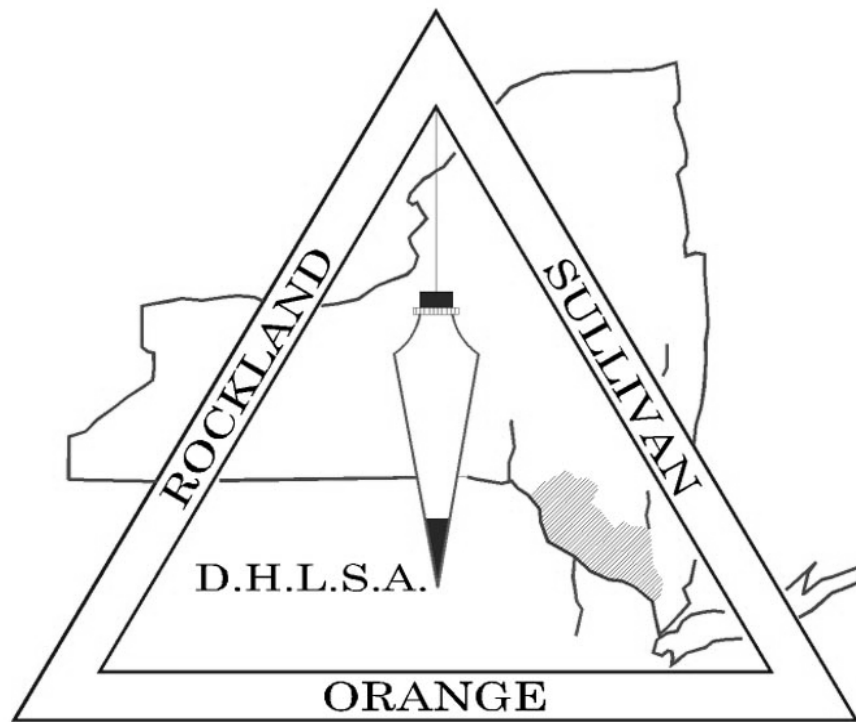
**DELAWARE-HUDSON PROFESSIONAL
LAND SURVEYORS ASSOCIATION, Inc.**

**CONSTITUTION
and BYLAWS**



INCORPORATED 1975

CONSTITUTION



INCORPORATED 1975

Constitution of the Delaware-Hudson Professional Land Surveyors Association, Inc.

Preamble

Deriving from a common concern for the public welfare and from a professional obligation to advance and ensure the safety of life, health and property, this organization has been instituted with purposes, namely:

1. To aid in formulating, enacting, modifying, and enforcing laws restricting the practice of Land Surveying to properly qualified persons holding New York State Licenses as Land Surveyors;
2. To cooperate with other professional and civil organizations seeking to maintain, protect and promote local, state and national welfare;
3. To focus public attention on professional requirements, functions, standing, and accomplishments of the Land Surveying profession;
4. To sponsor, promote and practice a code of professional ethics upon which to found and merit the elevation of professional status and emoluments commensurate with the dignity and responsibilities of the Land Surveying Profession;
5. To advance the science, technology, education and practice of Land Surveying and to use the knowledge and skill of the Profession to benefit society.

To these ends the Constitution, of which this Preamble is a part, is hereby indicted and published.

Article I

Name

Section 1: This organization shall be known as the **DELAWARE-HUDSON PROFESSIONAL LAND SURVEYORS ASSOC., INC.**

Article II

Membership

Section 1: Any person licensed by the State of New York to practice Land Surveying, or any resident of Rockland, Orange, or Sullivan Counties licensed by any State to practice Land Surveying shall be eligible to become a **MEMBER** of this Association.

Section 2: Any person licensed as a Land Surveyor in any state shall be eligible to become an Affiliate of this Association and have full voting rights, but may not be elected to office.

Section 3: This Association may grant to persons who have been designated (under the rules of New York State Board for Engineering and Land Surveying) as Intern Surveyors, or who have successfully completed at least eight hours of the Land Surveyors Examination in New York State, the status of Intern Surveyor, with the rights to attend all meetings, to participate in all activities of this Association, to vote on all local matters, and the right to hold the offices of Secretary, Treasurer, and Second Vice President, excepting the right to vote on matters of Legislation and Ethical Practice.

Section 4: This Association may grant to students and others interested in the Surveying Profession, the status of Associate: an individual interested or affiliated with the surveying profession. These persons shall have the right to attend all meetings, to participate in all activities of this Association, to vote on all local matters (excepting the right to vote on matters of Legislation and Ethical Practice), and the right to hold the offices of Secretary, Treasurer, and Second Vice President.

Section 5: This Association may grant to firms and individuals interested in the Surveying Profession the status of Sustaining Member. These firms or individuals shall have the right to attend all meetings, to participate in all activities of this Association, and to vote on all local matters, excepting the rights to vote on matters of Legislation, Ethical Practice, Election of Members and Officers, and the right to hold office.

- Section 6: **STUDENT MEMBER** – A student enrolled at a school in a surveying program accredited by New York State or approved by the Association. This individual shall have the right to attend all meetings, to participate in all activities of this Association, and to vote on all local matters, excepting the right to hold office and to vote on matters of Legislation, Ethical Practice and Election of Members and Officers.
- Section 7: **LIFE MEMBER** – A regular Member of the Association who retires from a professional practice. Said Member will retain the same rights as he or she had as a regular Member. Status to be conferred by vote of the Board of Directors.
- Section 8: **HONORARY MEMBER** – An individual who, by reason of outstanding contributions to the profession of land surveying, is found deserving by the Board of Directors of this Association. This individual shall have the right to attend all meetings, to participate in all matters, excepting the right to vote on matters of Legislation, Ethical Practice, Election of Members and Officers, and the right to hold office.
- Section 9: **IN MEMORIAM:** Any deceased Member of the Association or any other person to be conferred by the Board of Directors.
- Section 10: Election of Members of this Association optionally provides membership in the New York State Association of Professional Land Surveyors, Inc. They shall be subject to the Constitution, ByLaws, Payment of Dues, and all other regulations of the said State Association. This shall not apply to the Sustaining Members.
- Section 11: Expulsion or Suspension from this Association shall be by action of the Board of Directors upon recommendation of the Ethical Practices Committee. Such action will be taken only after all hearings have been held, and the time limits set for appeal have been exhausted.

Article III

Dues

- Section 1: Annual dues for Land Surveyors shall be \$75.00, plus optional annual dues assessed by the State Association.
- Section 2: Annual dues for Intern Surveyors shall be \$50.00, plus optional annual dues assessed by the State Association.
- Section 3: Annual dues for Associates shall be \$25.00.

- Section 4: Annual dues for Affiliates shall be \$50.00.
- Section 5: Annual dues for Sustaining Members shall be \$100.00.
- Section 6: Dues are paid annually in advance, upon receipt of bills dated the beginning of the fiscal year.
- Section 7: Members, Affiliates, Intern Surveyors, and Associates in good standing are those whose dues are not in arrears for more than six (6) months of the calendar year. Those whose dues are in arrears for more than six (6) months shall receive no publications, nor be entitled to vote upon or participate in deliberations of this Association and must complete the Membership Applications Procedures stated in Article II of the ByLaws to reinstate membership.
- Section 8: The fiscal year will coincide with that of the New York State Association of Professional Land Surveyors (NYSAPLS).

Article IV

Officers and Directors

- Section 1: The elected officers of this Association, all of whom must be Members or Associate Members of this Association, shall be a President, Two Vice-Presidents, a Secretary, and a Treasurer; who shall constitute the EXECUTIVE BOARD.
- Section 2: There shall be a BOARD OF DIRECTORS consisting of the President, the two Vice-Presidents, the Secretary, the Treasurer, the immediate Past President and an elected Regular Member representative from each county whose principle place of business is in that county. The representatives' terms shall be a period of one year. The President shall be the PERMANENT CHAIR of this Board.
- Section 3: The elected officers shall hold office for one year, or until the expiration of the respective elective office. A vacancy in any elective office, or the Board of Directors, during the stated term of that office, shall be filled by a majority vote of the Board of Directors; the Officer or Director thus elected shall hold office until the end of the expired term thereof.
- Section 4: The term of office for all officers shall run from 1 January to 31 December.

Article V

Nominations and Elections

- Section 1: Nomination for officers shall be made by a Nominating Committee of three (3) Members, none of whom shall be officers, appointed by the President. At least one (1) month prior to the Annual Meeting they shall report to the Membership their slate of nominees. Additional nominations may be made by Members from the floor at the annual meeting, and the chair shall provide opportunity for such nominations.
- Section 2: Officers shall be elected by a majority of ballots cast for the respective office at the Annual Meeting.
- Section 3: Announcement of the canvass of the ballots by the President shall constitute the installation of the newly elected officers.

Article VI

Delegates

- Section 1: Delegates to represent this Association at State Association meetings shall be designated by the Board of Directors. The President shall be the delegate in all cases upon recommendation of the National Committee. Three alternate delegates shall be designated, one from each of the counties (Orange, Rockland and Sullivan).
- Section 2: Alternate delegates shall serve a term of three (3) years, with one delegate designated annually to provide rotation of delegates.
- Section 3: Delegates shall vote in accordance with directions of the Association Membership as expressed by majority vote, or in an emergency, as instructed by the Board of Directors.
- Section 4: Delegates may exercise personal judgment on matters in which they have not been previously directed or instructed.

Article VII

Administration

- Section 1: The affairs of the Association shall be administered by the Board of Directors in accordance with the provisions of the Constitution and ByLaws.

- Section 2: A quorum for the transaction of business shall be constituted by at least three (3) Members of the Board of Directors.
- Section 3: The Board of Directors shall report to each regular meeting it's official acts performed during the interim following the last prior meeting.
- Section 4: The President may call SPECIAL MEETINGS of the Board of Directors at his or her discretion.

Article VIII

Committees

- Section 1: There shall be six (6) Standing Committees, viz:
1. Audit
 2. Association Activities & Public Relations
 3. Ethical Practice
 4. Legislation
 5. Membership
 6. Nominations
- Section 2: Upon induction to office, or not later than the next meeting thereafter, the President shall appoint the CHAIRPERSON to each of the Standing Committees respectively, who shall serve for one year, or until their respective successors are appointed.
- Section 3: The President shall have the power to appoint such Special Committees as he or she may deem necessary.

Article IX

Duties of Officers and Boards of Directors

- Section 1: The President shall preside at ALL MEETINGS of this Association and those of the Board of Directors, and shall conduct the affairs of this Association subject to approval by the Board of Directors.
- Section 2: The Vice-Presidents (in order of sequence), in the absence or inability of the President, shall perform all duties of the latter. They shall perform such other duties as may be delegated to them by the President, or by the Board of Directors.

- Section 3: The Secretary shall keep complete and accurate records of all proceedings of this Association and those of the Board of Directors; he or she shall discharge all duties usual to this office and such other duties as may be required of him or her by the President, or by the Board of Directors. He or she shall have custody of the ASSOCIATION'S SEAL, DOCUMENTS, BOOKS AND RECORDS of this office, and at termination of his or her turn in office, shall turn over all these to his or her successor in the office. At the Annual Meeting he or she shall submit a report of his or her activities during the year. Within thirty (30) days of the Annual Meeting, he or she shall transmit a roster of the Association's Members, the names and addresses respectively of the newly-elected Association Officers, and Chairperson of the respective Standing Committees to State Association Headquarters; he or she shall send each Member in good standing a roster of the names of this Association's Members, Officers, Board of Directors, Delegates, and Committee Chairpersons, with the respective addresses and telephone numbers of residence and place of business of each. He or she shall report immediately to the State Association Headquarters the names of all new Members who have resigned, been transferred, suspended, or expelled, or who are deceased.
- Section 4: The treasurer shall receive all monies paid to this Association and make all properly authorized disbursements. Disbursements shall be made by check, signed by the Treasurer or by the President. He or she shall make interim reports of the Association's financial condition at all regular meetings. At the Annual Meeting he or she shall prepare and cause to be published a complete statement of balance, receipts, and disbursements for the year ending not earlier than ten (10) days prior to the Annual Meeting. Semi-annually he or she shall give the Secretary a roster of Association Members in good standing. At termination of his or her turn in office, he or she shall turn over to his or her successor in office ALL MONIES, RECORDS, BOOKS, RECEIPTED BILLS, and UNPAID BILLS in his or her possession at that time.
- Section 5: The Board of Directors shall have general supervision of this Association's affairs with power to act for the Association in cases of emergency; and shall approve all disbursements of Association funds for ordinary expenditures. Appropriation of funds for extraordinary purposes shall be made by majority vote of Members present at any Regular, Special, or Annual Meeting.

Article X

Amendments

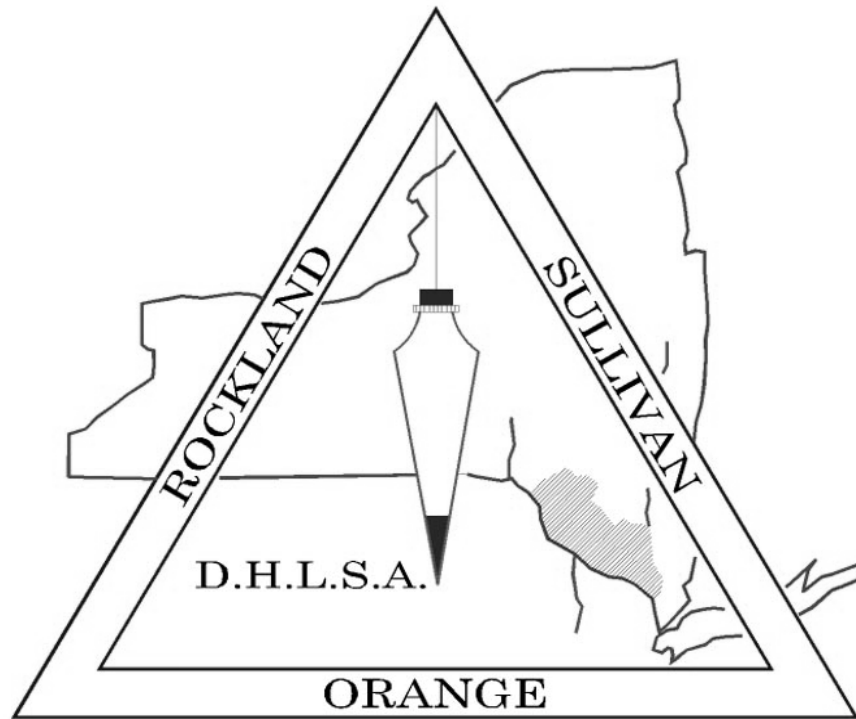
- Section 1: Amendments to this Constitution may be proposed by the Board of Directors, or by majority vote of Members present at any meeting.
- Section 2: Notice of each proposed amendment shall be communicated in writing by the Secretary to each Member of this Association with notice of the meeting date on which a vote will be taken on such proposed amendments.
- Section 3: To become effective, any proposed amendment shall be adopted by not less than two-thirds vote of the Members present at the meeting specified in conformity with SECTION TWO (2) of this ARTICLE.
- Section 4: Should the Constitution of the New York State Association of Professional Land Surveyors be amended in such a manner to cause a consonant amendment to this Constitution, it shall be subject to the next regular meeting of the Membership for consideration in the manner hereinabove provided.

Article XI

Adoption

- Section 1: This Constitution shall become effective upon approval thereof, by the Board of Directors of this Association and finally adopted by at least a two-thirds vote of the Members of this Association present at a meeting called for this purpose.
- Section 2: This Constitution is approved and adopted in conformity with SECTION 1 of this ARTICLE, to become effective November 11, 1986, revised March 8, 1994 and last revised March 4, 2008.

BYLAWS



INCORPORATED 1975

BYLAWS
Of the
Delaware-Hudson Professional
Land Surveyors Assoc., Inc.

Article I

Meetings

- Section 1: This Association shall hold ten (10) regular meetings during each calendar year; generally to be held on the second Tuesday of the months to be determined by the Board of Directors. The locations of these meetings are also to be determined by the Board of Directors.
- Section 2: The regular meeting held in December of each year shall be designated the “Annual Meeting.”
- Section 3: Special meetings shall be called by the President, or at the request of the Board of Directors, or upon written request of at least five (5) full Members over their respective signatures.
- Section 4: For the purpose of transacting Association business, a Quorum of at least five (5) Members in good standing shall be in attendance.
- Section 5: The order of business for regular meetings of this Association shall be:
1. Reading of minutes of last meeting.
 2. Reading of Communications.
 3. Report of Officers
 4. Report of Committees.
 5. Unfinished Business.
 6. Election of Officers (at the Annual Meeting only).
 7. New Business.
 8. Special program (if any).
 9. Adjournment.
- Section 6: Meetings of the Board of Directors shall be held at the call of the President, or upon request by a majority of the Board at such place designated by the President, or as selected by a majority of the Board.

Article II

Recommendation & Election of New Members

- Section 1: RECOMMENDATION
- A. Be sponsored by a Licensed Land Surveyor, currently a Member in good standing of this Association;
 - B. Complete an application provided this Association;
 - C. Receive a copy of the By-Laws of this Association;
 - D. The application shall be submitted to the Membership Committee for review and recommendation;
 - E. The Membership Committee shall investigate and report to the Board of Directors the character and eligibility of the applicant for membership.
 - F. At the direction of the Board of Directors, the applicant's name shall be published in the newsletter.
- Section 2: ELECTION
- A. The presiding officer at the next regular meeting shall present the application and the report of the Membership Committee to the General Membership. At that time a vote on the applicant shall be called.
 - B. The vote on membership shall be by majority vote by regular Members present. A closed ballot may be requested by any regular Member.
 - C. An individual rejected for membership may not be proposed again for a period of one (1) year from the date of said rejection.
- Section 3: An Associate Member, upon achieving a Land Surveyor's License, shall automatically be transferred to full membership. The Association dues (for full membership) shall be waived for the remainder of the fiscal year.

Article III

Ethical Practices

- Section 1: ESTABLISHMENT. There shall be an Ethical Practices Committee. The Committee shall consist of three (3) or more Active Full Members. Members of the Committee may be appointed by the President, and the President shall have power to appoint a substitute for any Member who may be part of the controversy or who may be disqualified for any other valid reason. The Committee shall elect its own Chair who shall preside at its meetings.
- Section 2: TERMS. Members of the Committee shall be appointed as needed.

Section 3: CODE OF ETHICS FOR PROFESSIONAL PRACTITIONERS. It shall be considered unprofessional and inconsistent with honorable and dignified bearing for any professional practitioner (check with most recent New York State Code of Ethics):

1. To act for his client, or employer, in professional matters otherwise than as a faithful agent or trustee, or to accept any remuneration than his stated recompense for services rendered;
2. To attempt to injure falsely or maliciously, directly or indirectly, the professional reputation, prospects or business of anyone;
3. To attempt to supplant another fellow professional practitioner after definite steps have been taken toward his employment;
4. To compete with another fellow professional practitioner for employment by the use of unethical practices;
5. To review the work of another fellow professional practitioner for the same client, except with the knowledge of such practitioner, or unless the connection of such practitioner with the work has been terminated;
6. To attempt to obtain or render technical services or assistance without fair and just compensation commensurate with the services rendered;
7. To advertise in self-laudatory language, or any other manner derogatory to the dignity of the profession;
8. To attempt to practice in any professional field in which the registrant is not proficient;
9. To use the advantage of a salaried position to compete unfairly with surveyors in private practice;
10. To use undue influence or offer commissions or otherwise solicit professional work improperly, directly or indirectly.

Section 4: ETHICS. Unethical conduct shall include any violation of the Code of Ethics or of the provisions of these ByLaws, or of the Rules and Regulations of the Board, false or malicious injury of the professional reputation of a Member, and other conduct which publicly discredits the Board or the surveying profession. In matters involving a charge of unethical conduct, the proceedings and deliberations of the Committee shall be confidential and shall be conducted in executive session.

- a) Such matters shall be initiated by the filing of written charges by an individual, an officer, or a Committee of the Board, or by the Board of Directors, delivered to the Secretary of the Board, sealed in an envelope, directed to the attention of the Ethical Practices Committee; it shall be deemed a privileged communication and shall not be subject to liability therefore.
- b) The Secretary shall deliver the sealed envelope to the Chairperson of the Committee. The Committee shall examine the charges, and within one month of their receipt, shall determine whether the alleged conduct warrants a hearing. If the Committee determines the charges do not allege unethical conduct, it shall so inform the person who filed them. If the Committee determines the charges allege unethical conduct and so warrant a hearing, it shall, in writing, under confidential cover, transmit to the accused Member a copy of the charges and fix a time, not less than two weeks from delivery of the notice, for the accused Member to file with the Committee a written response thereto.
- c) The Committee shall set a date for a hearing, which may be continued to suit the convenience of the parties, but no more than one continuance shall be granted, except for reasons deemed imperative by the Committee.
- d) Ten (10) days prior to the hearing of the complaint, the complainant may file with the Secretary a written amendment to the complaint. The Secretary shall promptly refer the information to the Chair of the Committee, who will, under confidential cover, transmit to the accused Member a copy of the amendment and request his reply thereto, if any.

Section 5: HEARING. In the conduct of the hearing, the parties may introduce such documentary evidence, and present such testimony of witnesses, sworn by the Chairperson, as the Committee shall reasonably deem relevant to the issue, and both sides of the controversy shall be accorded a full opportunity to be heard. A transcription or recording of the proceedings at such hearings will be made, in which case the cost of an original and copy thereof shall be divided equally between the Board, the Member and the complainant.

- a) At any time during the hearing the complaint may be amended either by the complainant or upon motion by the Committee. In such event the hearing shall be continued to a date certain, not less than two weeks or more than one month. The amended complaint shall be filed in writing signed by the complainant or by the Chairperson of the Committee, as the case may be, and shall be promptly served on the respondent. Subsequent procedure shall be as provided in these ByLaws.

- b) At the conclusion of the hearing, the Committee as soon as it is practicably possible, but not later than two weeks thereafter, shall consider the evidence and render a written opinion and decision specifying the reasons for its decision. In its decision and opinion, the Committee may find the charges unfounded or may direct the reprimand, suspension or expulsion of any Member found to have engaged in unethical conduct as herein defined. The parties to the proceeding shall be given a copy of the opinion and the decision. Any party adversely affected by an opinion and decision of the Committee may, within two weeks after receipt of a copy thereof, apply for a rehearing upon a showing of newly discovered evidence relevant to the issue which could have not been discovered by diligent search prior to or during the hearing. The Committee shall act upon an application for rehearing with two weeks after its receipt.

Section 6:

APPEAL. Any party adversely affected by an opinion and decision of the Committee may, within 20 days after it has become final, appeal to the Board of Directors. In such instances, the appellant shall file a written notice of appeal with the Secretary, who forthwith shall notify in writing the President and the Chairperson of the Committee. The notice of appeal shall specify any material errors or omissions in the Committee's opinion and decision stating briefly the points alleged to have been overlooked or misapprehended by the Committee. The Committee, within one week after receiving the notice of appeal, shall transmit to the President the written record of the hearing before the Committee, including the charges and answer, documentary evidence, testimony of witnesses, and the opinion and the decision of the Committee. The review upon appeal shall be limited to the record so transmitted by the Committee. No new or additional evidence shall be considered, and the opinion and decision of the Committee shall be taken as presumptively correct. The Board of Directors shall consider the appeal at its next regular meeting. The Board of Directors may affirm, modify or reverse the opinion and decision of the Committee. If the opinion and decision is modified or reversed, the Board of Directors shall, in a written opinion, specifically indicate wherein and wherefore its opinion differs from that of the Committee, and shall transmit a written copy of its opinion to the Committee for its records. The Board of Directors may publish the results of any disciplinary action taken by the Professional Standards Committee after its decision shall have become final.

Article IV

Duties of Standing Committees

- Section 1: The Nominating Committee shall select the candidates for respective elective offices after having interviewed and obtained assent and willingness to serve from each respectively. It shall present its slate of nominees to the Membership at least one month prior to the Annual Meeting.
- Section 2: The Audit Committee shall inspect, verify and report the condition of the account books, records and balances of both Secretary and Treasurer at least once a year prior to the Annual Meeting.
- Section 3: The Association Activities & Public Relations Committee shall endeavor to keep before the public the aims, functions and accomplishments of the profession. It shall be responsible for release of news or Association activities and accomplishments and shall arrange for such other functions as may be delegated to it by the Association.
- Section 4: The Ethical Practices Committee shall formulate a code for the guidance of the profession and shall have the power and authority to hear and determine all matters involving a charge, properly made, of a breach of the Code of Ethics on the part of any Member of the Association.
- Section 5: The Legislative Committee shall investigate and report on all matters relative to legislation, law enforcement and protection of the interests of Licensed Land Surveyors.
- Section 6: The Membership Committee shall recommend ways and means of developing membership in this Association and shall investigate and report to the Board of Directors, the character and eligibility of all applicants for membership.

Article V

Rules of Order

- Section 1: "Roberts Rules of Order" (as revised) shall govern in all matters of parliamentary procedure.

Article VI

Amendments

Section 1: Amendments to these ByLaws may be proposed by the Board of Directors or by majority vote of Members in good standing, present at any regular meeting, or meeting called for such purpose.

Section 2: These By-Laws may be amended by a two-thirds vote of Members present at any regular meeting, or meeting called for such purpose, provided notice of intent to amend shall have been given Members by the Secretary in writing prior to such meeting.

Article VII

Suspension of By-Laws

Section 1: These Bylaws, or any portion thereof, maybe suspended for a stated purpose, by unanimous consent of the Members present at any regular meeting.

Article VIII

Effective Date

Section 1: These Bylaws shall become effective on having been approved and adopted by a vote of the majority of the Members entitled to vote at a meeting held on November 11, 1986 and last revised March 12, 1996.