Call to Order: The second organizational meeting of the WV Association of Geospatial Professionals was held at the Columbia Gas Transmission building, Charleston, WV, on March 15, 2007. The mass meeting was called to order at 9:15 a.m. by Sean Litteral, chairman pro tem and presiding officer. The secretary pro tem, Chandra Inglis-Smith, was present.

Attendance: Over 50 prospective members of the association attended the meeting. See the attendance roster located in Appendix C.

Approval of Minutes: The minutes of September 13, 2006 were approved as distributed.

Report of Bylaws Committee: The bylaws committee chair, Kurt Donaldson, reported on the proposed bylaws agreed upon by the committee. Upon completion of his report, Mr. Donaldson recommended that the draft bylaws be adopted.

Consideration and Adoption of Bylaws: Each article in the bylaws was stated, considered, and open to amendment. After there were no further amendments by the membership, the amended bylaws were seconded and approved by the membership. See the full text of bylaws at the end of minutes.

Approval of Resolution to File Articles of Incorporation: The resolution, “Resolved, that the Association file articles of incorporation with the State of West Virginia,” was read by Chandra Inglis-Smith, seconded, and subsequently approved by the members.

Enrollment of Charter Members: The assembly recessed whereby 53 charter members enrolled and signed up for standing committees. A photo of the charter members can be found in Appendix C.

Election of Board of Directors:
Nominations: The election committee chair, Jennings Starcher, reported that 13 individuals were nominated by committee for the board for directors. In addition, a write-in candidate submitted an application for nomination. After nominations from the floor were closed, each of the 14 candidates was allotted two minutes to present themselves to the assembly for campaign activities.

Ballot Vote: The election was conducted by plurality vote and secret ballot. Two tellers were appointed by the presiding officer to distribute and tally the ballots. The tellers report was delivered to the chair who announced the election results. See Appendix A for the tellers report.

Elected Board: The eleven new members of the WVAGP board of directors are: Kurt Donaldson (President), Hussein Elkhansa (Vice-President), Katherine Paybins (Treasurer), Chandra Inglis-Smith (Secretary), Larry Evans, Rick Lawson, Sean Litteral, Matt Mullenax, Robert Schaffer, Jennings Starcher, and Jeff Stephens. A photo of the newly elected board can be found in Appendix C.
Adjournment: The meeting adjourned at 1:00 p.m.

Next Meeting:
The next membership meeting is scheduled for June 5, 2007, at the Days Inn Hotel and Conference Center in Flatwoods, WV. The primary focus of this meeting shall be the development of a State GIS Plan.

/ signed / 5 June 07

______________________________ ____________________
Secretary: Chandra Inglis-Smith Date of Approval
WV Association of Geospatial Professionals
Appendix A: Tellers Report

WV ASSOCIATION OF GEOSPATIAL PROFESSIONALS
Board of Directors Election Totals
March 15, 2007

<table>
<thead>
<tr>
<th>RANK</th>
<th>CANDIDATE</th>
<th>TOTAL VOTES</th>
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<tr>
<td>1</td>
<td>Kurt Donaldson (Ed/R)</td>
<td>49</td>
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<tr>
<td>2-Tie</td>
<td>Katherine Paybins (F)</td>
<td>48</td>
</tr>
<tr>
<td>2-Tie</td>
<td>Chandra Inglis-Smith (Ed/R)</td>
<td>48</td>
</tr>
<tr>
<td>4</td>
<td>Rick Lawson (C)</td>
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</tr>
<tr>
<td>5</td>
<td>Jennings Starcher (S)</td>
<td>45</td>
</tr>
<tr>
<td>6</td>
<td>Matt Mullenax (Re/LG)</td>
<td>44</td>
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<tr>
<td>7</td>
<td>Sean Litteral (S)</td>
<td>40</td>
</tr>
<tr>
<td>8</td>
<td>Hussein Elkhansa (S)</td>
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<td>9</td>
<td>Larry Evans (S)</td>
<td>35</td>
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<tr>
<td>10</td>
<td>Jeff Stephens (C)</td>
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<tr>
<td>11</td>
<td>Robert Shaffer (Re/LG)</td>
<td>32</td>
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<tr>
<td>12</td>
<td>Mark Holmes (C)</td>
<td>31</td>
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<tr>
<td>13</td>
<td>JD Adkins (Re/LG)</td>
<td>27</td>
</tr>
<tr>
<td>14</td>
<td>Mike Pizzino (Re/LG)</td>
<td>18</td>
</tr>
</tbody>
</table>

Affiliation Codes:
(Ed/R) – Education and Research
(F) – Federal
(C) – Commercial
(S) – State
(Re/LG) – Regional/Local Government

Ballots Cast: 51 Votes Total
Illegal Votes: None
Total Members: 53 Members (1 left before voting and 1 arrived after voting)

Tellers/Election Inspectors: Nicki Barnette and Jamie Wolfe
Election Committee Chair: Jennings Starcher

In accordance with the bylaws (Section 5.4.A.4), the six directors receiving the highest number of votes shall serve a term of three years to expire June 30, 2010. The remaining five directors shall serve a term of two years to expire June 30, 2009.
### Appendix B: Attendees

#### WV Association of Geospatial Professionals

**Attendance of Second Organizational Meeting**

**March 15, 2007**

<table>
<thead>
<tr>
<th>Name</th>
<th>Organization</th>
<th>Email</th>
</tr>
</thead>
<tbody>
<tr>
<td>Douglas E. Shahan</td>
<td>Preston County Assessor's Office</td>
<td><a href="mailto:deshahan@assessor.state.wv.us">deshahan@assessor.state.wv.us</a></td>
</tr>
<tr>
<td>Jennifer &quot;Nicki&quot; Barnette</td>
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<tr>
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</tr>
<tr>
<td>Pete Dailey</td>
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<tr>
<td>Craig Neidig</td>
<td>WVGIS</td>
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<tr>
<td>Tim Ransom</td>
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</tr>
<tr>
<td>Matt Beckett</td>
<td>RTI- GA</td>
<td><a href="mailto:beckett12b@hotmail.com">beckett12b@hotmail.com</a></td>
</tr>
<tr>
<td>Juan I Gutierrez</td>
<td>RTI- GA</td>
<td><a href="mailto:bogrras2006@hotmail.com">bogrras2006@hotmail.com</a></td>
</tr>
<tr>
<td>Rick Lawson</td>
<td>ESRI</td>
<td><a href="mailto:rlawson@esri.com">rlawson@esri.com</a></td>
</tr>
<tr>
<td>Frank Lafone</td>
<td>WVGISTC</td>
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<td>Kevin Kuhn</td>
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<td>Eric Hopkins</td>
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<tr>
<td>Mike Orr</td>
<td>RTI-GA</td>
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<tr>
<td>J.D. Adkins</td>
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<tr>
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<tr>
<td>Scott McColloch</td>
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<td>Michael Shank</td>
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<td>Shaik Mohiuddin</td>
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<tr>
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<td>L. Robert Kimball &amp; Assoc.</td>
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<tr>
<td>Diane Eldridge</td>
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<td>Robert Schaffer</td>
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<tr>
<td>Sean Litteral</td>
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<td>Chris Eurice</td>
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<td>Everett Perry</td>
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<td>Debra Rohrer</td>
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<td>Peter Vila</td>
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<tr>
<td>Jamie Wolfe</td>
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<td>Sam Lammie</td>
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<td>Jim Kompanek</td>
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<td>Katherine Paybins</td>
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<tr>
<td>Andrea Griffith</td>
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<td><a href="mailto:agriffith@semaphorehill.com">agriffith@semaphorehill.com</a></td>
</tr>
<tr>
<td>Jose A. &quot;Tony&quot; Simental</td>
<td>WV Tax Dept.</td>
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<tr>
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<tr>
<td>Kurt Donaldson</td>
<td>WVGISTC</td>
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<tr>
<td>Rex Thaxton</td>
<td>Mountain CAD</td>
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<td>WV DNR</td>
<td><a href="mailto:michaeldougherty@wvdnr.gov">michaeldougherty@wvdnr.gov</a></td>
</tr>
</tbody>
</table>
Appendix C: Photos

Charter Members

1. Hussein Elkhansa
2. J.D. Adkins
3. Chandra Inglis-Smith
4. Jennifer “Nicki” Barnett
5. Nancy Osborne
6. Andrea Griffith
7. Jennings Starcher
8. Everett Perry
9. April Savage
10. Connie Ervin
11. Pete Dailey
12. Theresa Litteral
13. Brandie Yahniz
14. Juan Guiterrez
15. Michael Orr
16. Katherine Paybins
17. Shane Taylor
18. Marshall Burgess
19. Tony Siemental
20. Terri Funk
21. Mark Holmes
22. Chris Eurice
23. Matt Mullenax
24. Peter Villa
25. Kurt Donaldson
26. Shaik Mohiuddin
27. Craig Neidig
28. Eric Hopkins
29. Matthew Beckett
30. Sang Yoo
31. Tim Ransom
32. Andrew Steel
33. Jim Kompanek
34. Diane Eldridge
35. Rick Lawson
36. Scott McColloch
37. John Bocan
38. Frank LaFone
39. Robert Schaffer
40. Kevin Kuhn
41. Dave Sypolt
42. Rich Binns
43. Jeff Stephens
44. James Wolfe
45. Douglas Shahan
46. Mike Shank
47. Sam Lammie
48. Joe Bentley
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<th>First Name</th>
<th>Organization</th>
<th>Sector</th>
<th>Email</th>
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<tbody>
<tr>
<td>Donaldson (President)</td>
<td>Kurt</td>
<td>WV GIS Technical Center, WVU</td>
<td>Education &amp; Research</td>
<td><a href="mailto:kdonalds@wvu.edu">kdonalds@wvu.edu</a></td>
</tr>
<tr>
<td>Elkhansa (Vice President)</td>
<td>Hussein</td>
<td>Division of Highways</td>
<td>State</td>
<td><a href="mailto:helkhansa@dot.state.wv.us">helkhansa@dot.state.wv.us</a></td>
</tr>
<tr>
<td>Evans</td>
<td>Larry</td>
<td>Department of Environmental Protection</td>
<td>State</td>
<td><a href="mailto:levens@wvdep.org">levens@wvdep.org</a></td>
</tr>
<tr>
<td>Inglis-Smith (Secretary)</td>
<td>Chandra</td>
<td>Rahall Transportation Institute, MU</td>
<td>Education &amp; Research</td>
<td><a href="mailto:inglis.smith@gmail.com">inglis.smith@gmail.com</a></td>
</tr>
<tr>
<td>Lawson</td>
<td>Rick</td>
<td>ESRI</td>
<td>Commercial</td>
<td><a href="mailto:rlawson@esri.com">rlawson@esri.com</a></td>
</tr>
<tr>
<td>Litteral</td>
<td>Sean</td>
<td>Division of Highways</td>
<td>State</td>
<td><a href="mailto:litteral@dot.state.wv.us">litteral@dot.state.wv.us</a></td>
</tr>
<tr>
<td>Mullenax</td>
<td>Matthew</td>
<td>Berkeley County Planning Department</td>
<td>County</td>
<td><a href="mailto:mmullenax@berkeleycountycomm.org">mmullenax@berkeleycountycomm.org</a></td>
</tr>
<tr>
<td>Neidig (Ex officio)</td>
<td>Craig</td>
<td>Office of GIS Coordinator</td>
<td>State</td>
<td><a href="mailto:cneidig@gis.state.wv.us">cneidig@gis.state.wv.us</a></td>
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<tr>
<td>Paybins (Treasurer)</td>
<td>Katherine</td>
<td>U.S. Geological Survey</td>
<td>Federal</td>
<td><a href="mailto:kpaybins@usgs.gov">kpaybins@usgs.gov</a></td>
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<tr>
<td>Schaffer</td>
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<td>Wood County Assessors Officer</td>
<td>County</td>
<td><a href="mailto:svalent1@assessor.state.wv.us">svalent1@assessor.state.wv.us</a></td>
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<td>Starcher</td>
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<td>State</td>
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<tr>
<td>Stephens</td>
<td>Jeff</td>
<td>JL Stephens and Associates</td>
<td>Commercial</td>
<td><a href="mailto:jls@jlstephens.com">jls@jlstephens.com</a></td>
</tr>
</tbody>
</table>
ARTICLE I – NAME

The name of this organization shall be the West Virginia Association of Geospatial Professionals (hereinafter “association”).

ARTICLE II – OBJECT

This association shall be organized for the public benefit exclusively for educational and scientific purposes to promote and support geospatial professionals in the effective use and sharing of geospatial information and related resources throughout the state of West Virginia.

ARTICLE III – MEMBERSHIP

Section 3.1 – Classes of Membership: There shall be two classes of membership: Regular Members and Allied Members.

Section 3.2 – Regular Members: Regular membership shall be open to natural persons who support the objects of the association and whose membership applications are accepted by the board of directors.

Section 3.3 – Allied Members: The board of directors may establish different types or categories of allied memberships that shall be open to persons or organizations that support the object of the association and whose membership applications are accepted by the board of directors.

ARTICLE IV – DUES

Section 4.1 – Dues for Regular Members: Annual dues for regular members shall be $90.00, subject to an annual Consumer Price Index adjustment as provided in Section 4.2. Regular members who are enrolled as full-time students at any state-chartered educational institution shall be entitled to a dues discount of 50%.

Section 4.2 – Automatic Dues Adjustments: Annual dues shall be adjusted automatically in the same percentage as the net change in the United States Department of Labor Bureau of Labor Statistics’ Consumer Price Index for all urban consumers (CPI-U), Southern region, all items index, base period 1982-84=100. The adjustment shall be calculated in February of each year based on the CPI-U for January. The adjustment in the dues for the annual period beginning the following April shall be directly proportional to the percent change in the CPI-U from January of the previous year. The amount thus calculated shall be then rounded to the nearest whole dollar amount.

Section 4.3 – Honorary Lifetime Members: Upon the signed recommendation of two regular members and by three-fourths vote by ballot at the annual meeting, honorary lifetime membership may be conferred upon a regular member who has rendered notable service to the association. An honorary lifetime member shall pay no dues and shall retain all the rights and privileges of regular members.

Section 4.4 – Dues for Allied Members: The board of directors shall set the dues for allied memberships.

Section 4.5 – Forfeiture for Non-Payment of Dues: Dues are payable to the association annually on April 1. Members whose dues are not paid by the commencement of the annual meeting shall be automatically dropped from membership in the association. Members who have not paid their current year dues are ineligible to vote at any membership meeting.

Proviso: Initial dues for persons who enroll as charter members before, or within 90 days after, the charter meeting in March 2007, shall be 50% of the rate stated in this section. This proviso shall be dropped from the bylaws 90 days after the charter meeting in March 2007.

Proviso: This section shall not be effective until February 2009, at which time this proviso shall automatically be dropped from the bylaws.
Section 4.6 – Reinstatement after Forfeiture: Reinstatement to membership shall be subject to the approval of the membership or the board of directors.

Section 4.7 – Resignation: Any member whose dues are current and who desires to resign from the association shall submit a letter of resignation to the secretary, who shall present it to the board of directors for action.

ARTICLE V – OFFICERS & DIRECTORS

Section 5.1 – There shall be eleven directors of this association who shall be elected by the membership to serve on the board of directors. Officers shall include a president, vice president, secretary, and treasurer who shall be elected by the board of directors. The president and vice president shall be elected from among the elected directors.

Section 5.2 – Qualifications of Directors: Directors shall be members of the association. If a director ceases to be a member of the association, his or her directorship is forfeit and his or her office is vacant.

Section 5.3 – Nominations and Election of Directors:

A. NOMINATIONS:

1. The board of directors will appoint an election committee of five regular members.

2. The committee shall report the official ballot which shall include the names of all nominees who have a) submitted the nominating petition(s) of at least three members and b) who have consented in writing to 1) uphold the bylaws of the association, 2) attend all meetings of the board and 3) accept committee service. The committee shall make no recommendations on nominees.

3. The official ballot shall identify each nominee by name and city; nominees shall be listed on the ballot categorized by constituency represented, then alphabetically by last name. There shall be spaces for write-in votes for as many directors as are to be elected.

4. The committee shall provide for each nominee to include such statement and/or information as the nominee may care to provide, subject to reasonable limitations of space as shall be determined by the committee, and which statement and/or information shall be printed and distributed with the official ballot distributed to the membership.

5. The committee shall be authorized to develop all necessary official forms, procedures, and deadlines for use in properly discharging its duties under this section.

B. ELECTIONS:

1. The election of directors shall be by mail ballot, subject to the right of a member to deposit his or her properly sealed ballot directly with the treasurer or his or her designee before the election meeting is called to order.

2. The ballots shall be counted during, and the results shall be announced at the annual meeting.

Proviso: Paragraphs 1 and 2 of subsection B of this section shall be effective for all elections after the initial election of directors at the charter meeting in March 2007, after which this proviso shall be dropped from these bylaws.

3. Preferential voting is authorized.

4. In the event of a tie, the decision shall be by lot.

C. BOARD-ELECT: The board-elect shall meet after its election and before the adjournment of the annual association
Section 5.4 – Terms of Office:

A. DIRECTORS:

1. The term of office for each director shall be for two years, or until successors are elected and assume office. The term shall begin on July 1 following the meeting at which they are elected. If the election of directors is not completed before July 1, the term shall begin at the close of the meeting at which the directors are elected.

2. Directors shall be ineligible for election or service as director after serving three successive terms until the lapse of one year.

3. Five directors will be elected in odd-numbered years, and six directors will be elected in even numbered years.

4. In 2007, after adoption of the bylaws by the organizers, and after the charter membership enrollment period established by the organizers, the association shall hold a charter meeting at which it shall elect the 11 elected directors following nominations from the floor. The six directors receiving the highest number of votes shall serve a term of three years to expire June 30, 2010. The remaining five directors shall serve a term of two years to expire June 30, 2009. No elections for directors shall be held in 2008 except to fill a vacancy in an unexpired term.

Proviso: This paragraph shall be effective until the directors elected in 2010 assume office, after which time it shall automatically be dropped from the bylaws.

B. OTHER OFFICERS:

1. The president, vice-president, secretary, and treasurer shall serve for one year or until successors are elected and assume office. The term shall begin on July 1 after the annual meeting during which they are elected.

2. The president shall be ineligible for election or service as president after serving two successive terms in that office until the lapse of two years.

Section 5.5 – Vacancy in Office: In the event of a vacancy in the office of president, the vice president automatically becomes president for the unexpired portion of the term. The board of directors shall fill a vacancy in any other office at the first regular meeting of the directors after the vacancy occurs. A vacancy in the office of director shall be filled by the membership at the annual meeting or at a special meeting of the membership provided notice of the election is included in the call.

Section 5.6 – Duties of Officers: Officers shall perform the duties prescribed by the membership, by the board of directors, by these bylaws, and by the parliamentary authority adopted by the association.

A. PRESIDENT: The president shall preside at meetings of the membership and board of directors. Each assembly, however, may suspend this provision and elect a chairman pro tempore at any meeting. The president shall be ex officio a member of all committees except the election committee. The president may countersign checks.

B. VICE PRESIDENT: The vice-president shall assist the president in the discharge of the President's duties. In the absence or inability of the president to perform the duties of the president, the vice president shall assume those duties. The vice president may countersign checks.

C. SECRETARY: The secretary shall be the recording officer of the association and the custodian of its records and legal
documents. The secretary shall keep, or cause to be kept, accurate minutes of all proceedings and meetings of the association and board of directors, and shall ensure that meeting and membership records are maintained in accordance with the West Virginia Nonprofit Corporation Act. The Secretary may countersign checks.

D. TREASURER: The treasurer shall have custody of all funds and shall disburse such funds as authorized by the board of directors, with checks being signed by the treasurer or by any two officers authorized to sign checks; keep an itemized account of all funds audited annually by an independent auditor appointed by the board of directors; present a report to the board at its regular meetings, and an annual itemized report to the association. The treasurer shall maintain a current list of all regular and allied members.

Section 5.7 – Fidelity Bonds: All officers who are authorized to sign or countersign checks drawn on the funds of the association shall be bonded in an amount at least as great as the annual revenues of the association. Such bond shall be maintained at the expense of the association.

ARTICLE VI – MEETINGS

Section 6.1 – Annual Meetings: There shall be an annual meeting in the second calendar quarter for the purpose of electing directors, receiving reports of officers and committees, and for any other business that may arise. Notice of the annual meeting shall be mailed to the last recorded address of each member at least 45 days but no more than 60 days before the meeting.

Section 6.2 – Special Meetings: Special meetings may be called by the president or board of directors and shall be called upon the written request of 5 percent of the regular members of the association, or any lesser percentage such as the law may provide. The purpose of the meeting shall be stated in the call. Written notice of special meetings shall be given to regular members at least 30 days, but no more than 45 days, before the meeting.

Section 6.3 – Quorum: Fifteen percent of the regular membership, or 25 regular members, whichever is fewer, shall constitute a quorum.

Section 6.4 – Proxy Voting Prohibited: Proxy voting is prohibited. A member must be present at a meeting at the time a vote is taken to exercise voting rights.

ARTICLE VII – BOARD OF DIRECTORS

Section 7.1 – Board Composition: The board of directors shall consist of the eleven elected directors who shall be voting members, and, as non-voting members, the WV GIS Coordinator or his or her designee, and the WV Chief Technology Officer or his or her designee.

Section 7.2 – Board Powers and Duties: The board of directors shall have control of the association’s affairs between meetings of the membership, but the board is subordinate to and shall at all times be subject to the orders of the association membership and none of its acts shall conflict with actions taken by the membership. The board shall actively pursue the association’s purpose and mission as established by the members. It shall have discretion in the budget and disbursement of its funds. The board shall fix the hour and place of meetings, appoint members to standing committees, and make recommendations to the association. The board is authorized to approve the minutes of the annual meeting or other membership meetings. The board may adopt such policies, rules and regulations for the conduct of business as it deems appropriate. The board may delegate responsibilities to the officers, committees, staff, professional consultants or independent contractors as it deems necessary and prudent for the administration of the affairs of the association.

Section 7.3 – Board Meetings: Regular meetings of the board shall be held quarterly on the second Wednesday of the second month.
of each calendar quarter or on such other date
and at such place as may be ordered by the
board. Special meetings of the board may be
called by the president and shall be called
upon written request of three members of the
board. Written notice of at least 24 hours shall
be given for special meetings of the board, and
the purpose of the meeting shall be stated in
the notice. Association members shall have
the right to attend board meetings subject to
the right of the board to go into executive
session for any reason at any time.

Section 7.4 – Quorum: Six directors
constitute a quorum of the board. Should the
number of directors fall below six, the quorum
shall be all the directors.

Section 7.5 – Executive Committee: The
executive committee shall consist of the
president, vice president, secretary, and
treasurer. The executive committee may act
on behalf of the board of directors between
board meetings but may take no action that
conflicts with actions of the board or of the
membership. All actions of the executive
committee between meetings of the board
shall be reported to the board in writing at its
next meeting. The president shall be chairman
of the executive committee. Any member of
the executive committee may call a meeting of
the committee with 24 hours notice to its
members.

Section 7.6 – Meetings by Teleconference or
Videoconference: The board of directors and
executive committees are authorized to meet
by teleconference or videoconference provided
all members are in simultaneous aural
communication during the meeting.
Participation in a meeting pursuant to this
section shall constitute presence in person at
such meeting.

Section 7.7 – Removal of Directors by the
Board: Failure to attend two consecutive
board meetings for reasons deemed
insufficient by a majority vote of the board
shall be grounds for removal of a director by
the board by a two-thirds vote.

Section 7.8 – Removal of Directors by
Members: Members may remove one or
more directors from office without cause by a
two-thirds vote without notice, a majority vote
with notice, or a majority of the entire
membership. When one or more directors
have been removed from office, new directors
may be elected at the same meeting or
subsequent meeting by majority vote.

Section 7.9 – Resignation of Directors: A
director may resign at any time by providing a
letter of resignation to the secretary. Such
resignation shall be effective at the time
specified in the letter, or immediately upon
acceptance by the board if no time is specified.

Section 7.10 – Compensation of Directors:
The board may determine the compensation of
directors, including reasonable allowance for
expenses actually incurred in connection with
their duties.

ARTICLE VIII – COMMITTEES

Section 8.1 – Standing Committees:
Standing committees appointed by the board
shall be: Conference, Communications,
Elections, Technical Issues, Outreach, and
others as may be authorized by the board or
the membership.

A. DUTIES:

1. Conference Committee: To report
and recommend on plans for the
annual conference and to execute the
orders of the board or membership in
connection therewith.

2. Communications Committee: To
report and recommend on matters and
methods of communication with the
membership and the public, and to
execute the orders of the board or
membership in connection therewith.

3. Election Committee: To report and
recommend on nomination and
election procedures, and to execute
their charge as provided in these
bylaws and with any orders or
resolutions of the board or
membership not in conflict therewith.
4. Technical Issues Committee: To report and recommend on issues relevant to strategic planning, data development, standards, and shared services, and to execute the orders of the board or the membership in connection therewith.

5. Outreach Committee: To report and recommend on methods for exchanging information and for promoting an awareness of geospatial technologies and to execute the orders of the board or membership in connection therewith.

B. APPOINTMENT: Participation in standing committees is open to members of the association and interested non-members. The board of directors shall appoint members to serve on standing committees as deemed necessary to carry out the work of the association. Each standing committee shall include at least one director in its membership.

C. STANDING COMMITTEE OPERATIONS: Each committee shall elect its chairman who must be a member of the association. The chairman shall be responsible for organizing the affairs of the committee and representing the committee before any board or membership meeting. Standing committees are authorized to meet by teleconference or video conference provided all members are in simultaneous aural communication during the meeting. Committees shall meet at least quarterly at a time and place to be determined by the committee. Committees shall keep a record of all proceedings and furnish a copy to the secretary, shall present reports to the board as necessary, and shall present an annual report to the membership.

Section 8.2 – Special Committees: The president, the board, or the membership may establish special committees made up of members or other interested individuals. Charges to special committees shall be in writing.

505 Section 8.3 – Resignation from Committees: Resignations from standing or special committees shall be by letter of resignation tendered to the secretary. Such resignation shall be effective at the time specified in the resignation, or upon acceptance by the appointing authority should no effective time be stated in the letter.

513 ARTICLE IX – PARLIAMENTARY AUTHORITY

515 The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the board of directors in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules of order the board may adopt, and any statutes applicable to this organization that do not authorize the provisions of these bylaws to take precedence.

524 ARTICLE X – AMENDMENT

525 These bylaws may be amended at any meeting of the association by two-thirds vote, provided that the proposed amendment is distributed to the members at least 14 days, but no more than 60 days prior to the meeting date. Proposed amendments shall be submitted in writing and signed by two regular members.