

Proposed amended Items to the CPGIS Bylaws

ARTICLE IV. Officers

Section 1. Officers and Term

The officers shall consist of a President, a Vice President (if applicable), a Treasurer, and a Secretary General. The official term of the officers shall commence the first day of **January** and shall continue until the last day of **December of the same year.**

Section 2. President

The President shall be annually elected by a majority vote of all **voting** members. **The President shall designate a Vice President from the current Board of Directors (if applicable).**

ARTICLE V. Board of Directors

Section 1. The Board of Directors shall be the governing body of the Association. It shall consist of the last-term President, **President, President-Elect** and the five percent representatives of the total registered CPGIS members, but not more than twenty-one or less than eleven, from as many different geographical regions as possible. **It is necessary for the number of Board of Directors members to be odd.** Board of Directors members serve a two-year term and can be re-elected.

ARTICLE VI. Election of the President and the Board of Directors, and Impeachment of the President

Section 8. The Presidential candidates shall be valid CPGIS members at the time of nomination and shall have served the organization as a member of CPGIS BOD or committee (co-) chair in one of the CPGIS Committees at least one year at the time of nomination.

Section 9. The BOD candidates shall be valid CPGIS members at the time of nomination. The student BOD candidates shall be full-time enrolled students and valid CPGIS student members at the time of nomination.

ARTICLE VII. The Seal, Account(s) and Documents of the Association

Section 3. The fiscal year of the Association in each year shall be **January 1 to December 31 of the same year.**

ARTICLE VIII. Meetings

Section 1. This Association shall hold an Annual Meeting on or before **December 31** in each year

Discussed and Approved by the CPGIS Board of Directors on August 26, 2023

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Current CPGIS Bylaws

<https://www.cpgis.org/AboutCPGIS/GuidelinesContent.aspx?ID=5>

The International Association of Chinese Professionals in Geographic Information Sciences

ARTICLE I. Name

The English name of the organization shall be "The International Association of Chinese Professionals in Geographic Information Sciences", designated hereinafter as the Association. The short form "CPGIS" can be used where appropriate. The Chinese name of the organization shall be "Guo2 Ji4 Hua2 Ren2 Di4 Li3 Xin4 Xi1 Ke1 Xue2 Xie2 Hui4".

ARTICLE II. Purposes

The Association shall be an academic and non-profit organization. The purposes of the Association shall be:

- a. To promote the professional development of its members by fostering cooperation among its members and by maintaining a central point of reference and deliberation.
- b. To promote the exchange of ideas, knowledge, and scientific development in GIS and related sciences and technologies between Chinese GIS professionals abroad and those in China.
- c. To provide an efficient channel between its members and other GIS professionals, through which mutual understanding and cooperation can be enhanced.
- d. To promote education of geographic information sciences at all levels around the world.

ARTICLE III. Membership

Section 1. Members contain individual members, group members and sustaining members.

Section 2. An individual member shall be a person who is presently engaged or has been engaged in GIS related work, is willing to recognize and follow the bylaws, and has paid the annual membership dues as specified. Individual members include regular members, student members and life-time members.

Section 3. A group of five individuals or more is eligible for group member registration.

Section 4. A sustaining member shall be an organization which is willing to recognize and follow the bylaws, is willing to support the activities of the Association and has paid the annual membership dues as specified.

Section 5. An individual member shall be eligible to hold offices and to vote on the Association matters.

Section 6. The membership shall be terminated when (a) The member gives up on his or her own, provided that a written statement of giving up membership has been received and approved by the Board of Directors; or (b) The annual dues have not been paid for three months after the due date.

Section 7. Annual membership dues shall be established by the Board of Directors.

ARTICLE IV. Officers

Section 1. Officers and Term

The officers shall consist of a President, a Vice President (if applicable), a Treasurer, and a Secretary General. The official term of the officers shall commence the first day of January and shall continue until the last day of December of the same year.

Section 2. President

The President shall be annually elected by a majority vote of all voting members. The President shall designate a Vice President from the current Board of Directors (if applicable). The President shall also appoint other officers and take such actions as deemed appropriate to complete goals as President of the Association and further the interests of the organization. The President is the official spokesperson of the Association. The President shall deliver an address to the membership in the beginning and by the end of his or her term.

Section 3. Vice President

The Vice President shall assist the President in the Association affairs. If for any reason the President shall be unable to carry out the duties, the duties will be filled by the Vice President for the remainder of the term.

Section 4. Treasurer

The Treasurer is the chief fiscal policy officer of the Association responsible for the development of the fiscal policy and annual budget report, maintenance of the financial records, and collection of membership dues.

Section 5. Secretary General

The secretary general shall assist the President to handle the Association daily operations, such as membership database management, account administration, newsletter distribution and help communicating with members and other parties interested in the Association activities.

Section 6. Unless authorized at any meeting and after notice for same shall have been given, no officer or member of the Association shall receive any remuneration for his or her services.

ARTICLE V. Board of Directors

Section 1. The Board of Directors shall be the governing body of the Association. It shall consist of the last-term President, President, President-Elect and the five percent

representatives of the total registered CPGIS members, but not more than twenty-one or less than eleven, from as many different geographical regions as possible. **It is necessary for the number of Board of Directors members to be odd.** Board of Directors members serve a two-year term and can be re-elected.

Section 2. The mission of the Board of Directors is to enforce the bylaws, oversee the operation of Officers and committees, and oversee and approve financial reports. The chair of the Board of Directors is the coordinator of the Board of Directors.

Section 3. The Board of Directors shall consider proposals from CPGIS members. It shall respond within two weeks to any proposal endorsed by more than ten members. It shall receive and act upon reports from various Committees. It shall organize the presidential election and Board of Directors election for the next term. It shall organize the Bylaws amendment when such a proposal is made.

Section 4. The actions of the Board of Directors may be amended by a two-third majority vote of the members.

Section 5. Any director or officer upon a majority vote of all members in good standing may be removed from office for any cause which the Association may deem reasonable.

Section 6. The voting record of each BOD member should be open to all CPGIS members once the voting results are available.

ARTICLE VI. Election of the President and the Board of Directors, and Impeachment of the President

Section 1. The Board of Directors shall form and authorize an Election Committee, which consists of at least three CPGIS members, to organize an annual presidential election and if needed, Board of Directors election. The Election Committee members should not be the presidential candidates or Board of Directors candidates. Board of Directors' election is organized only when more Board of Directors members are needed to fill the total number.

Section 2. The Election Committee shall announce the number of open Board of Directors members, and prepare a list of presidential candidates and Board of Directors candidates (including chair and board members, if applicable) which shall be nominated or self-nominated by CPGIS members, endorsed by other members and accepted by the nominees. It shall conduct authorized mail/e-mail ballots in which an introduction and a statement of each candidate shall be included. Four weeks shall be allowed for the return of the ballots.

Section 3. The Board of Directors shall organize a vote when at least half of all members signed the petition for president impeachment. The President shall be impeached by a two-third majority vote of all cast ballots in four weeks.

Section 4. Every year 50% of the BOD positions are to be re-elected.

Section 5. The BOD Election Committee should be formed by BOD members who will stay on the BOD.

Section 6. The three (3) Presidential BOD members are not subject to the annual 50% BOD replacement.

Section 7. The immediate past, present, and elected CPGIS Presidents automatically become BOD members. The person who is entitled to the BOD membership in this way will have her/his term on BOD terminated once she/he is not in any of the three positions.

Section 8. The Presidential candidates shall be valid CPGIS members at the time of nomination and shall have served the organization as a member of CPGIS BOD or committee (co-) chair in one of the CPGIS Committees at least one year at the time of nomination.

Section 9. The BOD candidates shall be valid CPGIS members at the time of nomination. The student BOD candidates shall be full-time enrolled students and valid CPGIS student members at the time of nomination.

ARTICLE VII. The Seal, Account(s) and Documents of the Association

Section 1. The Association does not have a seal.

Section 2. The President and the Treasurer have the signing authority for the accounts of the Association. Another member may have this authority only if this is approved by the Board of Directors.

Section 3. The books, accounts and records of the President and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association elected for that purpose at the Annual Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the Association. The fiscal year of the Association in each year shall be January 1 to December 31 of the same year.

Section 4. The President or his/her designated representative shall prepare minutes of proceedings of meetings of the Association and of the directors. The same person shall be in charge of the custody of these minutes.

Section 5. It shall be the duty of the President or his designated representative to attend all meetings of the Association and of the Board, and to keep accurate minutes of the same. The President shall have charge of all the correspondence of the Association. The President or his designated representative shall also keep a record of all the members of the Association and their addresses, send all notices of the various meetings as required, and shall collect and receive the annual dues or assessments levied by the Association, such moneys to be promptly turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as hereinafter required.

Section 6. The books and records of the Association may be inspected by any member of the Association at the Annual Meeting provided for herein or at anytime upon giving the reasonable notice and arranging a time satisfactory to the officer(s) having charge of the same. Each member of the Board of Directors shall at all times have access to such books and records.

ARTICLE VIII. Meetings

Section 1. This Association shall hold an Annual Meeting on or before December 31 in each year, of which notice in writing to the last known address of each member shall be delivered in the mail or in electronic mail 60 days prior to the date of the meeting. The meeting program, budget, site selection, and financial report should be approved by Board of Directors.

Section 2. General meetings of the Association may be called at any time by the President in writing to the last known address of each member, delivered in the mail or in electronic mail 30 days prior to the date of such meeting. A special meeting shall be called by the President upon receipt by him or her of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter to the last known address of each member, delivered in the mail or in electronic mail 7 days prior to the meeting.

Section 3. Ten members in good standing shall constitute a quorum at any meeting.

ARTICLE IX. Committees

Section 1. Executive committees shall be set up by the President at the beginning of his or her term to assist the President in various aspects of the Association affairs. The committees should report to the President at least twice at the mid and the end of the term.

Section 2. Special committees may be set up by the President, or by the Board of Directors when necessary. The committees should report to the Board of Directors at least once by the end of the term.

ARTICLE X. Endowment Fund and Borrowing Powers

The Endowment Fund shall consist of the permanent investment of the Association. Donation shall be announced to all members unless the donor specified otherwise. The income from the Fund shall be used at the discretion of the Board of Directors to further the objectives of the Association or may be added to the principal of the Fund. In each annual budget the income from the Fund for the past year shall be listed and its disposition shall be specified.

For the purpose of carrying out its objects, the Association may borrow or raise or secure the payment of money in such manner as it thinks fit, but this power shall be exercised only under the authority of the Association.

ARTICLE XI. Amendment

Section 1. Proposals to amend the Bylaws may be made by a petition to the Board of Directors signed by at least ten members.

Section 2. Bylaws will be amended or repealed by special resolution. ("special resolution" is required by the Corporation Act in Michigan as 21 days ahead of time notification to members on the amendment of the bylaw and more than 3 quarters of voting members approving it).

Section 3. After the amendments are registered at the Association's registration office(s), they shall take effect immediately unless otherwise indicated in the amendments.

(Originally approved on April 1, 2002, Amended on December 19, 2007 for the 1st time, on November 16, 2010 for the 2nd time, Amended on August 26, 2023 for the 3rd time)