

Geoscience Information Society Bylaws

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1 Preamble

1.1 Name

The name of this organization shall be the Geoscience Information Society, hereinafter referred to as the “Society” or “GSIS”.

1.2 Purpose

The purpose of GSIS shall be to improve the collection, management, and use of geoscience information by: a) increasing communication and cooperation among geoscience libraries and librarians, geoscientists, producers of geoscience publications, and other geoscience information professionals; b) providing a forum for the exchange of ideas and new geoscience information collection and management methods; and c) providing an awareness of both existing and new geoscience information collections and management methods.

1.3 Restrictions

No part of the net earnings of the Society shall inure to the benefit of any individual having a personal or private interest in the activities of the Society; no substantial part of the activities of

the Society shall be carrying on propaganda or otherwise attempting to influence legislation; and the Society shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

1.4 Articles of Incorporation

The Certificate of Incorporation of the Society was issued on March 3, 1966, in accordance with the District of Columbia Non-profit Corporation Act.

2 Membership

2.1 Eligibility

Any person or organization interested in furthering the purpose of the Society shall be eligible for membership in accordance with these Bylaws. The Executive Board shall prescribe the procedures for application for membership (including the payment of dues) and benefits, privileges, and duties of membership.

2.2 Benefits of Membership

All members shall have the right to vote and hold elective office in the Society and shall have access to all regular publications of the Society issued during the term of membership, including a newsletter, a membership directory, and the proceedings of the Annual Meeting.

2.3 Classes of Members

Members shall be divided into classes as provided for in the Society policy manual.

2.4 Membership Year

The Membership Year shall be the calendar year.

3 Officers

3.1 Elected Officers

The elected Officers of the Society shall be the President, the Vice President, the Secretary, the Treasurer, and the Immediate Past President. An elected Officer may hold only one Executive Board position at one time. With the exception of the Nominating Committee, an Officer may not chair a committee except under extraordinary circumstances, as approved by the Executive Board.

3.1.1 President

The President shall be the chief executive officer of the Society and a voting member of the Executive Board. The President shall preside at all Society and Executive Board meetings, appoint members and chairs of all committees, maintain and distribute guidelines for the Officers and committee chairs, prepare written charges for each committee, appoint members to represent the Society in other scientific or professional organizations, and perform all other duties appropriate to the office of the President. The President shall serve a one-year term commencing at the adjournment of the Annual Business Meeting. In the event of a vacancy in the office of President, the Vice-President shall assume the Presidency for the unexpired portion of the term, and then succeed her/himself as President.

3.1.2 Vice-President

The Vice-President shall be the President-Elect. In the absence of the President, he or she shall perform the duties of the President and other such duties as may be prescribed by the Executive Board or as delegated by the President, and shall be a voting member of the Executive Board. The Vice-President shall be the program chair of the Society. The Vice-President shall serve a one-year term commencing at the adjournment of the Annual Business Meeting and shall succeed automatically to the office of President. In the event of a vacancy in the office of the Vice-President, the Executive Board shall appoint a member to fill the office until the next regular election, at which both a President and a Vice-President shall be elected.

3.1.3 Secretary

The Secretary shall be a voting member of the Executive Board and shall keep an accurate record of all Society and Executive Board meetings (including the preparation of minutes), give notice of all meetings as directed by the President or these Bylaws, conduct the official correspondence of the Society as directed by the President or the Executive Board, maintain a complete and current record of members and their addresses, compile the membership directory, and perform other duties as directed by the President. The Secretary shall serve a two-year term commencing at the adjournment of the Annual Business Meeting following his/her election. In the event of a vacancy in the office of the Secretary, the Executive Board shall appoint a member to fill the office for the unexpired term.

3.1.4 Treasurer

The Treasurer shall be a voting member of the Executive Board and shall have custody of all funds of the Society, make disbursements, pay all bills promptly, keep the financial records in current condition, prepare a detailed financial report to present at the Annual Business Meeting, and arrange for the financial records to be audited each January for the previous year. The Treasurer shall serve a two-year term commencing on the first day of January of the year

following her/his election. In the event of a vacancy in the office of the Treasurer, the Executive Board shall appoint a member to fill the office for the unexpired term.

3.1.5 Immediate Past President

The Immediate Past President shall be a voting member of the Executive Board, and shall serve on the Nominating Committee. The Immediate Past President shall annually review and revise the policy manual as necessary.

3.1.6 Removal of Officers

An officer may for reasons such as medical incapacity or gross improprieties be judged by the Executive Board as unsuitable for service to the Society. The Executive Board by unanimous vote (excluding the officer in dispute, who shall not cast a vote) may remove an elected officer from service and fill the vacancy according to procedures as specified in the Bylaws.

3.2 Other Officers

Additional ex-officio, nonvoting members of the Executive Board may be appointed by the President for an undefined term as necessary.

4 Executive Board

4.1 Composition

The Executive Board shall consist of the elected Officers, and ex-officio nonvoting members as appointed by the President.

4.2 Duties and Responsibilities

The Executive Board shall be the governing and policy-making body of the Society and shall have all the powers conferred on it by law, by the Articles of Incorporation, and by these Bylaws. The Executive Board shall conduct the affairs of the Society and shall report on its activities at the Annual Business Meeting of the Society.

4.3 Meetings of the Executive Board

The Executive Board shall meet during the Annual Meeting and at other times deemed necessary by the President. A quorum shall consist of a majority of the voting members of the Executive Board.

4.4 Compensation

Members of the Executive Board shall not receive any compensation for their services.

5 Committees

5.1 Authorization and Duties

The Executive Board shall create and discontinue committees as desired. Members of committees must be current members of the Society and shall be appointed for varying terms by the President, who shall designate one member of each committee as chair. Committee chairs shall submit written interim and annual reports.

5.2 Standing Committees

Standing Committees shall consider matters requiring continuous attention, and shall reflect the goals and purpose of the Society.

5.3 Ad Hoc Committees

Ad Hoc committees shall perform special tasks or assignments on a continuous basis for as long as needed.

6 Meetings of Members

6.1 Meetings

The Executive Board shall arrange for the Annual Meeting, the Annual Business Meeting, Special Business Meetings, and such other convocations of members as appropriate.

6.2 Annual Meeting

The Executive Board shall provide for an Annual Meeting of the Society to be held at a time and place designated by the Executive Board, for the purposes of hearing research reports, lectures, and public discussion of geoscience information from members and invited guests, providing for technical exhibits, and holding the Annual Business Meeting of the Society. Annual Meetings may be sponsored jointly by the Society and other organizations.

6.3 Business Meetings

Voting members of the Society, when assembled to transact Society business, shall constitute a Business Meeting of the Society. Any action taken at Business Meetings may, by Executive Board

action at its next meeting, be referred to the voting membership via ballot for acceptance or rejection.

6.3.1 Annual Business Meetings

An Annual Business Meeting of the Society shall be held at a time and place designated by the Executive Board and shall include a report of the Executive Board on its activities since the previous Annual Business Meeting.

6.3.2 Special Business Meetings

Special Business Meetings of the Society may be held at times and places designated by the Executive Board or the President, or on written request of one-fourth of the Society's voting members.

6.3.3 Notice of Business Meeting

Notice of time, place, and agenda of each Business Meeting shall be distributed to each member at least 30 days preceding the meeting date. Such notice may appear in an official publication of the Society.

6.3.4 Quorum

A quorum for any Business Meeting of the Society shall consist of not less than 15 voting members or 10% of the total membership, whichever is lower. In the event there shall not be a quorum present at any Business Meeting of the Society, the President shall adjourn the meeting to a later date.

6.3.5 Voting

Each member shall be entitled to one vote on each question submitted at a Business Meeting of the Society. All questions at all meetings at which a quorum is present shall be decided by a majority of the members present and voting. A member shall not be entitled to vote by proxy or absentee ballot.

7 Nominations and Elections

7.1 Nominating Committee

The Nominating Committee shall be responsible for the nomination and election of Officers of the Society; for conducting a ballot for the election; counting the returned ballots; and notifying the President, the candidates, and the membership of the results. It shall consist of no fewer than two members, one of whom shall be the Immediate Past President.

7.2 Nominations for Elected Office

The Nominating Committee shall nominate at least one candidate for the position of Vice-President and, in alternating years, at least one candidate for the office of Secretary and one candidate for the office of Treasurer. All nominees shall be current members of the Society. The Nominating Committee shall inform potential candidates of the duties of the offices and obtain their consent and biographical information.

7.3 Election of Officers

The annual election of Officers shall be by ballot, prepared by the Nominating Committee and distributed to all voting members at least 10 weeks prior to the Annual Meeting at which the newly elected Officers are to begin their terms of office. The ballot shall contain instructions for voting and indicate that completed ballots must be received by the Nominating Committee no less than 8 weeks prior to the Annual Meeting. The Nominating Committee shall tabulate, inform the candidates of, and report the results at the Annual Business Meeting. For each office, the candidate receiving the greatest number of votes shall be elected. The incumbent President shall have the power to resolve any ties.

8 Dues and Finances

8.1 Fiscal Year

The Fiscal Year of the Society and its chapters begins on the first day of January and ends of the 31st day of December of each year.

8.2 Annual Dues

Changes to the amount of annual dues for all classes of members must be recommended by the Executive Board and voted on by the membership at the Annual Business Meeting. The date by which dues are payable shall be determined by the Executive Board.

8.3 Execution of Checks

All checks, drafts, notes, and orders for the payment of money shall require the approval of two elected Officers or agents that the Executive Board from time to time may designate.

8.4 Budget

The Executive Board shall adopt, in the advance of the Fiscal Year, an operating budget covering all the activities of the Society and report same to the membership.

8.5 Audit

The Treasurer shall arrange for an annual audit of the accounts of the Society and for a report on the audit and accounts to the membership, which shall be delivered during the second quarter of the succeeding Fiscal year. The auditor need not be a member of the Society.

8.6 Bonding

The Executive Board may require any Officer or employee of the Society or any member of a committee to be bonded in such amounts and on such terms as the Executive Board may determine.

8.7 Chapters

The assets, income, and disbursements of chapters of the Society shall be the assets, income, and disbursements of the Society, although earmarked for the specific use of the chapters.

9 Rules of Procedures

9.1 Parliamentary Procedure

The rules of procedure of all bodies of the Society shall be governed and conducted according to the latest edition of Robert's Rules of Order, so far as applicable and when not inconsistent with these Bylaws. The rules of procedure may be suspended by a majority vote of those present and voting at any meeting.

9.2 Minutes of Meetings

The presiding officer of each body of the Society shall be responsible for forwarding accurate reports of all meetings promptly to the President.

9.3 Policy Manual

There shall be a manual that specifies the operating policies and procedures of the Society and serves as the official reference on all matters of Society operations.

10 Dissolution of Society

10.1 Distribution of Property on Dissolution

In the event of dissolution of the Society, its assets shall be applied and distributed as follows: a) all just liabilities and obligations of the Society shall be paid, satisfied, and discharged, or adequate provisions shall be made therefore; and b) all other assets shall be transferred or

conveyed, pursuant to a plan of distribution adopted by the Executive Board, to one or more organizations engaged in activities substantially similar to those of GSIS (or, failing to ascertain any such organizations, to one or more scientific, educational or charitable corporations, trusts, funds, or foundations) and declared by the U.S. Internal Revenue Service to be exempt from the payment of federal income tax under 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any subsequent revenue law.

10.2 Restrictions

No Officer, employee, or any private individual shall be entitled to share in the disposition of any of the corporate assets of the Society.

11 Amendment of Bylaws

11.1 Amendment by Members

Amendments to these Bylaws shall be proposed in writing and may be initiated either by the Executive Board, by a task force appointed by the President, or by a petition signed by any ten members.

11.2 Voting on Amendments

An amendment may be voted on only after members have been informed by notice of such a proposed amendment distributed at least 30 and no more than 90 days prior to presentation of the amendment for approval. The requirement for 30 days advance notice may be waived by a two-thirds vote of members present at any Business Meeting at which a quorum is present, provided the vote for the waiver is taken on a motion made and seconded for that purpose before a vote is taken on any amendment that may be proposed.

11.3 Adoption of Amendments

An amendment may be adopted in one of two ways, as determined by the Executive Board: a) by a two-thirds vote of the members present and voting at the Annual Business Meeting or a Special Business Meeting following proper notice of such an amendment; or b) by two-thirds of the valid votes cast in a ballot in which at least 20 valid ballots must be returned. If approved, an amendment shall be effective as of the date of the next regularly scheduled meeting of the Executive Board.

Adopted August 1, 1993.

(Amended, GSIS Annual Meeting, October 30, 2025)