

**BY-LAWS  
of the  
ASSOCIATION OF MAPPING SENIORS (AMS)  
(April 2020)**

PREAMBLE

In 1974, employees of the Army Map Service having found a common interest due to long-shared purposes, and a desire for continued social contact, formed a private organization for preserving and nurturing friendships developed over many years in all aspects of the mission and for keeping in touch and having fun. The Army Map Service has since undergone many changes through mergers, consolidations, and acquisitions of other national mapping and intelligence organizations which is now the National Geospatial-Intelligence Agency (NGA).

ARTICLE I  
NAME AND MOTTO

1.1 The name of this organization shall be the Association of Mapping Seniors (AMS) (hereafter referred to as the "Association").

1.2 The motto of the Association shall be "Keeping In Touch and Having Fun."

ARTICLE II  
PURPOSE

2.1 It shall be the purpose of this Association to:

2.1.1.a Provide a means of continuing social contact, and the sharing of interests and experiences among the membership; and

2.1.1.b Encourage the exchange of ideas for the mutual benefit of its members.

ARTICLE III  
MEMBERSHIP

3.1 Persons qualifying under the following categories shall be eligible for membership:

3.1.1 Current and former employees of NGA, or its predecessor organizations, regardless of tenure of service.

3.1.2 Current and former military personnel having served with NGA, or its predecessor organizations.

3.1.3 Current and former employees of the Northwest Federal Credit Union (NWFCU) or its predecessor organizations regardless of tenure of service.

3.1.4 Spouses of current, new or deceased members.

3.1.5 Current and former contractors having served with NGA, or its predecessor organizations.

3.1.6 David Taylor Model Basin Community who are also NWFCU members.

3.2 The Executive Board may offer full or honorary membership to other persons based on their interest in, and service to, the mapping community and to the Association. Honorary members shall be accorded all privileges of regular membership, except in the conduct of official business.

#### ARTICLE IV MEMBERSHIP FEES

4.1 New members shall be assessed a lifetime membership fee of \$30.00. Their spouses shall automatically become members, without paying an additional fee.

4.2 Spouses of current or deceased members shall automatically become members, without paying a membership fee or applying for membership.

4.3 This Article shall not apply to honorary members, as they shall not be required to pay a membership fee.

#### ARTICLE V MANAGEMENT AND OFFICERS

5.1 The administration and normal management of the Association shall be the responsibility of the Executive Board consisting of four officers duly elected by the membership; Chairpersons of standing and special committees; and any other members who regularly attend Executive Board meetings. The Executive Board shall have sole responsibility for executing commitments, contracts and financial obligations in the name of the Association, and for interpretation and implementation of the Association's By-Laws.

5.1.1 A quorum for any Executive Board meeting shall include at least a majority of the Executive Board members, and such majority must include either the President or the Vice President. Action taken shall be by a majority vote of a quorum of a duly called or scheduled meeting. Chairpersons of standing and special committees and members who regularly attend Executive Board meeting shall have voting rights. Any member of the Association is entitled to attend meetings of the Executive Board and be permitted to speak but shall have no voting rights.

5.1.2 The Association acts only in the capacity of sponsor as a service to members. Such sponsorship does not constitute any agreement or warranty by the Association; and neither it nor any of its officers or agents may be held responsible in any manner for any injury, damage, loss or delay for any reason whatsoever. The Association, in arranging transportation, accommodations or other services, does so only as an agent for the member ordering same. The member, by indicating participation in the activity, agrees to the tariffs, terms and conditions under which the supplier provides the services.

5.1.3 The Association is a private, not-for-profit, social organization formed for preserving and fostering friendships developed over the years initially for retired employees of the Army Map Service and subsequently for retired employees of other mapping organizations which were incorporated into what is now called the National Geospatial-Intelligence Agency. Therefore, no part of the assets of the Association shall inure to the benefit of, or be distributed to its members, officers or other private persons. However, the Association Executive Board shall be authorized and empowered to pay reasonable compensation for services rendered and to make

payments and distributions in furtherance of the purposes for which the Association was created. The Association shall not promote or support any activity that produces or distributes propaganda, or otherwise attempt to influence legislation. The Association shall not participate in or intervene in (including the publishing and distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. In addition, the Association shall not have a written policy which discriminates against individuals seeking membership on the basis of race, color or religion.

5.2 Executive Board Officers shall consist of a President, Vice President, Treasurer and Secretary:

5.2.1 All terms are two (2) years and the election for President and Treasurer alternate on even years and the election for Vice President and Secretary alternate on odd years.

5.2.2 Should an elective office become vacant, with the exception of President, the remaining members of the Executive Board shall choose a member to fill the vacancy for the unexpired part of the term.

5.2.3 Should the Presidency become vacant; the Vice President shall automatically become President.

5.2.4 The officers of the Association shall be authorized to select special assistants as deemed necessary to fulfill their duties.

5.2.5 Standing and special committees shall be appointed as necessary to carry out the objectives and activities of the Association.

5.2.6 All officers and committee members shall serve without compensation.

5.2.7 Should the office of President become vacant and with no Vice President available, that position may be filled, on a rotating base, by members of the Executive Board.

5.2.8 In the event that no nominations are received for an elective office, the Executive Board members may fill such elective office on a rotating basis.

## ARTICLE VI DUTIES OF OFFICERS

6.1 PRESIDENT: Serves as Chief Executive Officer; presides at all meetings of members and officers; has general and active management of the business of the Association; appoints committees; and serves as an ex officio member of all committees.

6.2 VICE PRESIDENT: Serves as Program Chairperson. In the absence of the President, performs the duties and exercises the power of the President and performs other duties as required. The Vice President shall automatically become President in the following term.

6.3 TREASURER: Has custody of funds; keeps full and accurate accounts of receipts and disbursements in the books of the Association; reports all financial actions to Executive Board; deposits all monies and other valuable effects in the name of and to the credit of the Association, in such depositories as designated by the Executive Board; submits periodic reports to the Executive Board; and provides an annual report to the membership.

6.4 SECRETARY: Keeps minutes of the business of all meetings of the Association; corresponds with members as directed; gives notice of all meetings to members as required and prepares necessary correspondence; serves as focal point for all correspondence relating to election of officers and to amending these By-Laws; and submits minutes of all meetings to the Executive Board.

## ARTICLE VII STANDING COMMITTEES

7.1 The President shall appoint chairpersons to the following committees:

7.1.1 AMS NEWS Newsletter: The Managing Editor of *AMS News* shall be responsible for:

7.1.1.a Periodically publishing the newsletter, throughout the year, at the discretion of the Executive Board;

7.1.1.b Assuring the contents of the newsletter shall include, but not be limited to, information regarding social events and other Association activities, letters and articles submitted by members, update of members' names and addresses, member obituaries, etc.; and

7.1.1.c Periodically reporting to the Executive Board.

7.1.2 HISTORY: The Historian shall be responsible for keeping the Association's History Files current and complete; and periodically reporting to the Executive Board.

7.1.3 MEMBERSHIP: The Membership Chairperson shall be responsible for providing an Association membership directory for the Association website, for keeping the membership database current and complete and for periodically reporting to the Executive Board.

7.1.4 WEBMASTER: The Webmaster shall be responsible for maintaining the Association's website; keeping its pages current; and assuring the contents are correct. The Webmaster shall periodically report to the Executive Board concerning member comments, new web pages, problems and solutions and other operating activities.

7.1.5 FACEBOOK: The Facebook (FB) Administrator shall be responsible for maintaining the Association's Facebook page, providing primary questions ensuring the candidate for Facebook membership is an authentic person and who has connections with the Association. The FB Administrator shall periodically report to the Executive Board concerning problems and solutions and other operating activities.

7.1.6 EMAIL: The custodian of the Association's email address shall review incoming emails and either replies and/or forward email to the proper person regarding the subject matter; as well as maintains email communications with the membership.

## ARTICLE VIII MEETINGS

8.1 An Annual Meeting of members shall be held. The Executive Board shall designate the date, time and place. Business to be conducted during the Annual Meeting shall include the election and installation of new officers, together with the transaction of other necessary

business. A notice of the Annual Meeting shall be sent to all members at least 30 days prior to the meeting.

8.2 A quorum of 15 members, two of whom are members of the Executive Board, shall be required to hold the Annual Meeting. All members present at the Annual Meeting shall have voting rights.

8.3 Other regular and special meetings may be called by the Executive Board, upon determination of the need.

#### ARTICLE IX ELECTIONS

9.1 At least 45 days prior to each Annual Meeting, the Executive Board shall nominate one member each for the office of Vice President and Secretary on odd years; for the office of Vice-President on even years; and assure the nominees' availability and willingness to serve prior to their being accepted as candidates. The Vice President, whose term is expiring, shall be the uncontested nominee for the office of President. Any member in good standing may nominate any member other than those nominated by the Executive Board.

9.2 Notice of the Annual Meeting shall include a ballot containing the candidates nominated by the Executive Board. Spaces will be provided for members to nominate write-in candidates. If a write-in candidate(s) is/are nominated, then a write-in nomination(s) must be provided in writing and accompanied by a statement signed by the nominees that they are available and willing to serve. All votes and nominations must be returned to the Secretary of the Association ten days prior to the Annual Meeting. The Secretary shall tally and record the results.

9.3 The President shall preside over the election. The election results shall be reported to the membership at the Annual Meeting by the Secretary and the elected officers shall be duly installed at the Annual Meeting by the President.

9.4 Eligibility for holding office is limited to current members.

#### ARTICLE X REGIONAL CHAPTERS

10.1 A Regional Chapter may be established by petition to the Executive Board.

10.2 Regional Chapters may be established in any areas where a nucleus of eligible personnel may be located. Regional Chapters shall subscribe to Articles I, II and III of these By-Laws and shall be known as "(insert AREA name) Regional Chapter of the Association of Mapping Seniors." The business and activities of each Regional Chapter shall be independent and shall be established by the membership of the respective chapter. Individual membership among Regional Chapters shall be on a reciprocating basis. Members shall be eligible to participate in the activities of all chapters. For this purpose, a continuing exchange of program information shall be maintained.

ARTICLE XI  
DISSOLUTION

11.1 The Association shall be dissolved upon a finding, by the Executive Board, approved by two thirds (2/3) of a voting quorum of the Association membership, that the Association can no longer function as a viable and representative organization in a manner consistent with the purposes of the Association, as described in these By-Laws, such as by reason of lack of membership or necessary funding or other support. In such event the assets of the Association shall be disposed of in accordance with Para. 11.2.

11.2 Upon dissolution of the Association, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE XII  
ADOPTION AND AMENDMENTS

12.1 The original By-Laws were adopted and approved at the organization meeting of the Association in 1974.

12.2 Amendments to the By-Laws may be enacted from time-to-time by the Executive Board. The membership shall be notified when the By-Laws are amended. They shall be available, upon request, from the Secretary of the Association.

12.3 The By-Laws and subsequent Amendments are equally binding on the officers and members of the Association.

12.4 Revisions:

12.4.1 December 1993 (All amendments were approved by a majority vote at the Annual Meeting in December 1993.)

12.4.2 December 7, 2002 (All amendments were approved by the Executive Board.)

12.4.3 December 1, 2010 (All amendments were approved by the Executive Board.)

12.4.4 April 4, 2011 (All amendments were approved by the Executive Board.)

12.4.5 August 5, 2015 (All amendments were approved by the Executive Board.)

12.4.6 April 29, 2020 (All amendments were approved by the Executive Board.)

ARTICLE XIII  
DISCALIMER

13.1 Any reference to NGA or successor organizations does NOT constitute an endorsement by NGA or successor Organization. The Association is a private organization whose members are or have been associated with NGA or its predecessor organizations or who are/were spouses of members.