

# **BYLAWS OF THE FRESNO CHAPTER OF THE CONSTRUCTION SPECIFICATIONS INSTITUTE (Revised 2009)**

## **ARTICLE I - NAME**

The name of this organization is the Fresno Chapter of The Construction Specifications Institute, Inc., hereinafter referred to as the "chapter;" said chapter being an affiliate chapter of The Construction Specifications Institute, Inc., hereinafter referred to as the "Institute."

## **ARTICLE II - GOVERNING AUTHORITY**

The chapter is governed and operated in accordance with the laws of the State of California, provisions of the Institute Bylaws, these bylaws, the regulations and requirements for the conduct of chapters of the Institute as adopted from time to time by the Institute Board, and the rules and instructions of the chapter's board, issued through its officers.

## **ARTICLE III - PURPOSE AND POLICY**

### **Section 1.**

The purpose of the chapter is to provide a medium at the local level for advancement of the objectives of the Institute.

### **Section 2.**

The name, funds or influence of the chapter may be used only in support of this purpose.

## **ARTICLE IV - BOARD**

### **Section 1.**

The management and direction of the chapter shall be delegated exclusively to its board.

### **Section 2.**

The board shall consist of ten members; president, vice president/president-elect, secretary, treasurer, immediate past president (advisory member), four directors, (2 professional and 2 industry or associate), and a non-voting student affiliate representative. The composition of the board shall be such that professional members constitute a minimum of thirty - three percent and that industry and associate members constitute a minimum of thirty - three percent. The board, may, at its discretion, appoint a "special advisor" for any purpose deemed necessary by the board. This position shall be a non-voting position, and shall terminate no later than the end of the fiscal year.

### **Section 3.**

All members of the board are eligible to vote on chapter business, with the exception of the special advisor.

### **Section 4.**

The board, through the action of authority delegated to the chapter secretary or membership chairman, shall receive and promptly consider applications for membership in the Chapter received from prospective members meeting the qualifications for Institute membership; may accept resignations from the Chapter; and shall report its actions on membership to the Institute promptly.

### **Section 5.**

The board shall select all standing and special committees, designate duties and may authorize compensation for justifiable expenses. All committee chairmen shall be members of the Chapter.

Section 6.

The board shall schedule monthly business meetings. Special meetings shall only be held upon the call of the President or a majority of the Board upon seven days written notice.

Section 7.

Should a vacancy occur in any office of the chapter, the board shall, by two-thirds affirmative vote of its total membership, fill such vacancy by appointment of a member eligible by all other criteria for the duration of the unexpired term.

Section 8.

Five (5) members of the Board shall constitute a quorum.

Section 9.

When appropriate, the chapter board shall appoint a student affiliate committee of three or more members. This committee shall be responsible for conducting liaison in the name of the chapter with the student affiliate by providing an advisor, support, guidance, program speakers, etc.

#### ARTICLE V - OFFICERS

Section 1.

The president shall serve as chairman of the board; shall preside at all chapter meetings; shall select the chairmen of temporary committees; shall be an ex-officio member of all committees; and shall sign all agreements and formal instruments.

Section 2.

The vice president/president-elect shall serve as chairman of the meetings, in order, upon the absence of the president, and shall perform other duties as assigned by the board.

Section 3.

The secretary shall see that notices are sent at least seven days in advance of all meetings of the board and of the chapter and shall keep accurate minutes thereof. The secretary shall maintain a file of all correspondence; keep a roster of members and committees; co-sign all agreements and formal instruments, except those pertaining to the office of treasurer; and submit a report of office at the annual meeting. The secretary shall perform other duties as assigned by the president or board.

Section 4.

At the first election, the term for one half of the director(s) shall be two years and the term for the other director(s) shall be one year. Thereafter, upon the expiration of a director's term of office, the new term shall be for two years.

Section 5.

The treasurer shall collect and receipt for monies and securities; deposit funds and disburse and dispose of the same subject to the direction of the board; keep accurate books of account; submit a report at board meetings; and submit a report of office at the annual meeting. The treasurer shall perform other duties as assigned by the president or board.

#### ARTICLE VI – NOMINATION AND ELECTION OF OFFICERS AND DIRECTORS

Section 1.

Officers and directors shall be elected to those offices as established by Article IV by the members of the chapter. When the new president assumes office, the current president-elect shall assume without election the office of president and the current president shall assume without election the office of immediate past president.

Section 2.

Each elected board member shall take office on July 1.

Section 3.

The president, president-elect/vice president(s) shall not hold the same office for more than two consecutive terms.

Section 4.

The term of office for directors shall be staggered two-year terms, with half of the directors being elected each year.

Section 5.

The nominating committee shall be appointed by the board not later than December 20. The nominating committee shall prepare a list of nominees, showing at least one name for each elective position on the board due to become vacant, and shall present the list to the chapter not later than the regular meeting in January. At this time the members may present nominations from the floor. Election shall be by written ballot. The nominating committee shall prepare the ballot, which shall include the original list of nominees and those nominated from the floor. Each voting member of the chapter shall be provided with a ballot at least two weeks prior to the ballot count. Eligibility to vote shall be defined in the Institute Bylaws.

Section 6.

The ballots shall be counted and certified, by tellers appointed by the president, and the results shall be reported to the members.

Section 7.

Not later than February 28, the chapter secretary shall notify the west region secretary and both Institute directors and the Institute office of the results of the election, and shall submit to them a complete listing of the chapter officers for the coming year, with their addresses and phone numbers.

## ARTICLE VII - MEMBERSHIP

Section 1.

The qualifications for membership shall conform to the requirements of the Institute bylaws.

Section 2.

Membership in the Institute is a prerequisite to membership in the chapter.

Section 3.

A chapter member may be classified as an Honorary Member Distinguished Member or a Lifetime Member only by action of the Institute.

Section 4.

The provisions of the Institute bylaws for disqualification, suspension, expulsion and reinstatement of members shall govern.

Section 5.

Any member of the board whose Institute membership has lapsed for a period more than ninety (90) days following their anniversary date shall be asked to resign from the board, and his or her position shall be filled with an appointment by the board under Article IV - Board, Section 7.

## ARTICLE VIII - MEETING OF MEMBERS

Section 1.

The annual meeting of the chapter shall be held during the month of June at which time committee reports shall be submitted, the secretary shall submit a report on the activities of the chapter during the past term of office, and the treasurer shall submit an annual report of the finances of the chapter. A copy of these reports shall be sent to the Region Secretary.

Section 2.

Regular meetings shall be held monthly, except when otherwise decreed by the board. Not less than ten regular meetings shall be held in the fiscal year.

Section 3.

Special meetings may be called whenever a majority of the board deems it necessary, or upon written request by not less than one-tenth of the chapter membership. The business at special meetings shall be limited to that for which the meeting was called.

Section 4.

Minutes of the regular and special meetings shall be made available to the members and to the Region Secretary.

Section 5.

These bylaws, together with the applicable provisions of the Institute Bylaws and Robert's Rules of Order, Newly Revised, shall govern the conduct of business of the chapter.

#### ARTICLE IX - FISCAL ADMINISTRATION

Section 1.

The fiscal year shall be from July 1 to June 30.

Section 2.

The establishment of the annual chapter dues shall be as set, and, or approved by the current board. Any changes in the dues structure shall require a two-thirds majority vote of the current board. Members Emeritus, Honorary Members, and Lifetime Members shall not be subject to dues.

Section 3.

Annual dues renewal notices shall be mailed by the Institute at least two months in advance of each member's anniversary date and are payable when rendered. Initial dues shall accompany the membership application. An applicant may select the introductory (membership optionally available for an initial period of six months) at one - half the annual dues for the appropriate classification; provided, the applicant has not been a member for at least one year preceding the month of application.

Section 4.

Institute and chapter dues shall be paid to the Institute with the chapter dues being returned to the chapter by the Institute.

#### ARTICLE X - AUDIT

The board shall appoint a committee or engage an independent Certified Public Accountant (CPA) to audit the books and transactions of the treasurer at the close of the fiscal year. This report shall be read at the next regular meeting of the members of the chapter.

#### ARTICLE XI - AMENDMENTS

Section 1.

Proposed amendments to these chapter bylaws shall first be submitted in duplicate, accompanied with two copies of the complete, current bylaws, to the Institute secretary for approval. After Institute secretary approval, they shall then be made available in the regular chapter newsletter or website prior to a regular meeting, or by letter or electronic means, at least two weeks prior to a special meeting.

Section 2.

These bylaws may then be amended by a two-thirds vote of the professional, industry, and associate members present at the regular meeting or a special meeting.

END OF BYLAWS