

**Bylaws of the Puget Sound Chapter of
The Construction Specifications Institute, Inc.**

ARTICLE I - NAME

The name of this organization is the Puget Sound 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., which will be referred to as the "Institute."

ARTICLE II - GOVERNING AUTHORITY

This chapter is governed and operated in accordance with the provisions of the Institute bylaws, these bylaws, the regulations and requirements for conduct of chapters of the Institute as adopted from time to time by the Institute board, and the rules and instructions of the chapter board issued through its officers.

ARTICLE III - PURPOSE AND POLICY

Section 1. The chapter's purpose is to carry out the objectives as defined in the Institute's certificates of incorporation, at the local level.

Section 2. The name, resources, and/ or influence of the chapter are to be used exclusively in support of this purpose.

ARTICLE IV - BOARD

Section 1. The management direction of the chapter shall be delegated to its board.

Section 2. The board shall comprise of ten members: president, president-elect, vice president, secretary, treasurer, four elected directors, and an advisory member. The advisory member shall be the immediate past president, if he chooses to serve. Professional members shall constitute a minimum of thirty-three percent of the chapter board and industry and associate members shall constitute a minimum of thirty-three percent of the chapter board.

If the chapter includes a student affiliate, a student affiliate representative may be a non-voting member of the board.

Section 3. All members of the board are eligible to vote on chapter business.

Section 4. The chapter secretary shall receive and consider applications for membership and accepts resignations from the chapter. The board shall promptly report its actions to the Institute.

Section 5. The board shall approve all standing and special committees, designates duties, and authorize compensation for justifiable expenses.

Section 6. The board shall schedule monthly board meetings. special board meetings are held upon the call of the president or three members of the board upon seven days written notice.

Section 7. A majority of the board shall constitute a quorum.

- Section 8. Should a vacancy occur in any office of the chapter, the board shall fill such vacancy by appointment for the duration of the unexpired term.
- 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 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; preside at all chapter meetings; select the chairman of committees; appoint chapter delegates to the annual meeting of the Institute; be an ex-officio member of all committees; and sign all agreements and formal instruments.
- Section 2. The president-elect or vice president shall serve as chairman of the meetings, in that order, upon absence of the president.
- 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 keep accurate meetings thereof. The secretary shall handle all correspondence; keep a roster of members and committees; prepare and co-sign all agreements and formal instruments, except those pertaining to the office of the treasurer; and submit a report of his office at the annual meeting.
- Section 4. The treasurer shall collect and receipt for moneys and securities; deposit funds and disburse and dispose of same, subject to the direction of the board; keep accurate books of account; and submit a report of his office at the annual meeting and at meetings of the 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 the 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 or vice president 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 for each year.
- Section 5. A nominating committee is appointed by the board no later than December 1. The nominating committee shall prepare a list of nominees, showing at least two names for each elective office of the board, excluding the offices of president and treasurer, and shall present the list to the chapter not later than the regular meeting in February. At this time the members may present nominations from the floor. The nominating committee shall prepare the ballot, which shall include the original list of nominees and those nominated from the floor. Each voting member shall be provided with a ballot at least two weeks prior to the ballot count. Eligibility to vote shall be as defined in the Institute bylaws. The winners shall be determined by a simple majority of votes cast before and during the meeting.

Section 6. The ballots are counted and certified at the March meeting by tellers appointed by the chairman of the meeting, and the results reported to the members.

Section 7. Not later than April 10, the chapter secretary shall notify the Institute directors from the region and the Institute 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 telephone numbers.

ARTICLE VII - MEMBERSHIP

Section 1. The qualifications for membership shall conform to the requirements in the bylaws of the Institute.

Section 2. Membership in the chapter is dependent on membership in the Institute.

Section 3. A chapter member may be classified as an Honorary Member or Lifetime Member only by action of the Institute.

Section 4. The provisions of the Institute bylaws for disqualification, suspension, expulsion, and reinstatement shall govern for the chapter.

ARTICLE VIII - MEETINGS 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 on the finances of the chapter. A copy of these reports shall be sent to the Institute directors from the region.

Section 2. Regular membership meetings are 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 membership meetings may be called whenever the majority of the chapter directors deem it necessary or upon written request by no less than one-tenth of the chapter membership. The business at special membership meetings shall be limited to that for which the meeting was called.

Section 4. Copies of the minutes of regular and special membership meetings shall be mailed to the Region directors.

Section 5. These bylaws, together with the applicable provisions of the bylaws of the Institute 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 annual chapter dues are set forth by the board at its December meeting and ratified by a majority vote of the membership casting ballots.

Voting shall be by written ballot with a specific time and place set for ballot return. The ballot states the current dues and the proposed revision of dues of each member classification.

Dues shall become effective in accordance with the next dues anniversary of each member. Members Emeritus, Lifetime members, and Honorary members shall not be subject to dues.

- Section 3. Annual dues notices are mailed by the Institute at least two months before each member's anniversary date and are payable when rendered. Initial dues shall accompany the membership application. An applicant may select introductory membership (membership optionally available for an initial period of six months) at one-half the annual dues for the appropriate membership classification; provided the applicant has not been a member for at least one year preceding the month of application.
- Section 4. Termination of membership because of unpaid chapter dues is stipulated by Institute procedure.
- Section 5. Chapter members may be reinstated when they have met Institute requirements for reinstatement.

ARTICLE X - AUDIT

The board appoints a committee to audit the books and transactions of the treasurer at the end of the fiscal year. This report is published in the first chapter bulletin of the following year.

ARTICLE XI - AMENDMENTS

- Section 1. These bylaws are amended by two-thirds vote of the professional, industry, and associate members present at a regular or a special membership meeting.
- Section 2. Proposed amendments to the bylaws shall first be approved by the Institute and then publicized in the regular chapter bulletin issued prior to the regular meeting or by letter issued at least two weeks prior to the special meeting.

ARTICLE XII - INDEMNIFICATION OF DIRECTORS AND OFFICERS

The chapter will provide indemnification for its board in accordance with the laws of the state of Washington.