

*Revised 09/12*

**Bylaws of the Grand Rapids Chapter of  
The Construction Specifications Institute, Inc.**

**ARTICLE I – NAME**

**Section 1:**

The name of this organization is the Grand Rapids 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., a Maryland not-for-profit corporation hereinafter referred to as the “Institute.”

**Section 2:**

The Chapter shall be affiliated with a region of the Construction Specifications Institute. Regions are areas geographically designated by the Institute Board. Currently the Chapter is affiliated with the Great Lakes Region hereinafter referred to as the "Region."

**ARTICLE II – GOVERNING AUTHORITY**

**Section 1:**

The Chapter is governed and operated in accordance with the laws of the State of Michigan, 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 be comprised of nine members: president, president-elect, secretary, treasurer, four directors, and an advisory director. Emerging Professional Members may serve in any of the elected positions. If the Chapter includes a student affiliate, a student affiliate representative shall be a nonvoting member of the board.

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**Section 3:**

All members of the board, except the student affiliate representative if any, are eligible to vote on Chapter business.

**Section 4:**

The board shall consider requests for change to retired or emeritus status, and submit certified requests to the Institute.

**Section 5:**

The board shall select all standing and special committees, select representatives to the region board, designate duties, and authorize compensation for justifiable expenses. The board shall designate where Chapter funds and securities shall be deposited.

**Section 6:**

The board shall schedule monthly business meetings. Special meetings shall only be held upon call of president or a majority of the board upon seven days written notice. Board meetings may be held via electronic means provided they are conducted by an audio, video, or computer-based teleconferencing technology that allows all persons participating to hear each other at the same time.

**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 by two-thirds affirmative votes of the board's membership fill such a vacancy by appointment of a member eligible by all other criteria 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 the student affiliate by providing an advisor, support to the student affiliate.

**ARTICLE V – OFFICERS****Section 1:**

The president shall serve as chair of the board; preside at all Chapter meetings; select the chairs of temporary committees, be an ex-officio member of all committees, and shall sign all agreements and formal instruments. The president shall serve for a term of one year or until a successor is elected.

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**Section 2:**

The president-elect shall serve as chair upon the absence of the president and perform other duties as assigned by the board. The president-elect shall serve for a term of one year or until a successor is elected.

**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 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 the treasurer; and submit a report of office at the annual meeting of the Chapter. The secretary shall perform other duties as assigned by the board. The secretary shall serve for a term of two years, expiring in odd numbered years, or until a successor is elected.

**Section 4:**

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 board. The treasurer shall be bonded for the cash value of the treasury. The treasurer shall serve for a term of two years, expiring in even numbered years, or until a successor is elected.

**Section 5:**

The advisory director shall be the immediate past-president of the Chapter. If the immediate past-president is unable to serve, the advisory director shall be a past-president of the Chapter appointed by a two-thirds vote of the board. The advisory director shall serve as chair upon the absence of the president and president-elect. The advisory director shall serve as chair of the nominating committee, and have other assignments as prescribed by 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. The current president-elect shall assume, without election, the office of president and the current president shall assume, without election, the office of advisory director.

**Section 2:**

Each elected board member shall take office on July 1.

**Section 3:**

The officers and directors 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.

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**Section 5:**

A nominating committee shall be appointed by the board not later than the January board meeting. The nominating committee shall endeavor to select candidates so the composition of the board reflects the diversity of Chapter membership. The nominating committee shall prepare a list of nominees showing at least one name for each elected position on the board due to become vacant, and present the list to the Chapter not later than the regular Chapter meeting in March. At this time, the members may present nominations from the floor. Election for contested offices shall be by written ballot.

**Section 6:**

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. For the purpose of Chapter elections, voting members shall include Professional members and Emerging Professional members. The winners shall be the candidates who receive the most votes for the position. Ties shall be resolved by coin toss.

**Section 7:**

The ballots shall be counted and certified at the April Chapter meeting, by tellers appointed by the presiding officer, and the results shall be reported to the members. If there is only one nominee for any office, the presiding officer shall declare the nominee elected by acclamation.

**Section 8:**

Not later than April 30, the Chapter secretary shall notify the Institute office and the Region secretary of the results of the election and shall submit to them a complete listing of the Chapter officers for the coming year, with their contact information.

**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 for the Chapter.

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**ARTICLE VIII – MEETINGS OF MEMBERS****Section 1:**

The annual meeting of the Chapter shall be held before the end of the fiscal year, 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. 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 the majority of the board deems it necessary, or upon written request by not less than one-tenth of the Chapter members. The business at special meetings shall be limited to that for which the meeting was called.

**Section 4:**

Minutes of regular and special meetings shall be distributed to the members with a copy 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 annual Chapter dues shall be set by the board. Any change in the dues structure shall be approved by a two-thirds majority of those board members present at a regularly scheduled meeting. Members Emeritus, Distinguished Members, Honorary Members, and Lifetime Members shall not be subject to dues. **Section 3:**

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**

### **Section 1:**

The board shall appoint a committee to audit the books and transactions of the treasurer at the close of the fiscal year. This report shall be read at the next meeting of the members of the Chapter.

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## **ARTICLE XI – AMENDMENTS**

### **Section 1:**

Proposed amendments to these Chapter Bylaws shall first be submitted to the Institute secretary for approval, in the manner and form prescribed by the Institute. After Institute Secretary approval, they shall then be publicized or otherwise sent to each member two weeks prior to a regular Chapter meeting or special meeting.

### **Section 2:**

Following publication, the amendments must be approved by a two-thirds vote of the voting members present at the regular or special meeting.