

**BYLAWS**  
**of The Phoenix Chapter of**  
**THE CONSTRUCTION SPECIFICATIONS INSTITUTE. INC.**

**ARTICLE 1 NAME**

- 1.1 The name of this organization is "THE PHOENIX 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".
- 1.2 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 Southwest Region hereinafter referred to as the "Region."

**ARTICLE 2 GOVERNING AUTHORITY**

- 2.1 The chapter is governed and operated in accordance with the Laws of the State of Arizona and 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 3 PURPOSE AND POLICY**

- 3.1 The purpose of the chapter is to provide a medium at the local level for the advancement of the objectives of the Institute.
- 3.2 The name, funds or influence of the chapter may be used only in support of this purpose.
- 3.3 The chapter endorses a non-discriminatory policy as to membership and does not restrict membership based on a classification ratio or any other practice.

## **ARTICLE 4 BOARD**

- 4.1 The management and direction of the chapter shall be delegated exclusively to its Board.
- 4.2 The Board shall consist of the following positions: president, president-elect, first vice president, second vice president (when appointed), secretary, treasurer, immediate past president, and four directors. Emerging professional members may serve in any of the elected positions. A student affiliate representative may be a non-voting member of the Board.
- 4.3 All members of the Board, except the student affiliate representative, are eligible to vote on chapter business.
- 4.4 The Board, through the action of the authority delegated to the chapter membership chairman, shall receive and promptly consider applications for membership in the chapter received from prospective members, meeting the qualification for Institute membership, may accept resignations from the chapter; and shall promptly report its actions on membership to the Institute.
- 4.5 The Board shall consider requests for change to retired or emeritus status, and submit certified requests to the Institute.
- 4.6 The Board shall select all standing and special committees, select representatives to the Region Board, designate duties, and may authorize compensation for justifiable expenses.
- 4.7 The Board shall schedule monthly business meetings. Special meetings shall only be held on call of the 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.
- 4.8 A majority of the Board shall constitute a quorum.
- 4.9 Should a vacancy occur in any office of the chapter except that of president-elect, 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.
- 4.10 The chapter Board shall appoint a committee to support the student affiliate.

## **ARTICLE 5 OFFICERS**

- 5.1 The president shall serve as chair of the Board, shall preside at all chapter meetings, shall select the chairs of temporary committees, shall be 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.
- 5.2 The president-elect shall serve upon the absence of the president, and shall 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.
- 5.3 The vice presidents shall perform such assignments as delegated by the president or Board, and serve upon the absence of both the president and president-elect. The vice presidents shall serve for a term of one year, or until a successor is elected.
- 5.4 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; shall keep a roster of members and committees; shall cosign all agreements and formal instruments, except those pertaining to the office of treasurer and shall submit a report of office at the Annual Meeting and shall perform other duties as assigned by the Board. The secretary shall serve for a term of one year, or until a successor is elected.
- 5.5 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; shall keep accurate books of account; shall submit a report at Board meetings; and shall submit a report of office at the annual meeting, and shall perform other duties as assigned by the Board. The treasurer shall serve for a term of one year, or until a successor is elected.
- 5.6 At the close of the fiscal year, the treasurer shall determine if informational forms and tax returns are required, and shall cause same to be filed with, and shall pay any taxes due, to the Internal Revenue Service and other authorities within the prescribed time limits.
- 5.7 The immediate past president shall be the former president of the Chapter who has completed the most recent term, and have other assignments as prescribed by the president or the Board.

## **ARTICLE 6 NOMINATION AND ELECTION OF OFFICERS AND DIRECTORS**

- 6.1 Officers and directors shall be elected by the members of the chapter to those offices as established by Article 4. At the installation of officers, the outgoing president shall assume the past president position on the Board and the current president-elect shall assume the president position on the Board without election.
- 6.2 Each elected Board member shall take office on July 1st.
- 6.3 The president, president-elect, and vice presidents(s) shall hold the same office for no more than two (2) consecutive years.
- 6.4 Director's term of office shall be staggered two-year terms with half the directors being elected each year, and shall hold office for no more than four (4) years.
- 6.5 A nominating committee shall be appointed by the Board not later than January 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 of the members in February. 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. For purposes of chapter elections, voting members shall include all Members. Election of officers and directors shall be held at the regular meeting in March. The winner shall be the candidate who receives the most votes for the position. Ties shall be resolved by coin toss.
- 6.6 The ballots shall be counted and certified, by tellers appointed by the president, and the results shall be reported to the members.
- 6.7 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 and Board for the coming year, with their contact information.

## **ARTICLE 7 MEMBERSHIP**

- 7.1 The qualifications for membership shall conform to the requirements of the Institute Bylaws.
- 7.2 Membership in the Institute is a prerequisite to membership in the chapter.
- 7.3 A Chapter member may be classified as an Honorary Member, Distinguished Member, or a Lifetime Member only by action of the Institute.
- 7.4 The provisions of the Institute Bylaws for disqualification, suspension, expulsion and reinstatement of members shall govern.

## **ARTICLE 8 MEETING OF MEMBERS**

- 8.1 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 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.
- 8.2 Regular meetings shall be held monthly, except when otherwise decreed by the Board. No less than ten regular meetings shall be held in the fiscal year.
- 8.3 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 membership. The business at special meetings shall be limited to that for which the meeting was called.
- 8.4 Minutes of regular and special meetings shall be distributed to the members with a copy to the Region Secretary.
- 8.5 These bylaws, together with the applicable provisions of the Institute Bylaws and Robert's Rules of Order Newly Revised, shall govern the conduct of the business of the chapter.

## **ARTICLE 9 FISCAL ADMINISTRATION**

- 9.1 The fiscal year shall be from July 1 to June 30.
- 9.2 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.
- 9.3 Institute and chapter dues shall be paid to the Institute with the chapter dues being returned to the chapter by the Institute.

## **ARTICLE 10 AUDIT**

- 10.1 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 regular meeting of the members of the chapter.

## **ARTICLE 11 AMENDMENTS**

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

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