

DC METROPOLITAN CHAPTER

Construction Specifications Institute

Chapter Operating Guide

DC METRO CHAPTER CONSTRUCTION SPECIFICATIONS INSTITUTE

Chapter Operating Guide

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Table of Contents

PART 1 – ORGANIZATION AND GOVERNING AUTHORITY

[DC Chapter Mission Statement](#)

[DC Chapter Affiliation & Authority](#)

[DC Chapter Official Address](#)

[Bylaws of the Construction Specifications Institute](#)

[Institute Articles of Incorporation](#)

[Chapter Articles of Incorporation](#)

[Chapter Status](#)

[Registered Agents](#)

[Corporate Obligations](#)

[Policies and Standing Rules](#)

[Chapter Operating Guide](#)

[Chapter Audit Procedure](#)

PART 2 – CHAPTER ADMINISTRATION

[Chapter Organization](#)

Overview of Chapter Organization

The Membership

The Board

The Executive Committee

Chapter Officers and Directors

President

1st Vice President

2nd Vice President

3rd Vice President

Secretary

Assistant Secretary

Treasurer

Consultants to the Board

[Meetings](#)

General Membership Meetings

Board Meetings

Executive Committee Meetings

[Chapters' Corporate Obligations](#)

Annual Corporate Obligations

Chapter Tax Status

Protection of Chapter's Name and Marks

[Chapter Financial Operations](#)

Budget Preparation

[Honors and Awards](#)

Institute & Region Awards

CHAPTER OPERATING GUIDE

Chapter Honors & Awards
Awards Judging and Nominations Procedures
Presentation of Awards
Presentation of Institute Chevrons

CHAPTER 3 - CHAPTER WORK: COMMITTEES & PROGRAMS

Committee Organization

Types of Committees
Committees by Tenure
Committees by Authority
Classification by Purpose
Classification by Oversight
Chairpersons
Committee Membership
Procedures
Budgets and Expenses
Records and Communications
Duties Common to All Committees of their Chairpersons

Standing Committees

Academic Affairs Committee
Archivist
Awards Committee
Bylaws Committee
Certification Committee
Convention Committee
Education Committee
Finance Committee
House Committee
Long Range Planning Committee
Marketing and Sales Committee
Membership Committee
Nominating Committee
Program Committee
Product Symposium Committee
Publication Committee
Newsletter Subcommittee
Directory Subcommittee
Webmaster Subcommittee
Publicity Committee
Technical Committee
Tellers Committee

Temporary Committees

Audit Committee
Crab Feast Committee
December Holiday Outing Committee
Chapter Awards Banquet Committee



Organization and Governing Authority

IN PART 1

[Chapter Mission Statement](#)

[Chapter Affiliation & Authority](#)

[Chapter Official Address](#)

[Bylaws of the Institute](#)

[Institute Articles of Incorporation](#)

[Chapter Articles of Incorporation](#)

[Corporate Status](#)

[Registered Agents](#)

[Corporate Obligations](#)

[Policies and Standing Rules](#)

[Chapter Operating Guide](#)

[Chapter Audit Procedure](#)

DC Chapter Mission Statement

The purpose of the DC Metropolitan Chapter of CSI is to mobilize the talents, strengths, and knowledge of a multi-disciplined membership to advance the construction industry through communications, education, and service.

DC Chapter Affiliation and Authority

The District of Columbia Metropolitan Chapter (Chapter) is a local affiliate of the Construction Specifications Institute, Inc. (Institute), and a member of its Middle Atlantic Region.

The Chapter is also a non-profit membership corporation, incorporated in the State of Maryland.

Because of the Chapter's legal status as a corporate citizen and as an affiliate of a parent organization, the Chapter is governed by two sets of requirements. These requirements are conveyed by the following documents:

- The Institute's Bylaws
- The Institute's Articles of Incorporation

CHAPTER OPERATING GUIDE

- Chapter A4, "Institute Policy," of the Institute's *Administrative References*, and policy promulgated by other means as determined by the Board of the Institute
- Chapter C1, "Chapter Administrative Guide," of the Institute's *Administrative References*
- The Chapter's Bylaws
- The Chapter's Articles of Incorporation
- The Chapter's Standing Rules
- This Chapter Operating Guide, which is authorized by and expands upon the guidance of Chapter C1, Article I of the *Administrative References* and Article II of the Chapter Bylaws

DC Chapter Official Address

The official address of the DC Chapter is:

1777 Church Street, NW
Washington, DC 20036

Web Address: www.dcmetrocsi.org

Bylaws of the Construction Specifications Institute

Revised May 8, 1992 (Effective May 8, 1992)

Article I. Governing Authority.

The Construction Specifications Institute, consisting of a membership as defined in Article X of these Bylaws, and hereinafter referred to as the Institute, is governed and operated in accordance with the laws of the State of Maryland, the Certificate of Incorporation, these Bylaws, the Institute Policy and other instructions of the Board.

Article I. Governing Authority.

The Construction Specifications Institute, consisting of a membership as defined in Article X of these Bylaws, and hereinafter referred to as the Institute, is governed and operated in accordance with the laws of the State of Maryland, the Certificate of Incorporation, these Bylaws, the Institute Policy and other instructions of the Board.

Article II. Domain

Section 1. Scope

The domain of the Institute shall be international.

Section 2. Regions

Within the domain of the Institute there shall be established areas identified as regions of The Construction Specifications Institute. The regions shall be geographically designated. Regions shall be established by the affirmative vote of not less than two-thirds of the Board.

Article III. Board

Section 1. Government of the Institute

The affairs of the Institute shall be governed by its Board.

Section 2. Composition of the Board

The Board shall consist of the Executive Committee and Directors.

Section 3. Directors

One professional member and one industry or associate member from each geographical region shall be elected to the Board in accordance with Article VI of these Bylaws.

Section 4. Duties

- a. The Board shall have control and management of the affairs of the Institute, with authority to conduct the business of the Institute.

CHAPTER OPERATING GUIDE

- b. The Board may appoint an executive director who shall manage the Institute office, have power to select the office staff and shall conduct all of the business of the Institute, subject to the direction of the Board, the Executive Committee and the president. The executive director shall be paid a salary to be determined by the Board and shall hold office at its pleasure.

Section 5. Meetings

The Board shall hold not less than two regular meetings during the year; the time and place of which shall be fixed by the Board. Special meetings of the Board may be held at any time on call of the president and shall be held upon written request to the president by six members of the board; provided, however, that in each case at least five days written notice is given to each member of the Board in advance.

The president shall preside at all meetings of the Board or, in the absence of the president, the president-elect shall preside.

Section 6. Quorum

A majority of the Board membership shall constitute a quorum at all its meetings.

Section 7. Order of Business

The order of business for meetings shall be determined by the presiding officer. These Bylaws and Robert's Rules of Order Newly Revised shall govern the conduct of the meetings.

Section 8. Vacancies

Any vacancies that may occur in the Board by reason of death, resignation or otherwise, shall be filled by the Board for the duration of the unexpired term.

Article IV. Executive Committee

Section 1. Composition

The Executive Committee, as officers of the Institute, shall consist of the president, president-elect, four vice presidents, secretary, treasurer, and immediate past president. The Executive Committee shall have at least four professional members, and at least two industry or associate members. Two of the vice presidents shall be professional members and two shall be an industry or associate member.

Section 2. Duties

The Executive Committee shall exercise, at all times when the Board is not in session, such part of the authority of the Board in the control and management of the Institute's affairs as the Board may delegate to it.

Section 3. Meetings

Meetings of the Executive Committee may be held upon the call of the president.

Section 4. Quorum

A majority of the committee shall constitute a quorum.

Section 5. Order of Business

The order of business for meetings shall be determined by the president. These Bylaws and Robert's Rules of Order Newly Revised shall be the guide for the conduct of the meetings.

Article V. Officers

Section 1. President

The president shall preside at all meetings of the Institute, the Executive Committee, the Board, and shall be a member ex-officio of all committees of the Institute except the Nominating Committee and the Jury of Fellows. The president shall perform such duties as are necessarily incident to the office of the president of the Institute or as may be prescribed by the Board. In the temporary absence or disability of the president, the president-elect shall discharge the duties of the president.

Section 2. President-elect

The president-elect shall be a member of the Executive Committee and the Board and shall have such assignments as may be made by the president, Executive Committee or the Board.

Section 3. Vice Presidents

The vice-presidents shall be members of the Executive Committee and the Board and shall have such assignments as may be made by the president, Executive Committee or the Board.

Section 4. Secretary

The secretary shall have custody of the corporate seal, and shall sign for the Institute all agreements and formal instruments under the seal thereof. The secretary shall have charge of all books, records and correspondence of the Institute, of the Board and of its committees, other than those books, records and correspondence pertaining to the office of the treasurer; and shall exhibit the same to the members of the Institute when required to do so by the Board. The secretary shall attend all meetings of the Institute and of the Board and of the Executive Committee and shall record the proceedings thereat. The secretary shall issue notices for all meetings for which notice must be given, as required by these Bylaws, attend promptly to all official correspondence, and shall notify members of their election or appointment to offices, boards and committees. The secretary shall keep a correct roster of the names and current addresses of the members of the Institute, of its Board, and of its various committees. At the expiration of the term of office, the secretary shall deliver all books, records and correspondence to the secretary-elect or in the absence of a secretary-elect, to the president. The secretary shall have such other duties as may be prescribed from time to time by the Board. The duties of the secretary, under authority of the Board, may be assigned in whole or in part to the executive director or to other assistants as the Board may determine.

Section 5. Treasurer

The treasurer shall collect, receive and receipt for all monies and securities paid to or transferred to or contributed to the Institute. The treasurer shall deposit the

funds and securities of the Institute in such banks, trust companies or depositories as the Board shall designate; and shall, subject to the direction of the Board, disburse and dispose of the same, taking proper vouchers for such disbursements. The treasurer shall keep accurate books of account, recording therein the sources and the amounts of all monies, funds, securities, property and assets in custody, showing at all times the amount of all property belonging to the Institute, wherever located, and showing the amount of disbursements made and the disposition of the property. The treasurer shall render to the Board, when they so direct, an account of all the transactions as treasurer and of the financial condition of the Institute, and shall after the close of the fiscal year present a report of the examination, records and transactions of the Institute by a disinterested, independent certified public accountant, who shall be designated by the Executive Committee. The treasurer shall have such other duties as may be prescribed from time to time by the Board. At the expiration of the term of office, the treasurer shall deliver to the treasurer-elect all books, monies, and other property, or, in the absence of a treasurer-elect, to the president. The duties of the treasurer, under authority of the Board, may be assigned in whole or in part to the executive director or to other assistants as the Board may determine.

Article VI. Nomination and Election of Officers and Directors

Section 1. Institute Nominating Committee

The Institute Nominating Committee shall consist of five members, one from each of five regions for a two-year term, two appointed one year and three the following year, in rotation among the regions. Members of the Board shall be ineligible to serve on the Nominating Committee.

Section 2. Region Nominating Committees

A region Nominating Committee, consisting of one voting member designated by each chapter of the region shall select nominees for the appropriate director (professional, industry or associate member) for that region. The director whose term is expiring shall serve as the non-voting chairman unless currently serving as director by appointment, in which case, the other director for that region will serve as the non-voting chairman.

Section 3. Nomination of Directors

- a. Not later than November 1 of the administrative year in which the term of the professional, industry or associate director expires the following June 30, the Region Nominating Committee shall submit nominees for director. Not more than four qualified members of the appropriate membership classification of that region may be submitted as nominees for director. The secretary shall validate the names submitted by the Region Nominating Committees as the nominees to appear on the election ballot for the office of director of that particular region.
- b. Limitation: Elected directors shall not succeed themselves after having served a full term.
- c. In the event that a Region Nominating Committee should fail to act by the stipulated time, the Institute Nominating Committee shall select the names of

not more than two qualified nominees of the appropriate membership classification from that region to be placed on the election ballot.

Section 4. Nomination of Officers

- a. Nominations of officers, except president, shall be made by the Nominating Committee and may be made by written petition of voting members.
- b. Each nominating petition must be submitted to the secretary, on the prescribed form, sent by certified mail, and be received at the Institute office during the month of October. Each nomination shall be by separate petition, signed by not less than one percent (1%) of the voting members from each of six regions based upon the previous June 30 membership. Each petition shall be accompanied by full information required by the Board and by a signed statement from the proposed nominee, indicating a willingness to serve. A petition shall be considered valid if it complies with these Bylaws and contains the required information.
- c. The Nominating Committee shall make one or more nominations each for the office of president-elect, the three vice presidents and for secretary or treasurer as their terms expire, and submit its nominations to the secretary during the month of December.
- d. All nominees for officers shall be voting members in good standing of the Institute.
- e. The Nominating Committee's list of nominees for vice president shall include members from at least three different regions.

Section 5. Issuance of the Election Ballot for Officers and Directors and Their Terms

- a. For officers: The secretary shall mail an election ballot during February to all voting members (on the Institute's record as of January 1) listing the names of all duly validated nominees for officers.
- b. For directors: The secretary shall mail an election ballot during February to all voting members (on the Institute's record as of January 1) of that particular region in which the director's term will expire on the following June 30. The ballot shall list the names of not more than two validated nominees for each director.
- c. The balloting shall close four weeks after mailing from the Institute.
- d. The voter shall have the right to substitute any name or names of members of the Institute for a corresponding number of nominees on the ballot for officers and director; provided, however, that the voter when substituting a name for a nominee for a specific office, shall substitute only the name of a member of the same membership classification and, when substituting a name for a nominee for a director, shall substitute only the name of a member of the same region.

CHAPTER OPERATING GUIDE

- e. Each election ballot shall be validated and counted at Institute headquarters by the Tellers Committee. In the case of two nominees for a single office, election shall be by majority vote; and in the case of more than two nominees by a plurality of the votes cast. In case two or more nominees receive the same number of votes the election shall be determined by lot. The two professional members and the one industry or associate member nominated for the office of vice president receiving the largest number of votes cast shall be elected to office. The tellers shall certify the results of the ballot to the secretary. The results of the ballot shall be published.
- f. The terms of officers and directors shall begin at the commencement of the administrative year following their election. The president-elect shall assume the office of president at the conclusion of the term as president-elect.
- g. The president, president-elect, and vice presidents so elected shall hold office for one year. The terms of office for both secretary and treasurer so elected shall be two years, with the term of secretary expiring in odd numbered years and the term of treasurer expiring in even numbered years. The directors so elected shall hold office for three years or until their successors shall be duly elected or otherwise chosen in accordance with these Bylaws.

Section 6. Dates of This Article

The dates fixed in this article are fixed on the assumption that the annual meeting will be held during June. If this meeting should be held outside of this period, the Board is hereby authorized to depart from the dates in this article as may seem expedient, consistent with the general spirit and purpose of the provisions of this article.

Article VII. Disqualification of Officers and Directors

Officers or directors of the Institute who cease for any reason whatsoever to be members of the Institute shall thereupon no longer hold such office in the Institute.

Article VIII. Committees

The Board shall create such committees of the Board and of the Institute and shall delegate to these committees such powers and functions as it finds desirable for the conduct of its business and for carrying out the purposes for which the Institute has been organized, and may authorize compensation for justifiable expense for same. All members serving on Institute committees shall be members of the Institute.

Article IX. Chapters of the Institute

Section 1. Definition of Chapters

Chapters shall be local associations chartered by the Board to further the purposes to which the Institute is dedicated, and shall consist only of members of the Institute in good standing.

Section 2. Regions

CHAPTER OPERATING GUIDE

- a. Chapters within the United States of America, its territories and possessions and the District of Columbia shall be included within regions.
- b. A chapter not included in a region shall be classified as a chapter-at-large. When regions are established in the area of a chapter-at-large, that chapter shall become a part of that region.

Section 3. Establishment of Chapters

- a. The Board is authorized to charter a chapter in any area within the domain of the Institute, thereby conferring on said chapter the right to use the name and seal of the Institute and to be known as an affiliate chapter of the Institute; provided, however, such chapter agrees to abide by the regulations and requirements for the conduct of chapters of the Institute as provided in these Bylaws and as adopted from time to time by the Board.
- b. Issuance of a charter shall be contingent upon approval by the Board of the proposed chapter's bylaws. The Board shall accept and approve only those proposed chapter's bylaws which are consistent with the provisions of the Institute's Certificate of Incorporation and the Institute's Bylaws.

Section 4. Minimum Membership Requirements of Chapters

- a. The Board may charter a chapter if a minimum of fifteen members or prospective members of the Institute, at least twelve of whom are or will be professional members, have pledged themselves to join the chapter should it be chartered, have petitioned the Board in writing to charter said chapter and have transmitted a petition and proposed chapter bylaws to the Board.
- b. A chapter may establish student affiliates subject to Institute Board approval and an appropriate amendment of the chapter's bylaws.
- c. Student chapters established prior to January 1, 1980 shall remain in existence subject to the provisions in Section 5, below.

Section 5. Requirements of Chapter Bylaws

Chapter bylaws shall require that professional members constitute a minimum of thirty-three percent of the chapter board and that industry and associate members constitute a minimum of thirty-three percent of the chapter board.

Section 6. Withdrawal of Chapter Charters

The Board is authorized to withdraw from any chapter its charter for being unable to meet the requirements of these Bylaws or for being unable to maintain a membership of not less than eight professional members in good standing or for any conduct or action of the chapter in the opinion of the Board prejudicial to the welfare, interest or character of the Institute; provided however, that notice in writing together with a copy of the reason or reasons for intention to withdraw shall have been sent to all members of the Institute in good standing who are members of record in the chapter, and to the Institute directors concerned, at least twenty days before the meeting of the Board when such action shall be considered. Any chapter member or members may appear before the Board and may have legal representation at said meeting in defense

of charges leading to the intention to withdraw. The majority decision of the Board shall be final.

Article X. Members and Their Election

Section 1. Membership Classification

The Institute shall consist of individual professional, industry, associate, intermediate, student, retired members, members emeritus, honorary members, and lifetime members. Firms or corporations are not eligible for membership.

Section 2. Professional Members

- a. Professional members shall be technically experienced individuals whose primary function is to author, interpret, or enforce construction documents.
- b. Applicants for professional membership shall have had not less than two years of experience in such work at the time of their application.
- c. Professional members shall be eligible to vote and to hold any office in the Institute.

Section 3. Industry Members

- a. Industry members shall be technically experienced individuals whose primary function is to use and/or comply with construction documents in the normal course of their work to construct projects.
- b. Applicants for industry membership shall have had not less than two years of experience in such work at the time of their application.
- c. Industry members shall be eligible to vote and to hold any office in the Institute.

Section 4. Associate Members

- a. Associate members shall be those individuals whose primary function is to provide service, support and assistance to the construction industry.
- b. Applicants for associate membership shall have had not less than two years of experience in such work at the time of their application.
- c. Associate members shall be eligible to vote and to hold any office in the Institute.

Section 5. Intermediate Members

- a. Intermediate members shall be individuals who are prospective professional, industry or associate members, but who lack the proper technical qualifications or the required experience for the respective full membership classification, and who are interested in the improvement of construction specifications, who are engaged in such specific work functions as established by the Board.
- b. If eligible, intermediate members may petition for professional, industry or associate membership at any time; however, intermediate status shall be

CHAPTER OPERATING GUIDE

terminated on or before the end of the third year after election as an intermediate member.

- c. Intermediate members shall have all the rights and privileges of professional, industry or associate members, except that they shall not be eligible to vote nor to hold elective office in the Institute, nor the privilege provided in Section 11 of this article.

Section 6. Student Members

- a. Student members shall be full time students enrolled in an undergraduate or graduate program in a construction industry curriculum in an educational institution.
- b. Student members shall have all the rights and privileges of intermediate members.

Section 7. Retired Members

- a. Retired members shall be professional, industry or associate members who are no longer engaged in income-producing activities, have reached the age of sixty-five years, have been members in good standing in the Institute for the past consecutive five years and who have been recommended for such change in status by their chapters, or if unaffiliated with a chapter, by documented application to the secretary of the Institute. Retired members shall have the rights and privileges of professional, industry or associate members in accordance with the classification held at the time of application for change in status.
- b. Exceptions to a. above can be requested by an individual (if unaffiliated) or a chapter by documented application to the secretary of the Institute to be evaluated on a case by case basis.

Section 8. Members Emeritus

Members emeritus shall be professional, industry or associate members who have been members in good standing in the Institute for the past consecutive fifteen years, have reached the age of seventy years, and have been recommended for such change in status by their chapters, or if unaffiliated with a chapter, by documented application to the secretary of the Institute. Members so qualified may, upon approval of their application by the Institute, be granted the status of member emeritus. Members emeritus shall have the rights and privileges of a professional, industry or associate member in accordance with the classification held at the time of application for change in status, and shall be entitled to print and otherwise use, as a suffix to their name, the title Member Emeritus following the initials CSI, or FCSI if a Fellow of the Institute.

Section 9. Lifetime Members

- a. Lifetime members shall be former presidents of the Institute and shall automatically become qualified upon completion of their term of office as president.
- b. Lifetime members shall have the rights and privileges in accordance with these Bylaws and shall be entitled to print or otherwise use, as suffix to their

name, the title Lifetime Member following the initials CSI, or FCSI, if a Fellow of the Institute.

Section 10. Election of Members

- a. Upon receipt and acceptance of a signed membership contract and the payment of dues, an applicant for membership shall become a member of the Institute upon the review and approval of the secretary. Election to the Institute shall not impart or convey membership to any chapter thereof.
- b. Any action taken by the secretary under this section of the Bylaws may, within a period of one year from the date of said action, be appealed to the Board for final determination. Appeals may be filed by any member, or chapter of the Institute, including the member or applicant directly concerned.

Section 11. Members' Right to Use Institute Name

- a. Professional, industry or associate members in good standing shall have the right and privilege to print and otherwise use the initials CSI as a suffix to their name, or the title Member of The Construction Specifications Institute, or both.
- b. The rights of members emeritus, honorary members, Fellows of the Institute, and lifetime members to use the Institute name are defined in Article X, Sections 8 and 9; Article XI, Section 3; and Article XII, Section 4, respectively.

Section 12. Changed Status of Members

- a. If at any time a professional, industry or associate member no longer qualifies in their assigned membership classification due to change of his principal activities, their status shall be changed to that under which he qualifies in his new principal activities. A professional member whose activities change temporarily so that he would no longer qualify as such may nevertheless continue in his professional membership status for a period not exceeding two years, whereupon, their disqualifying activity continuing, his status shall automatically become that of an industry or associate member.
- b. If the membership classification of officers or directors changes after election to office, that officer or director may continue in the office under the original membership classification until the expiration of the term of office.
- c. The chapter board of directors shall take action on such changes in membership status, and promptly notify the Institute secretary of the change. A member not affiliated with a chapter shall submit a notice of change in activities to the Institute secretary, who shall take action on the change in membership status.

Section 13. Duration of Membership and Resignation

Any member may withdraw from the Institute by giving notice in writing to the secretary sixty days prior to the date of withdrawal, but this shall not relieve the member of liability for all dues or other obligations in arrears. All rights,

privileges and interests of a member in or to the Institute shall cease on the termination of membership. Dues shall not be subject to refund in the event of resignation.

Section 14. Suspension and Expulsion

- a. Any member may be expelled, censured or suspended as the Board shall determine, for conduct on his part prejudicial to the welfare, interest or character of the Institute by affirmative vote of two-thirds of the members of said Board; provided, notice in writing, together with a copy of the charges and specifications shall have been sent to said member or a designated representative at least sixty days before the meeting of the Board where such action is to be considered. A member so accused may appear before the Board and may have legal representation at said meeting, and shall have the right to appeal from the decision of the Board to the Board at its next regular meeting or to the members at the next regular membership meeting of the Institute. The majority decision of the members of the Institute present at such Board or membership meeting shall be final.
- b. Any member whose dues remain delinquent for a period of more than one month following the anniversary date shall be deemed to have terminated membership in the Institute; provided, the member has been notified of impending membership termination prior to his anniversary date. Such termination shall not relieve any member of liability for unpaid dues or other obligations in arrears.

Article XI. Honorary Membership

Section 1. Qualifications

Honorary Members shall be individuals who have performed distinguished services to the construction industry in fields of activity related to the purposes of the Institute. Membership in the Institute is not a requirement for Honorary Membership.

Section 2. Nomination and Election

Nominees for Honorary Membership shall be proposed in writing to the Board not later than January 2 of the administrative year in which the honor is proposed to be conferred, by a chapter or not less than five voting members. Honorary Members shall be elected by an affirmative vote of not less than eighty-five percent (85%) of Board members present at the Winter (February) regularly scheduled Board meeting.

Section 3. Rights and Privileges

An Honorary Member shall have the same rights and privileges as a member, except that he shall not be eligible to vote or hold office unless the person was a professional, industry or associate member at the time of election to Honorary Membership. An Honorary Member shall, in addition, be entitled to print and otherwise use, a suffix to his name, the title Honorary Member following the initials CSI, or FCSI if a Fellow of the Institute, if he was a professional, industry or associate member of the Institute at the time of election to Honorary Membership. A member elected to Honorary Membership shall lose all rights and privileges as a member and an Honorary Member if membership is terminated as provided in Article X, Section 14, of these Bylaws.

Article XII. Fellowship

Section 1. Jury of Fellows, Composition and Terms of Office

- a. The Jury of Fellows shall consist of three Fellows of the Institute, and three non-Fellows; each to be appointed for a term of three years. Appointments of Fellows and non-Fellows to the Jury of Fellows shall be made so that the term of office of no more than one Fellow and one non-Fellow shall expire in any year. No members of the Jury shall serve two consecutive terms. Members of the Board shall not serve on the Jury.
- b. In the event a member of the Jury of Fellows is unable to serve on the Jury, due to subsequent ineligibility, poor health, or for other valid reason, the president, upon receipt of written request from the chairman of the Jury of Fellows, shall appoint a new member of the Jury to serve, and to complete the unexpired term.

Section 2. Qualifications for Fellowship

A professional, industry or associate member may be advanced to Fellowship if he has been a member for not less than five years, is in good standing, and has notably contributed to the advancement of construction technology, the improvement of construction specifications, or of education, or by service to the Institute. Members of the Jury of Fellows shall not be eligible for Fellowship during their tenure on the Jury.

Section 3. Nomination and Advancement

- a. Nominees for Fellowship in the Institute shall be proposed in writing to the Jury of Fellows by any chapter or by not less than five voting members. The proposal shall be executed in the form required by the Jury.
- b. A professional, industry or associate member may be advanced to Fellowship only by a concurring vote of at least four members of the six-member Jury. If a nominee for Fellowship fails to be advanced by vote of the Jury of Fellows, he shall not be disqualified thereby for later advancement. His nomination shall be reconsidered if it is formally resubmitted to the Jury. If any nominee fails to be advanced to Fellowship after the nomination has been under consideration for three consecutive years, at least two years must elapse before the nomination may again be presented for consideration.

Section 4. Rights and Privileges

- a. A Fellow of the Institute shall retain the rights and privileges as professional, industry or associate member, as applicable; and shall have the additional right and privilege to print and otherwise use the initial FCSI as a suffix to his name, or the title--Fellow of the Construction Specifications Institute.
- b. A professional, industry or associate member who has been advanced to Fellowship shall retain all rights and privileges of Fellows of the Institute, except voting rights in the event he terminates his membership in the Institute, regardless of subsequent change in membership status, occupation or retirement. A member having been advanced to Fellowship shall lose all

CHAPTER OPERATING GUIDE

rights and privileges as a member and Fellow if his membership is terminated as provided in Article X, Section 14, of these Bylaws.

Article XIII. Meetings of the Institute

Section 1. Annual Meeting

The Institute shall meet annually for the transaction of its business at a time and place fixed by the Board. One hundred (100) delegates, of whom a majority shall be professional members but at least forty (40) of whom shall be industry or associate members, and who represent at least forty (40) chapters of the Institute shall constitute a quorum.

Section 2. Special Meetings

Special meetings may be called whenever the Board shall deem it necessary, and shall be called upon the written request of the presidents of any forty (40) chapters to the president of the Institute. The determination of a quorum shall be the same as Section 1 above.

Section 3. Announcement of Meetings

The time and place of the annual meeting and subsequent special meetings shall be announced by mail to all members at least twenty days in advance.

Section 4. Order of Business

The order of business for meetings of the members of the Institute shall be determined by the Board. The order of business may be altered at any meeting by request of a majority of members present. Robert's Rules of Order Newly Revised shall govern, except when otherwise provided in these Bylaws.

Article XIV. Fiscal Administration

Section 1. Fiscal Year

The fiscal year of the Institute shall commence on July 1 of each year or as determined by the affirmative vote of at least two-thirds of the members of the Board.

Section 2. Dues

- a. The dues for each membership classification is set by the Board. Any change in the dues structure must be approved by a two-thirds majority of those members of the Board present at a regularly scheduled meeting. Members Emeritus, Honorary Members, and Lifetime Members shall not be subject to dues.
- b. Annual dues renewal notices shall be mailed to members at least two months in advance of each member's anniversary date and are payable when rendered.
- c. Initial dues shall accompany the membership application. An applicant may select the 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.

Article XV. Administrative Year

All officers and directors of the Institute shall be elected to hold office for periods beginning on July 1 and ending on June 30 of the respective years.

Article XVI. Amendments

- a. Proposals for amendments to these Bylaws may be made by the Board, or submitted to the Board in a petition, accompanied with detailed justification for the proposed changes, and signed by not less than 1% of the members of the Institute who are members from not less than 20% of the chapters of the Institute. Such percentages shall be based on the total number of members and chapters as of the date the petition is received by the secretary of the Institute. The Board, through the secretary, shall mail the proposed amendments to the voting members of the Institute. Proposed amendments initiated by petition shall include the proponents' rationale and the Board's recommendation.
- b. A two-thirds affirmative vote of the valid ballots returned shall be required and received in the Institute office four weeks after mailing to amend these Bylaws.

Article XVII. Questions Other Than Amendments

Any question which is supported with detailed justification, other than proposed amendments to these Bylaws, may be submitted to the voting members of the Institute when, in the judgment of the Board, such action is warranted.

Such qualifying questions shall be mailed to all eligible voters together with the proponents' rationale and the Board's recommendation. The question shall be decided by a majority of the votes received in the Institute office four weeks after mailing.

Article XVIII. Indemnification and Fidelity Bond

Section 1. Indemnification of Directors, Officers and Employees

- a. The Institute shall indemnify every person who is or was a trustee, director, officer, or employee of the Institute, or who is serving or has served at its request as a director, trustee, officer, or employee of any other corporation (hereinafter referred to as "other corporation") against reasonable expenses, including attorneys' fees and disbursements, judgments, decrees, fines, penalties, and amounts paid in settlement, in connection with any pending or threatened claim, action, suit, or proceeding (civil, criminal, administrative, or investigative) in which he may be involved or threatened to be involved, as a party or otherwise, by reasons of being or having been such director, trustee, officer, or employee; provided a determination is made in the manner provided in b of this Section that such person: (1) was not willfully negligent or guilty of willful misconduct in the performance of duty to the Institute or other corporation of which the individual is or was a director, trustee, officer, or employee, (2) acted in good faith in what he reasonably believed to be the best interest of the Institute or other corporation, (3) in any matter the subject of a criminal action, suit or proceeding, had no reasonable cause to believe that his conduct was

unlawful, and (4) in the case of amounts paid in settlement, that such settlement is or was reasonable and in the best interests of the Institute or other corporation; provided, however, that if at any time any provisions are contained in the laws of the State of Maryland prohibiting indemnification in respect of any claim, action, suit, or proceeding except upon a determination of the extent thereof in the manner provided therein, then indemnification in respect thereof shall be made only in accordance with such provisions.

- b. The determination as to (1), (2), (3), and (4) in the preceding paragraph may be made by an adjudication of a court of competent jurisdiction. All determinations, except those made by such prior adjudications, shall be made: (1) by a majority vote of a quorum consisting of disinterested directors of the Institute (namely directors who are or were not parties to or threatened with any such claim, action, suit or proceeding), or (2) if such a quorum is not obtainable or, even if obtainable, if the quorum of disinterested directors so directs, by independent legal counsel in a written opinion, or (3) by the members in like manner to the procedure for amending the Institute Bylaws. In making a determination, the disinterested directors may conclusively rely upon an opinion as to facts or law or both, of independent legal counsel selected by them. The termination of a claim, action, suit, or proceeding by judgment, settlement, conviction, or upon a plea of guilty or of nolo contendere or its equivalent shall not of itself create a presumption that the trustee, director, officer, or employee was negligent or guilty of misconduct in the performance of duty to the Institute or other corporation while a director, trustee, officer, or employee did not act in good faith in what he reasonably believed to be the best interests of the Institute or other corporation, or, in any manner the subject of a criminal action, suit, or proceeding, had reasonable cause to believe that his conduct was unlawful.
- c. Expenses incurred with respect to any claim, action, suit, or proceeding may be advanced by the Institute to the trustee, director, officer, employee or their legal counsel prior to the final disposition thereof upon receipt of an undertaking by the trustee, director, officer, or employee to repay such amount as shall not ultimately be determined to be payable to him hereunder.
- d. The rights of indemnification provided hereunder shall not be deemed exclusive of other rights to which any such trustee, director, officer, or employee now or hereafter may be entitled, shall continue to a person who has ceased to be a trustee, officer, director, or employee, and shall inure to the benefit of such person's heirs and legal representatives.

Section 2. Fidelity Bond

Every person entrusted with the handling of funds or property of the Institute shall be bonded in such form and in such amount and with surety satisfactory to the Board, of any fraudulent or dishonest act or acts committed against the Institute while acting alone or in collusion with others; the cost of said bond to be paid by the Institute.

CHAPTER OPERATING GUIDE

Article XIX. Numbering of Articles and Sections

The Board is authorized to number the articles and sections of these Bylaws to correspond with any changes that may be made.

Institute Articles of Incorporation

The Certificate Of Incorporation of the Construction Specifications Institute, Incorporated, As Amended

This is to certify:

FIRST: That we, the subscribers, JAMES L. WATSON, whose post office address is No. 10 Light Street, Baltimore, Maryland, HENRY C. SHELLEY, whose post office address is No. 10 Light Street, Baltimore, Maryland, and J. MARTIN McDONOUGH, whose post office address is No. 10 Light Street, Baltimore, Maryland, all being of full age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is: THE CONSTRUCTION SPECIFICATIONS INSTITUTE, INCORPORATED

THIRD: The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

To foster and promote the interests of persons, firms, groups, associations, corporations and others engaged in any phase of the business of writing, preparing, compiling, or in any way utilizing specifications in the construction and allied industries; to promote improved specification practices in the construction and allied industries; to gather, compile and analyze statistics and information relating to or useful in the conduct of such activities; to engage in research and study of any and all problems and aspects of specification writing; to establish and maintain the Institute as a clearinghouse of unbiased technical information on specifications for the fabrication and installation of construction materials and equipment; to promote closer relations and cooperation among its members; to further the common interests and opportunities of its members in any and every lawful manner and to do anything necessary and proper for the accomplishment of the objects and purposes herein set forth or which shall be recognized as proper and lawful objectives and purposes of a business league.

No part of the fund or funds or the income or principal thereof shall be used to carry on propaganda or otherwise to influence legislation.

In furtherance and not in limitation of the general powers conferred by the Laws of the State of Maryland and of the objects herein set forth, it is expressly provided that this corporation shall have also, as far as are lawful, the following powers, viz:

To collect and disseminate statistics and other information of interest to members.

CHAPTER OPERATING GUIDE

To conduct studies and technical research work, including the testing of supplies, materials and products made or used or capable of being made or used in the construction and allied industries.

To make awards and grants, and to create endowments, for the purpose of promoting and carrying on any of the objects and purposes of the corporation.

To conduct business promotion activities by means of educational projects, advertising campaigns, publicity or other lawful means.

To engage in such activities, including the publication of books and magazines, which may contain such pertinent advertising as may be deemed expedient for the purpose of being self-supporting and to accomplish its purposes, the gains or profits derived therefrom to be used, however, only in such manner as shall be most conducive to the proper carrying out of the purposes herein stated.

To disseminate information of a general technical, economic, educational, and governmental character, to analyze subjects relating thereto, and to secure and present the views of the members to other organizations, governmental agencies, and the public.

To purchase, lease, hold, sell, mortgage, or otherwise acquire or dispose of real or personal property necessary for the activities of the association; to enter into, make, perform, or carry out contracts of every kind with any firm, person, corporation or association necessary for the accomplishment of the objects and purposes herein set forth; to do any acts necessary or expedient for carrying on any or all of the objects and purposes of this corporation not forbidden by law, or by this Certificate of Incorporation, or by its Bylaws, or by the Laws of the State of Maryland.

To have offices and authorized agents and promote and carry on its objectives and purposes within or without the State of Maryland, in other states, the District of Columbia, the territories or colonies or possessions of the United States of America or in any other location of the world in accordance with applicable law.

In general, to have all powers conferred upon a non-stock, non-profit corporation by the Laws of the State of Maryland, except as herein prohibited or forbidden by the Bylaws of this corporation.

FOURTH: The post office address of the place at which the principal office of the corporation will be located is c/o The Corporation Trust Co., Inc., First National Bank Building, Light and Redwood Streets, Baltimore 2, Md. The resident agent of the corporation is The Corporation Trust Co., Inc., the post office address of which is First National Bank Building, Light and Redwood Streets, Baltimore 2, Md.

FIFTH: The Corporation shall have a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in the Bylaws, but in no case shall the number be less than the minimum number provided by statute.

CHAPTER OPERATING GUIDE

SIXTH: The Corporation shall not have any capital stock and no part of the net income of the corporation shall inure to the private profit of any individual, except in payment for authorized services for the administration and conduct of its affairs.

SEVENTH: The conditions, method of admission, qualifications, and classifications of membership, the limitation, rights, powers and duties of members, the dues, assessments and contributions of members, the method of expulsion from and termination of membership, limitations upon qualifications of voting power, and all other matters pertaining to the membership and the conducts, management and control of the business, property and affairs of the corporation shall be as provided from time to time in the Bylaws of the corporation.

EIGHTH: In the event of dissolution of the corporation, after the payment of all of the debts of the corporation, the remaining property and assets shall be conveyed or transferred for such purposes as the professional members of the corporation in their absolute discretion may determine, but no funds or property shall revert to or be distributed among the members of the corporation.

NINTH: Meetings of members and directors may be held either within or without the State of Maryland.

TENTH: The duration of the corporation shall be perpetual.

ELEVENTH: The private property of the members and directors of the corporation shall not be subject to the payment of corporate debts to any extent whatsoever.

IN WITNESS WHEREOF, we have hereunto set our hands this 8th day of March, 1948.

s/ JAMES L. WATSON

s/ HENRY C. SHELLEY

s/ J. MARTIN McDONOUGH

Revised May 8, 1992

(effective May 8, 1992)

Chapter Bylaws

The Chapter was granted a charter by the Institute on April 6, 1953, and its original Bylaws became effective the same day.

The Bylaws have been amended as listed below:

- Amendment adopted in March of 1963.
- Amendment adopted in April of 1965.
- Amendment adopted on December 16, 1968.
- Amendment adopted on September 12, 1970; approved by the Institute on October 23, 1970.
- Amendment approved by the Institute on November 2, 1976; adopted on February 24, 1977.
- Amendment approved by the Institute on February 27, 1979; adopted on April 14, 1979.
- Adopted by the D.C. Metropolitan Chapter: February 1, 1985.
- Adopted by the D.C. Metropolitan Chapter: April 1, 1987.
- Adopted by the D.C. Metropolitan Chapter: February 10, 1998.

The Institute has certified the Chapter Bylaws, by letter from the Secretary of the Institute of 06 November 1997.

BYLAWS OF THE DISTRICT OF COLUMBIA METROPOLITAN CHAPTER OF THE CONSTRUCTION SPECIFICATIONS INSTITUTE

ARTICLE I NAME

The name of this organization is The District of Columbia Metropolitan 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, a corporation organized under the laws of the State of Maryland, is governed and operated in accordance with the provisions of its Articles of Incorporation, the Institute Bylaws, the regulations and requirements for the conduct of Chapters of The Institute as adopted from time to time by the Institute Board, these Bylaws, the Standing Rules of the Board, and the Chapter Administrative Guide as issued through the Board.

CHAPTER OPERATING GUIDE

ARTICLE III PURPOSE AND POLICY

Section 1.

The purpose of the Chapter is to provide a medium at 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 governed by its Board.

Section 2.

The Board shall consist of seven (7) Officers, ten (10) Directors and the Immediate Past President. Five (5) Directors shall be Professional Members, and five (5) Directors shall be Industry or Associate Members. If the chapter includes a student affiliate, a student affiliate representative shall be a non-voting member of the board. 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.

Section 3.

The Board shall promptly consider applications for membership in the Chapter in accord with Institute procedures and take any other appropriate action concerning the status of members of the Chapter and report its actions to the Institute promptly.

Section 4.

The Board may conduct the affairs of the Chapter through standing and temporary committees. The standing committees shall be: Awards, Bylaws, Education, Executive, Finance, Membership, Nominating, Program, Publications, Student Affairs (Student Affiliate Chapter), and Technical. The Board may establish temporary committees for operational, special, or ad hoc purposes and designate their duties.

Section 5.

The Executive Committee shall act in behalf of the Board, on an interim basis when the Board is not in session, in matters pertaining to the control and management of the Chapter as delegated by the Board. The Executive Committee shall consist of President, Vice Presidents, Treasurer, and Secretary.

CHAPTER OPERATING GUIDE

Section 6.

The Board shall designate the depositories for the funds of the Chapter. Any securities, monies, or property of the Chapter, including the deposit in any bank or trust company or in any safe deposit vault, shall be under such safeguards as the Board may designate.

Section 7.

Regular meetings of the Board shall be held monthly. Special meetings shall be held at any time upon call of the President or a majority of the Board. All meetings shall be held at such times and places as the Board may direct.

Section 8.

A majority of the Board shall constitute a quorum.

Section 9.

Any member of the Board may be removed from office for cause by a two-thirds vote of the Board other than the member involved; provided, however, that said member shall have the same rights as other members of the Chapter. Absence from more than two (2) successive meetings of the Board without justifiable reason shall constitute cause for removal or other action.

Section 10.

Should a vacancy occur on the Board, another eligible member shall be elected by two-thirds (2/3) affirmative vote of the Board to fill such vacancy for the duration of the unexpired term.

ARTICLE V OFFICERS

Section 1.

The Officers of the Chapter shall be a President, a First Vice President, a Second Vice President, a Third Vice President, a Secretary, an Assistant Secretary and a Treasurer.

Section 2.

The President shall be the Chief Executive Officer with all duties and responsibilities incident to the office or as may be prescribed by the Board. The President shall serve as Chair of the Board and Executive Committee and shall preside at all meetings of the Chapter and of the Board. In addition the President shall: select the Chairs of all committees except where otherwise provided; maintain close liaison with the Region Directors; appoint Chapter delegates to the annual meetings of the Region and Institute, be an ex-officio member of all committees; sign all agreements and formal instruments; and shall see that all orders and resolutions of the members of the Chapter and of the Board concerning the Chapter, are effected.

CHAPTER OPERATING GUIDE

Section 3.

In the temporary absence of the President, the First, Second and Third Vice Presidents, in this order, shall serve as President Pro Tem. Each Vice President shall have additional duties as may be prescribed by the President, with the approval of the Board.

Section 4.

The Secretary shall prepare and co-sign all agreements and formal instruments and shall have charge of all books, records, and correspondence of the Chapter, its Board and its committees, except those books, records and correspondence pertaining to the office of Treasurer. The Secretary shall attend all meetings of the Board, and of the members, and shall record the proceedings thereof. The Secretary shall have such additional duties as may be prescribed by the Board.

Section 5.

The Assistant Secretary shall perform the duties of the Secretary in the absence of the Secretary, and shall have such additional duties as may be prescribed by the Board. In addition, the Assistant Secretary shall: conduct and manage all balloting for the election of officers and directors, bylaw amendments, and other issues that may be presented to the Chapter membership in accordance with the Bylaws and the procedures prescribed by the Board including supervision of the operations of the Tellers Committee.

Section 6.

The Treasurer shall maintain all books, records and correspondence and make all transactions pertaining to the office of Treasurer in accordance with the policies and rules pertaining to financial operations established by the Board. The Treasurer shall attend all meetings of the Chapter and of the Board; collect all monies and securities paid to, or transferred to the Chapter; deposit such funds in the appropriate accounts as designated by the Board; and shall disburse and dispose of same as directed by the Board. The Treasurer shall regularly render to the Board and to the members an accounting of all financial transactions, and of the financial condition of the Chapter; and shall have such additional duties as may be prescribed by the Board.

Section 7.

The President, First Vice President, and Treasurer shall be authorized to sign checks on behalf of the Chapter. Checks payable to the President, First Vice President, or Treasurer shall not be signed by the payee. No check in the amount of \$1000 or more shall be valid unless two of the three officers referenced in this section shall sign such check. All signature cards on file with any bank or financial institution shall reflect this provision.

ARTICLE VI AND DIRECTORS

NOMINATION AND ELECTION OF OFFICERS

CHAPTER OPERATING GUIDE

Section 1.

The Nominating Committee shall ascertain impending office vacancies and shall present to the Chapter, at its February meeting, a list of one or more nominees for such office who will accept the office, if elected. At this time the members may present nominations from the floor. The Nominating Committee shall thereupon furnish the Assistant Secretary its list of nominees augmented by those added at the meeting. The incumbent President and the incumbent Vice Presidents shall not be renominated for the same office, if they have served in that office for two consecutive years.

Section 2.

Ballots shall be mailed to each member eligible to vote not less than fifteen days prior to the date set by the Board for the return of the ballots. Each such member shall be entitled to vote for any appropriate Professional or Industry member for each office being filled, regardless of whether or not such member is named on the ballot. Eligibility to vote shall be as defined in the Institute Bylaws.

- a. Ballots shall be received by the Assistant Secretary at least forty-eight hours prior to the start of the April meeting of the Chapter.
- b. The Tellers Committee shall validate each timely received ballot by verification of voters' names with list of eligible voters.
- c. The Assistant Secretary shall announce the results of the ballot count at the April meeting and submit the results to the Secretary. The Secretary shall publish the election results as soon as practical.
- d. In the case of two candidates for the same office, election shall be by majority vote. In the case of more than two candidates for the same office, election shall be awarded to the candidate receiving the most votes.

Section 3.

Each year the following members of the Board shall be elected: All Officers, in odd-numbered years three Directors who are Professional Members and two Directors who are Industry or Associate Members, in even-numbered years two Directors who are Professional Members and three Directors who are Industry or Associate Members.

Section 4.

The Immediate Past President shall automatically become a member of the Board and shall serve until the succeeding President completes the term or terms of office. Should the Immediate Past President choose not to serve, or be unable to serve, another Past Chapter President, selected by the Board shall serve in the position.

Section 5.

CHAPTER OPERATING GUIDE

The term of office for Officers shall be one year. Terms of office for the Directors shall be two years.

Section 6.

The terms of Officers and Directors shall coincide with the Institute's fiscal year and shall continue until their respective successors take office.

Section 7.

Not later than May 31, the Chapter Secretary shall notify the 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 telephone numbers.

ARTICLE VII

MEMBERSHIP

Section 1.

The provisions of Article entitled "Members and Their Election" of the Bylaws of the Institute shall govern for the Chapter. Section 2.

Membership in the Chapter shall be dependent on membership in the Institute.

Section 3.

Professional Members shall be accorded the right to hold any elective office in the Chapter, and to vote on all Chapter business.

Section 4.

Industry Members shall be accorded the right to hold any elective office in the Chapter, and to vote on all Chapter business.

Section 5.

Associate member shall be accorded the right to hold any elective office in the Chapter, and to vote on all Chapter business.

Section 6.

Intermediate members shall have all the rights and privileges of Professional or Industry or Associate Members, except that they shall not be eligible to vote, serve on the Chapter Board or hold any elective office.

Section 7.

Student members shall have all the rights and privileges of Intermediate members.

CHAPTER OPERATING GUIDE

Section 8.

Members Emeritus, Retired, Honorary, and Lifetime Members shall retain all rights held prior to their change in classification.

ARTICLE VIII MEETINGS OF MEMBERS

Section 1.

The annual meeting shall be the June meeting. Meetings shall be held each month, except the months of July and August, at such time and place as the Board may direct.

Section 2.

Special meetings may be called whenever the majority of the Board deem it necessary, or upon written request to the Board 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 3.

The order of business at meetings of members shall be as established by the presiding officer.

Section 4.

The conduct of the meetings of the Chapter shall be governed by Robert's Rules of Order Newly Revised, these Bylaws, and the Standing Rules of the Chapter.

ARTICLE IX FISCAL ADMINISTRATION

Section 1.

The financial operations and procedures of the Chapter shall be established by the Board and administered by the Treasurer under the guidance of the Finance Committee.

Section 2.

The dues of the Chapter members shall be as recommended by the Board and approved by majority favorable vote of the Chapter members voting by mailed ballot. Dues for membership in the Chapter shall be in addition to dues to The Institute, and shall be paid through the Institute. Members Emeritus, Honorary Members, and Lifetime Members shall not be subject to dues.

Section 3.

Annual dues notices are mailed by the Institute to individual members in accordance with the requirements of the Institute and are payable when rendered. Initial dues shall accompany the membership application. An applicant may select introductory membership at one-half the annual dues for

Chapter Articles of Incorporation

The Chapter's Articles of Incorporation were executed March 12, 1959 and have never been amended. The text of the articles of incorporation follows.

**THE DISTRICT OF COLUMBIA METROPOLITAN CHAPTER
OF
THE CONSTRUCTION SPECIFICATIONS INSTITUTE, INC.**

ARTICLES OF INCORPORATION

(Under Section 4)

Approved and received for record by the State Tax Commission of Maryland, March 16, 1959 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

APPROVAL RECORDED IN MINUTES-CORPORATE LEDGER A1121
Recorded in Liber F-123, folio 401, one of the Charter Records of the State Tax Commission of Maryland.

FIRST: We, the undersigned, EDWIN T. PAIRO, whose post office address is No. 1632 K Street, N.W., Washington, District of Columbia; HARRY V. SCHNABEL, whose post office address is No. 1605 Kennedy Place, N.W., Washington, District of Columbia, and FREDERICK TILP, whose post office address is No. 1620 Second Street, S.W., Washington, District of Columbia, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is THE DISTRICT OF COLUMBIA METROPOLITAN CHAPTER OF THE CONSTRUCTION SPECIFICATIONS INSTITUTE, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

To foster and promote the common interests of persons engaged in writing, preparing, and compiling specifications in the construction and allied industries; to promote improved specification practices in the construction and allied industries; to gather, compile, analyze and disseminate statistics and information relating to or useful in the conduct of such activities; to engage in research and study of any and all problems and aspects of specification writing and to publish and disseminate the results thereof; to establish and maintain the Corporation as a clearing house of unbiased information on construction specifications; and to further the common good of all persons engaged in the writing, preparing, and compiling of specifications in the construction and allied industries, provided, however, that the Corporation shall not engage in any business of a kind ordinarily carried on for profit, nor shall the Corporation perform particular services to individual persons.

CHAPTER OPERATING GUIDE

FOURTH: The post office address of the principal office of the Corporation in this State is No. 9901 Cherry Tree Lane, Silver Spring, Maryland. The name and post office address of the resident agent of the Corporation in this State are ROBERT V. SCHNABEL, No. 9901 Cherry Tree Lane, Silver Spring, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The Corporation shall be without capital stock and will not be operated for profit.

SIXTH: The number of directors of the Corporation shall be fourteen (14), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are as follows:

EDWIN T. PAIRO
R. GETTY BROWNING, JR.
LAVERNE C. LEWIS
WILLIAM M. SAWERS
J. J. ACCARDO
E. W. BAUMAN
CARL J. EBERT
J. W. McBURNEY
JOHN C. MORRIS
ANSEL T. ROGERS
HARRY V. SCHNABEL
FRANK B. STEVENS
FREDERICK TILP
FRANKLYN WARNER

SEVENTH: The Corporation shall have such class or classes of members as shall from time to time be provided by the by-laws of the Corporation, and the qualifications for, privileges of, and limitations on, each class of members shall be as provided from time to time by the by-laws of the Corporation.

EIGHTH: The by-laws of the Corporation may be amended, modified, repealed, restated, and replaced by either the Board of Directors or any class or classes of the members, as may from time to time be specified in the then existing by-laws of the Corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on March 12th, 1959.

Signed by: Edwin T. Pairo
Harry V. Schnabel
Frederick Tilp

Witnessed by: Robert Schnabel

CHAPTER OPERATING GUIDE

Notarized by: N. Meyer Baker, March 12, 1959

Corporate Status

The Chapter is a nonprofit membership corporation, incorporated in the State of Maryland as “The District of Columbia Metropolitan Chapter of the Construction Specifications Institute, Incorporated,” and is duly registered as a Foreign Corporation doing business in the District of Columbia.

Registered Agents

The Chapter’s registered agents are:

In the State of Maryland

David Metzger
7202 Oak Ridge Avenue
Chevy Chase, MD 20815
Phone: 301/654-7174

In the District of Columbia

Allen V. Farber, Esq.
c/o Green Stewart Farber & Anderson
2600 Virginia Avenue, NW
Suite 1111
Washington, DC 20037
Phone: 202-342-8700
Fax: 202-342-8734

Corporate Obligations

For information on annual filings and tax obligations, as well as requirements for protecting its name and marks, see Part 2: Chapter Administration.

Policies and Standing Rules

The Board from time to time issues policies, rules, and directives to guide the Chapter’s activities. These policies are recorded as “Standing Rules of the Board.” The current Standing Rules of the DC Chapter of CSI are identified here by the date of their initial adoption.

STANDING RULES OF THE BOARD AS OF 14 AUGUST 2001

- 751103 Any officer or Board member who misses three consecutive Board meetings shall be notified immediately that his/her presence is required to provide an explanation. If he/she does not attend, a new member will be appointed to the Board in his/her place. If he/she does attend and the explanation is not satisfactory, the Board will take appropriate action. The Secretary is hereby directed to maintain accurate records for future action.
- 770502 Leadership Orientation Seminar Reimbursements: The Chapter shall
Revised pay the registration and luncheon for the Chapter members attending
in the annual spring Chapter Mid-Atlantic Region Conference
000418 (Leadership Orientation Seminar). The Chapter shall pay the Chapter
President and 1st Vice-President for lodging expenses and other meals
associated with attending the Conference.
- 780109 Establishment of the Carl J. Ebert Award:
Revised 1. In accordance with Article VI, paragraph B-9 of the Institute
in Bylaws, a special award will be given commencing with the
000418 Anniversary of the 25th year of the DC Metropolitan Chapter and
may be given in each year thereafter.
2. This award will be known as the Carl J. Ebert Award.
- 781204 The previous motions passed by this and previous Boards, which are
relevant to the conduct of this Chapter, shall constitute the "Standing
Rules of the Board." The Rules, as modified and amplified during the
fiscal year, shall be published annually by the Board on first meeting
of that Board. The Secretary is hereby directed to record these rules
during the fiscal year to facilitate republications.
- 800505B The law firm of Kasimer and Annino, P.C. shall be retained as the
Revised Chapter's legal counsel for an annual fee of \$100.00.
in
000418
- 910506A The Chapter shall maintain in the financial accounts of the Chapter an
account for receiving and disbursing funds related to the educational
effort of the Chapter. This account shall be known as the Franklyn
Warner Memorial Education Account for the purposes of
memorializing this distinguished member of the Chapter. It shall not
be necessary to establish separate banking accounts to meet the intent
of this rule.
- 910506B The Chapter shall reimburse the expenses of the Chapter President
and First Vice President for attendance at the Institute annual
convention and the Middle Atlantic Region conference to the extent
of: lowest registration and president's banquet; reasonable
transportation to and from the site of the convention and conference;
lodging equivalent to that of the general membership attendees; and

reasonable meals not otherwise provided during the convention and conference. "Institute annual convention" is defined as follows: for the incoming Chapter President, the Institute leadership training sessions; for the current Chapter President and First Vice President continuing for a second term in their current office, the Institute leadership training sessions; for the outgoing Chapter President, the CSI Show."

000418 Standing Committees: In addition to the Standing Committees authorized by the Bylaws, the following are standing committees of the Chapter, established by the Board:

- Archivist
- Certification
- Convention
- House
- Long-range Planning
- Marketing and Sales
- Product Symposium
- Newsletter (subcommittee)
- Directory (subcommittee)
- Web Master (subcommittee)
- Publicity

000418B Use of Credentials: In no case shall the "CSI" or "FCSI" identification, or credentials conferred through the CSI certification program, be used in a context that implies that the Chapter condones, approves, or is in any way connected with the business ventures of members. It is incumbent upon all members to protect the good name and reputation of the Chapter and Institute.

000516 Chapter Operating Guide: The "Chapter Operating Guide" is hereby approved as official policy of the Chapter

000815 Chapter Audit Procedures: The "Audit Procedures, DC Metropolitan Chapter of CSI" is hereby approved as official policy of the chapter.

Chapter Operating Guide

This Chapter Operating Guide was adopted on 16 May 2000, and last amended on July 9, 2002.

The administrative policies and practices required by the Chapter Operating Guide are established and revised in accordance with the documents listed above, as required to carry out Institute and Chapter goals and objectives.

The Chapter Operating Guide is maintained by the Bylaws Committee and is reviewed not less than annually by each committee. Appropriate

CHAPTER OPERATING GUIDE

sections are amended by the Board upon approval by the Bylaws Committee.

The Chapter Operating Guide is published in loose-leaf form with each page identified, numbered, and dated, and on the Chapter World Wide Web site.

Chapter Audit Procedure

This Chapter Audit Procedure was adopted on 15 August 2000.

Audit Procedures DC Metropolitan Chapter of CSI

To limit the potential for inadvertent or intentional fiscal errors or indiscretions, the Chapter Board requires an audit of three chapter financial processes on a scheduled basis.

They are:

- The process by which payments are made from chapter funds.
- The chapter financial record keeping process.
- The receipt of cash by the chapter.

A regular audit of the first process will help to ensure that correct payments are being made to legitimate parties. To monitor the payment process a person who is not the chapter treasurer internally audits the financial paperflow of the chapter once every calendar year. That person should:

- Select, at random, four complete, non-consecutive months of chapter invoices, receipts and checks.
- Verify that all selected invoices or receipts presented for payment by the chapter were requested by a person authorized to make the expenditure.
- Verify that all selected checks presented for payment by the chapter correspond to a receipt or invoice that was presented for payment.
- Verify that the corresponding check created for payment by the chapter correspond to a receipt or invoice that was presented for payment to cover the expenditure was drawn for the correct amount.

The four, individual month periods selected should incorporate at least one of the two busiest financial months of the chapter fiscal year.

A regular audit of the second process will help to ensure that chapter financial records are correct and have not been subject to any inadvertent or intentional fiscal errors or indiscretions. The audit will help ensure that expenditures and income have been correctly recorded in both a ledger and on the chapter expense and income statements.

CHAPTER OPERATING GUIDE

To monitor the second process a person who is not the chapter treasurer internally audits the financial records of the chapter once every year. That person should:

- Verify that receipts recorded in the ledger match the vouchers of income, and that all events with income are represented with a voucher.
- Verify that the arithmetic of the check ledger and the income and expense statement are correct.
- Verify that the sum total of expenditures recorded in the ledger and the income and expense statement are equal.
- Verify that the sum total of funds received recorded in the ledger and the income and expense statement are equal.

A regular audit of the third process will help to ensure that cash received by the chapter is being properly handled.

To monitor the third process a person who is not the chapter treasurer counts the cash received at any event, compares it to the amount already determined by the treasurer, and dates and signs a voucher indicating the date, event, and amount which has been collected. The voucher is retained in the treasurer's records and verified by the audit committee as being available and matching the deposited funds.

Audits conducted on an annual basis should occur within sixty (60) days after the end of the chapter fiscal year.



Chapter Administration

IN PART 2

[Chapter Organization](#)

[Meetings](#)

[Chapter's Corporate Obligations](#)

[Chapter Financial Operations](#)

[Honors and Awards](#)

Chapter Organization

The Chapter is organized in accordance with Institute and Chapter Bylaws and Institute directives in the *Administrative References*, and designed to manage and conduct its affairs in the furtherance of its objectives.

OVERVIEW OF CHAPTER ORGANIZATION

The Board constitutes the top authority of the Chapter; and decides the policy that governs all Chapter activity.

The Executive Committee may act on behalf of the Board between meetings of the Board to provide an interim source of policy determination, to assure a continuing managerial supervision of Chapter affairs, and to take on other duties assigned by the Board from time to time.

The President is the Chief Executive Officer responsible for guiding the affairs of the Chapter and the spokesman for the Chapter. The elected officers assist in advising the President, exercising management supervision, and coordinating operations within their respective areas of responsibility.

Activities and programs of the Chapter are conducted under Standing and Temporary Committees with duties and functions described in this *Chapter Operating Guide*.

THE MEMBERSHIP

Classes of Membership

- Classes of membership are established by the Institute Bylaws (Article X) and consist of the following: Professional, Industry, Associate,

Intermediate, Student, Retired, Member Emeritus, Lifetime, and Honorary.

- Application for membership or for transfer between membership classes is made by the applicant on forms provided by the Institute.
- Rights to participation in the Chapter are defined for all classes of membership in the Chapter Bylaws (Article VII, Section 1).
- Honorary membership may not be applied for, but is conferred by the Institute according to criteria defined in Article XI of the Institute Bylaws. Honorary Chapter memberships may only be conferred on honorary members of the Institute.

Termination and Other Changes of Member Status

- Termination of Chapter membership results from resignation, disqualification, suspension, or expulsion, as governed by provisions of the Institute (Article X, Section 12).
- Termination of membership in the Institute results in automatic termination of Chapter membership.
- If the Chapter Board believes that a Chapter member is disqualified or should be suspended or expelled for misconduct, the Board may bring the facts of the case to the Institute's attention, following procedures outlined in Article III, Paragraph A of Institute Policy, contained in the *Administrative References*.

Responsibilities and Privileges

- Chapter members are encouraged to attend and participate in Chapter meetings and affairs, the Institute's Region Conferences, and the Institute's Annual Convention, including the annual meeting. Each Chapter member is encouraged to serve on at least one Chapter committee or activity. (*Administrative References*, Chapter Administrative Guide, C1, Article III, Paragraph B.1)
- Members are encouraged to wear the official membership lapel pins, issued to newly admitted Chapter members without charge.
- Chapter members in good standing are encouraged to identify their status as members by use of the initials "CSI" as a suffix to their names (Article X, Section 11, and Article XII, Section 4 of the Institute Bylaws). A section of the Institute Policy in the *Administrative References* offers guidelines for use of "CSI," or

CHAPTER OPERATING GUIDE

“FCSI” for Fellows, in conjunction with titles, CSI certification initials, and other membership initials.

CHAPTER OPERATING GUIDE

- In no case should the “CSI” or “FCSI” identification be used in a context that implies that the Chapter condones, approves, or is in any way connected with the business ventures of members. It is incumbent upon all members to protect the good name and reputation of the Chapter and Institute; the Institute may expel members who do not (Institute Bylaws, Article X, Section 14).

Chapter Membership Dues

Chapter membership dues are set by the majority of voting members of the Chapter, acting on a recommendation of the Board, and are due and payable in accordance with Institute's dues requirements. (Article IX, Section 2 of the Chapter Bylaws.) Chapter membership dues and the date of the membership ballot are recorded by standing rule.

THE BOARD

Composition of the Board

- The Board consists of the seven officers, ten directors, and the Immediate Past President (Article IV, Section 2 of the Chapter Bylaws), and a non-voting student affiliate member.
- Professional members must fill at least one-third of Board positions. Industry and Associate members must also fill at least one-third of Board positions. (Article IV, Section 2 of the Chapter Bylaws).
- The ten positions of Director of the Board are evenly divided between Professional (five) and Industry or Associate members (five) (Article IV, Section 2 of the Chapter Bylaws).

Duties of the Board

The Board is established by Article IV of the Chapter Bylaws as the governing body of the Chapter, and within the framework of the Institute and Chapter Bylaws and Institute Policy it decides policy that governs all Chapter activity.

The following are the duties of the Board:

- Manage and direct the Chapter.
- Elect new members to fill vacancies on the Board by a two-thirds majority vote.
- Meet at least monthly, or more frequently as requested by the President or a majority of the Board.

CHAPTER OPERATING GUIDE

- Accomplish Chapter business directly, through oversight of the Executive Committee, and through standing and temporary committees.
- Follow Institute procedures governing the status of Chapter members and report actions to the Institute promptly.
- Provide direct oversight to the following Standing Committees:
 - Tellers.

THE EXECUTIVE COMMITTEE

The Executive Committee is a Board Committee that reports to and is responsible directly to the Board.

Composition of the Executive Committee

The Executive Committee consists of the following members: President (who acts as presiding officer), 1st Vice President, 2nd Vice President, 3rd Vice President, Treasurer, and Secretary (Article IV, Section 5 of the Chapter Bylaws).

Duties of the Executive Committee

The Executive Committee takes interim action on urgent policy matters that arise between Board meetings, as delegated by the Board, and serves the Board by maintaining more intimate and continuing supervision over the operations of the Chapter than it is possible for the Board to give.

The Committee is particularly concerned with the review of the business operations of the Chapter and the carrying out of specific assignments made by the Board.

CHAPTER OFFICERS AND DIRECTORS

Chapter officers are those authorized by the Chapter Bylaws. Their duties are established in Article V of the Chapter Bylaws and in the Articles of Incorporation, supplemented by the Standing Rules and this *Chapter Operating Guide*

To assist in delineation and clarification of the responsibilities of their offices, officers are encouraged to recommend, to the Board, amendments to this *Chapter Operating Guide* as the need becomes evident.

Upon termination of their office, officers are required to transmit to the incoming President, for distribution to their successors, recommendations for continuity of activities that have been their responsibilities.

CHAPTER OPERATING GUIDE

As soon after notice of election as possible, each officer-elect should obtain current copies of Institute and Chapter Bylaws, the Standing Rules, and this *Chapter Operating Guide*.

Officers develop lists of potential appointments for submission to the President, for the committees assigned to them, and otherwise prepare themselves to assume office at the beginning of their term.

PRESIDENT

The position of President is established by Article V, Section 2 of the Chapter Bylaws, as the corporation's Chief Executive Officer, who reports directly to the Board. Consistent with the duties set forth in the Bylaws, the President:

- Is thoroughly conversant with the Institute Bylaws, Certificate of Incorporation, Code of Ethics, and Chapter Bylaws before accepting the position of President (*Administrative References, C-1, Article IV, Paragraph A*).
- Is responsible for the good name and reputation of the Chapter and carries out the duties of this office in accordance with this responsibility.
- Represents the Chapter and upholds its image at all local professional and trade association meetings, as well as at Region and Institute meetings (*Administrative References, C-1, Article IV, Paragraph B*).
- Signs formal instruments (Chapter Bylaws, Article V, Section 2).
- Ensures orders and resolutions of the Chapter and of the Board are effected (Chapter Bylaws, Article V, Section 2).
- Delegates as much authority as possible to officers, Board members, and committee chairs to avoid being burdened by details, but is responsible for ascertaining that the Board and committees are functioning properly (*Administrative References, C-1, Article IV, Paragraph B*).
- Is primarily responsible for developing new ideas and methods for chapter growth and improvement (*Administrative References, C-1, Article IV, Paragraph B*).
- Maintains close liaison with Institute directors (*Administrative References, C-1, Article IV, Paragraph B and Chapter Bylaws, Article V, Section 2*).

CHAPTER OPERATING GUIDE

- Annually appoints Committee chairpersons, after consultation with the overseeing vice-presidents (Chapter Bylaws, Article V, Section 2).
- Appoints delegates to Region and Institute meetings (Chapter Bylaws, Article V, Section 2)
- Ensures exercise of oversight of committees by vice-presidents, other officers, and Board members, consistent with the *Chapter Operating Guide* and good management practice.
- Reviews and approves all publicity concerning the policies of the Chapter.
- Creates report of the year's activities and results:
 - Requests from all officers and committee chairpersons year-end reports on their activities, including a review and analysis of the degree of success in meeting the goals of the chapter committees and the recommendations for future officers and committees.
 - Creates a President's report, including a review and analysis of the degree of success in meeting the goals of the chapter and the recommendations for the future presidents.
 - Compiles and summarizes these reports and transmits the resulting yearly report to the new President within 30-days of the termination of the term of office, with one copy given directly to the Chapter Archivist.
- Each President, at the start of a new term of office, distributes copies of the previous year's yearly report to the new administration within 15-days of receipt.
- Keeps Chapter members informed of policy changes, new programs, and other important issues by writing a "President's Column" in the Chapter newsletter (*Administrative References, C-1, Article IV, Paragraph B*).
- Provides oversight to these standing committees:
 - By-laws
 - Long-range Planning

CHAPTER OPERATING GUIDE

- Nominating
- Selects recipients for award of the Chapter's President's Plaque and Chapter President's Letters, and informs the awards Committee of the selection.
- At the end of his or her term, presents a suitably engraved gavel to the incoming President.

1ST VICE PRESIDENT

The position of 1st Vice President is established by Article V, Section 1 of the Chapter Bylaws. The 1st Vice President serves as President Pro Tem in the absence of the President and is responsible for external affairs of the Chapter defined in this Chapter Operating Guide.

In addition to the duties listed in Article V, Section 3 of the Bylaws, the 1st Vice President oversees the following standing committees:

- Academic Affairs
- Convention
- Marketing and Sales
- Publicity
- Product Symposium

2ND VICE PRESIDENT

The position of 2nd Vice President is established by Article V, Section 1 of the Chapter Bylaws. The 2nd Vice President serves as President Pro Tem in the absence of both the President and the 1st Vice President, and is responsible for internal affairs of the Chapter, defined in this *Chapter Operating Guide*.

In addition to the duties listed in Article V, Section 3 of the Bylaws, the 2nd Vice President oversees the following standing committees:

- Certification
- Education
- Technical

3RD VICE PRESIDENT

The position of 3rd Vice President is established by Article V, Section 1 of the Chapter Bylaws. The 3rd Vice President serves as President Pro Tem in the

CHAPTER OPERATING GUIDE

absence of the President and the 1st and 2nd Vice Presidents, and is responsible for membership activities of the Chapter defined in this *Chapter Operating Guide*.

In addition to the duties listed in Article V, Section 3 of the Bylaws, the 3rd Vice President oversees the following standing committees:

- Awards
- House
- Membership
- Program
- Publications

SECRETARY

The position of Secretary is established by Article V, Section 1 of the Chapter Bylaws. The Secretary assures that all meetings of the General Membership and the Board are properly recorded, and published and distributed promptly in the newsletter to each Board member at least 72 hours in advance of the next scheduled meeting of the Board.

In addition to the duties listed in Article V, Section 4 of the Chapter Bylaws, the Secretary performs the following duties:

- Keeps the Chapter seal and ensures its proper use.
- Works with the Chapter Archivist to ensure proper care and custody of the historical records of the Chapter
- Serves as the Chapter's parliamentarian.
- Updates and publishes the Chapter Bylaws, the Standing Rules, and the Chapter Operating Guide, whenever they are duly changed.

The Secretary oversees the following standing committee:

- Archivist.

ASSISTANT SECRETARY

The position of Assistant Secretary is established by Article V, Section 1 of the Chapter Bylaws. In the absence of the Secretary, the Assistant Secretary

CHAPTER OPERATING GUIDE

performs the duties of the Secretary and other duties prescribed by the Board.

In accordance with Article V, Section 5 of the Chapter Bylaws, the Assistant Secretary oversees and monitors all elections and official ballots of the Chapter. The Assistant Secretary serves as chairperson of the Tellers Committee.

TREASURER

The position of Treasurer is established by Article V, Section 1 of the Chapter Bylaws. The Treasurer is responsible for the safekeeping and accounting of the Chapter funds and properties, and the disbursement of these funds upon receipt of properly executed authorization, as defined in the Chapter Operating Guide. In addition to the duties listed in Article V, Section 6 of the Bylaws, the Treasurer performs the following duties:

- With the assistance of the Finance and Executive Committees, prepares the annual Chapter budget.
- Files yearly reports with respect to tax and corporate status.
- Handles routine correspondence concerning business matters involving the Chapter, such as collection of receivables.
- Prepares and submits monthly financial statements of receipts and disbursements with comparative budgets at each meeting of the Board, or more frequently on request of the Board or the President.
- Within 60 days of the close of the fiscal year, prepares and submits to the Board year-end financial statements.

The Treasurer oversees the following standing committees:

- Finance.

CONSULTANTS TO THE BOARD

General Counsel

The General Counsel is the Chapter's legal counsel, monitoring the Chapter's business operations, legal and risk exposures, and other matters at the request of the Board.

General Counsel is appointed annually by the President with the consent of the Board and may be terminated or replaced at any time by the Board.

Qualifications: General Counsel is licensed to practice law in the District of Columbia and should be a member in good standing of the Chapter.

Services provided under the annual retainer fee include, but are not limited to, the following:

- Periodic attendance, upon request, of the Board
- Preparation of annual report forms for the District of Columbia, State of Maryland, or any other governing body having jurisdiction over Chapter operations.
- Assistance to the Treasurer in legal matters pertaining to the annual filings to the Internal Revenue Service and state jurisdictions, including matters pertaining to the Chapter's non-profit status.
- Annual review of the Chapter's risk and liability exposures, with timely recommendations to the Board on adjustments in insurance coverage currently in effect or new coverage required by Chapter operations.
- Counsel to the President, and other members of the Board or Chapter, concerning legal matters involving Chapter operations and legal exposures.

Scope of Work: In the event of major litigation or legal work of substantial scope, other fee arrangements may be negotiated with the General Counsel, or other counsel may be commissioned, as directed by the Board.

Other Consultants

The Board may retain other qualified consultants, as deemed appropriate.

Meetings

GENERAL MEMBERSHIP MEETINGS

The Annual Meeting of the General Membership is held each year in the month of June, in accordance with Article VIII, Section 1 of the Chapter Bylaws and Articles of Incorporation.

Monthly Meetings:

- General Membership meetings are held the third Tuesday of the following months: January, February, March, May, September, October, and November.

CHAPTER OPERATING GUIDE

- The Chapter's Awards Program is held on the third Tuesday in June, concurrent with the Annual Meeting.
- The Product Symposium, held in April, supercedes the April meeting.

Other Meetings: Special and other meetings of the General Membership may be called at the request of a majority of the Board, or by request to the Board of not less than one-tenth the Chapter membership, in accordance with Article VIII, Section 2 of the Chapter Bylaws. Announcement of special meetings is made in writing, by special mailing or by publication in the newsletter, not less than 21 days prior to the meeting, except where otherwise required by provisions covering elections or Bylaw amendments. Announcements contain the purpose and a reasonable explanation of the action required by the meeting, and only the business prompting the meeting takes place at it.

BOARD MEETINGS

Schedule: Regular meetings of the Board are held each month, with special meetings held as necessary (Article IV, Section 7 of the Chapter Bylaws).

Quorum: A quorum consists of a majority of the Board, in accordance with Article IV, Section 8 of the Bylaws. Once a meeting has been duly convened with a quorum present, it may be used to conduct the business of the Chapter until adjournment. Lack of a quorum prevents making and voting upon motions; however, reports may be made and discussions may be conducted until a quorum is reached or after it is lost.

Order of Business: The President, subject to the acceptance of the Board, determines the order of business at the meetings of the Board. The agenda for each meeting is prepared and distributed by the Secretary to all Board members prior to meetings.

EXECUTIVE COMMITTEE MEETINGS

Schedule: The President determines the time, place and agenda for Executive Committee meetings.

Quorums: Quorum for an Executive Committee meeting is a majority of the members of the Committee.

Order of Business: The President, subject to the acceptance of the committee, determines the order of business at meetings of the Executive Committee.

Chapter's Corporate Obligations

ANNUAL CORPORATE OBLIGATIONS

Annual Filings: The Chapter is required to make the following annual filings not later than the date listed:

- State of Maryland Annual Corporation Filing: April 15th.
- District of Columbia Foreign Corporation Filing: April 15th.
- Informational Tax Return (IRS Form 990): November 15th. No tax is expected to be due, unless there is an income unrelated to the exempt status. Failure to file timely may result in a substantial penalty.

CHAPTER TAX STATUS

Federal Income Tax Status: By letter dated February 5, 1981, and modified by letter dated June 1, 1981, the Chapter is exempt from Federal income taxes pursuant to §501(c)6, "Business League," of the Internal Revenue Code of 1954.

Duty to Pay Sales and Excise Taxes: The Chapter is not exempt from retail sales or excise taxes in the states of Maryland, Virginia, or the District of Columbia.

PROTECTION OF CHAPTER'S NAME & MARKS

The Chapter's corporate mark or logo is the sole and exclusive property of the Chapter. No member or nonmember may use or appropriate it without the prior written consent of the Board. In no event may the Board permit the Chapter's mark or logo to be used to identify or connect the Chapter with activities that might adversely reflect upon the Chapter's educational status, or which does not have the written authorization of the Board.

Chapter Financial Operations

BUDGET PREPARATION

By the end of April for each fiscal year, the committee chairpersons submit proposed budgets for the operation of the committees during the next fiscal year, to the chairperson of the Finance Committee. By the end of May of each fiscal year, the Finance Committee prepares a draft budget for review by the full Executive Committee and for review and approval by the Board. As soon as possible after their appointments, incoming committee chairpersons review the budget or draft budget and proposing revisions within the first month of their tenure, if any are desired.

Honors and Awards

The Institute, Region, and Chapter present a number of awards, in recognition of members' achievements. Most awards are presented annually.

INSTITUTE AND REGION AWARDS

Receipt of Institute and Region awards by Chapter members serves two purposes:

- To thank hard-working volunteers for their efforts on behalf of CSI, and
- To raise region and national awareness of the Chapter's work.

CHAPTER HONORS AND AWARDS

The Chapter's awards serve to recognize notable contributions and service to the Chapter. Contributions at the Chapter level may have an effect on the Institute, Region, or the professions. Chapter bestows the following awards:

- **Carl J. Ebert Award:** The Carl J. Ebert Award is the highest award of the Chapter.
 - It is conferred upon an individual who has rendered outstanding service in the advancement of the objectives of the Institute, Region, Chapter, and profession.
 - Not more that award can be made per year.
 - Nomination for the award is made in writing by a member of the Chapter, 90 days before the Awards ceremony. Upon the recommendation of the Awards Committee, it must be approved by two-thirds of all Board members.
 - The physical award consists of a large wood and bronze plaque with each name affixed thereto, for display at special meetings or as directed. A wood and bronze plaque with the recipient's name and date engraved, is given to the individual recipient.
- **Chapter Certificate of Distinguished Service:** The second highest award of the Chapter is conferred upon individuals for sustained superior performance to the Chapter in the advancement of its objectives or in its administration. No more than two awards are made each year.

CHAPTER OPERATING GUIDE

- **Chapter Certificate of Appreciation:** Conferred upon individuals for distinguished service to the Chapter in advancing the mission of the Institute or the Chapter in the areas of education, publication, and technical programs. No more than five awards are made each year.
- **Chapter Citation:** Conferred upon individuals, firms, or organizations for one-time outstanding accomplishments contributing to the goals of the Institute, region, or Chapter.
- **Chapter President's Plaque:** Conferred by the Chapter President, at his or her sole discretion, for exceptional work performed in behalf of the Chapter. The Chapter shall use the plaque developed and sold by the Philadelphia Chapter for the Chapter President's Plaque Award.
- **Chapter President's Letter:** Conferred by the Chapter President at his or her sole discretion, for outstanding work performed in behalf of the Chapter.
- **Chapter Past President's Plaque:** Conferred upon the retiring Chapter President for devoted and selfless contribution to the Chapter. One award to each retiring President.

AWARDS JUDGING AND NOMINATIONS PROCEDURES

[Note: text to be prepared]

PRESENTATION OF AWARDS

Chapter awards are presented under circumstances directed by the Board, normally by the President at the Annual Meeting of the Chapter.

Reading of Citation: The President or Awards Chairperson reads the citation.

Publication of the Award: The recipient's name and the award presented are published in the first issue of the *D.C. Supplement* published after presentation.

PRESENTATION OF INSTITUTE CHEVRONS

Chevrons in ten-year increments will be presented at the Annual Awards Dinner. Recipients will be announced in *The Supplement*. For recipients not attending the Awards Dinner, the pins will be presented at the next regular meeting of the Chapter. Recipients not attending either meeting will have their chevrons mailed to them. The membership committee shall work out the details of handling the chevrons.



Chapter Work: Committees & Programs

IN PART 3

[Committee Organization](#)

[Standing Committees](#)

[Temporary Committees](#)

Committee Organization

TYPES OF COMMITTEES

Chapter committees are classified by a matrix of four aspects:

- **Tenure:** the anticipated span of time the committee will function;
- **Authority:** the appropriate entity that established the committee;
- **Purpose:** the nature of the responsibilities of the committee; and
- **Oversight:** the entity of the Chapter to which the committee reports. Committees that report to other Committees are designated as subcommittees.

COMMITTEE BY TENURE

Committees may be either Standing Committees or Temporary Committees

- **Standing Committees** are defined as those that continue from year to year. Characteristically, their function requires continuity. In practice, they are authorized in the Chapter bylaws or the Chapter Board, described in this Chapter Operating Guide, can be for any purpose, and can report to any entity.
- **Temporary Committees** are defined as those created for a finite time frame or until a finite objective is achieved. Characteristically, their function is either emerging or limited. In practice they are

authorized by the Chapter Board or by a Committee, are not described in this Chapter Operating Guide, can be for any purpose, and can report to any entity. Temporary Committees expire at the end of each fiscal year or when the finite objective is achieved. However, once a Temporary Committee is established, appointment or reappointment of a chairperson continues that committee for an additional year or until the achievement of its finite objective.

CLASSIFICATION BY AUTHORITY

Committees may be authorized through the Chapter Bylaws, the Board, an Officer, or a Committee.

- **Bylaws Committees** are defined as those that are listed or given responsibilities in the Bylaws. Characteristically, their existence and function are broad, central to the Chapter's vitality, and encouraged by the Administrative References. They are often parallel to Institute committees. In practice, they are Standing Committees, are described in this Chapter Operating Guide, report to any entity, and can be for any purpose.
- **Board Committees** are defined as those that are authorized by the Board. Characteristically their purpose is just emerging or gaining emphasis or is finite. Therefore, they may be Standing or Temporary. They may report to any entity, and be for any purpose. The motion establishing a committee should state the purpose, tenure, reporting arrangement, and duties.
- **Officer-Established Committees** are defined as those established by unilateral action of an Officer. Characteristically, their function is narrow. They are always Temporary and report to the authorizing Officer. They may be for any functional or operational purpose that is wholly within the Officer's scope of responsibility. The President must be notified of the intent to establish an Officer Committee. The Board must be informed of the establishment of an Officer Committee, at its next regular meeting, and may take action, at any time, to disband the committee or modify its structure to be a Board Committee.
- **Subcommittees (Committee-established Committees)** are defined as those created by unilateral action of a Committee. Characteristically, they exist to perform a specific aspect of the Committee's role, of either an emerging or finite nature. They are always Temporary and report to the establishing Committee. They may be for any functional or operational purpose that is wholly within the Committee's scope of responsibility. The entity

CHAPTER OPERATING GUIDE

to which the Committee reports must be notified of the intent to establish a Subcommittee. The board must be informed of the establishment of a Subcommittee, at the next regular meeting of the Board, and may take action, at any time, to disband the committee or modify its structure to be a Board Committee.

CLASSIFICATION BY PURPOSE

The purpose for a committee may be functional or operational, either of which may be standing or temporary, be established by any authority, and report to any entity.

- **Functional Committees** are defined as dealing directly with the mission of the Chapter and Institute.
- **Operating Committees** are defined as dealing with the internal operations of the Chapter. Characteristically, they ensure the smooth working of the Chapter.

CLASSIFICATION BY OVERSIGHT

Committees report to the Board, to an Officer, or to the chairperson of another Committee. The reporting arrangement of Standing Committees is recorded in this Operating Guide. The reporting arrangement for Temporary Committees is established by the authorizing agent at the outset of the creation of the committee.

- **Committees which report to the Board.** Characteristically, these committees are those with financially or legally significant responsibilities. They may be Standing Committees or Temporary Committees, may be established through the Bylaws or the Board, and may be for any purpose.
- **Committees which report to an Officer.** Committees reporting to Officers may be Standing or Temporary. The Authority may be the Bylaws, the Board, or the Officer to whom it reports. And, they may be either Functional or Operational. Characteristically, the reporting arrangements for these Committees are grouped by the character of the responsibilities:
 - Committees dealing with the continuity of Chapter report to the President.
 - Committees dealing with external liaison report to the 1st Vice President.
 - Committees dealing with technical issues report to the 2nd Vice President.

CHAPTER OPERATING GUIDE

- Committees dealing with member services report to the 3rd Vice President.
- Committees dealing with Secretarial function report to the Secretary.
- Committees dealing with routine business matters report to the Treasurer.
- **Subcommittees** are defined as Committees that report to another Committee. They may be of any tenure, established through any Authority, and for any purpose.

CHAIRPERSONS

Appointment

Standing committee chairpersons, except as otherwise specified, are appointed by the President.

Temporary committee chairpersons are assigned by the following:

- Board Committee Chairpersons: By the President, except as otherwise specified in the motion establishing the Committee.
- Officer-established Committee Chairpersons: By the Officer creating the Committee, in consultation with the President.
- Subcommittees: By the Chairperson of the establishing Committee, in consultation with the entity to which the establishing Committee reports.

Term

- Chairpersons of standing committees are appointed for the fiscal year, and may be reappointed for any number of years, unless specifically limited. Chairpersons of temporary committees are appointed for life of the committee or for the fiscal year, as specified in the authorization of the Committee. If unspecified, the appointments will be for the fiscal year.
- Chairpersons of all committees serve at the pleasure of the Officer or current chairperson of the Committee making the original appointment.

Qualifications

Committee chairpersons must be Professional, Industry, Emeritus, Lifetime, or Retired members of the Chapter. However, Associate

CHAPTER OPERATING GUIDE

members may serve as committee chairpersons upon concurrence of the Board.

COMMITTEE MEMBERSHIP

Members of all Chapter committees are appointed by the committee chairperson, except where otherwise established by the Chapter Bylaws, *Chapter Operating Guide*, or the Standing Rules of the Board. Committee members serve at the pleasure of the committee chairperson.

- Terms of membership on a standing committee expire upon commencement of the succeeding chairperson's term.
- Terms of membership on a temporary committee expire upon completion of the committee's assigned function or task, or upon appointment of a successor chairperson.

PROCEDURES

All Committees follow these standard procedures:

- Meet at the call of the chairperson.
- Agenda, approved by the chairperson, are distributed to committee members prior to the meeting.
- Cooperate with assigned officers in delineating the nature and scope of activity and in the organization of the committee's work.
 - Officers inform themselves of the progress of their assigned committees and advise and assist the chairpersons as required.
 - On a regular basis, officers inform the President on the status and planned activities of their assigned committees.
- Chairperson encourages participation by all members of the committee, assures that pertinent views are presented, directs the committee's efforts within the scope of the committee's area of responsibility, and channels discussion into plans and plans into action.

BUDGETS AND EXPENSES

Committee chairpersons are responsible for the financial operations of their committees.

At the conclusion of each chairperson's term, the chairperson prepares a budget proposal for the operation of the committee for the upcoming fiscal year, and submits it to the Chairperson of the Finance Committee

CHAPTER OPERATING GUIDE

As soon as possible after notification of their selection, incoming chairpersons review and confirm the budget allotted to the Committee in the draft budget prepared by the Finance Committee or the budget approved by the Board. If the budget does not align with the chairperson's proposed program, the chairperson shall propose a revision, to the chairperson of the Finance Committee or the Board, as applicable.

Upon formal adoption of the Chapter's annual budget, or as otherwise authorized by the Treasurer, the committee is authorized to make expenditures in accordance with the approved committee budget.

Deposits of income, vouchers for expenses, and use of credit purchases are made in accordance with the provisions of "Chapter Financial Operations."

Deposits of income and payment of expenditures should be processed in a timely manner in keeping with prudent financial management and the Chapter Operating Guide.

RECORDS AND COMMUNICATIONS

Keep minutes of all meetings, and disseminate the results of committee action.

Maintain a complete file on committee activities, to facilitate the end-of-year report for the committee's activities. This file shall include, but not be limited to, the following:

- Goals, measurements, targets, and measured results.
- Committee Operating Guide, if any.
- Chronological log of activities, major decisions, accomplishments, and other actions;
- Correspondence file;
- Budget and final financial summary of income and expenses; and
- Suggested budget and "lessons learned" recommendations for the next chairperson, if applicable.

DUTIES COMMON TO ALL COMMITTEES, OR THEIR CHAIRPERSONS

Propose committee budget, for Chapter budget.

Attend orientation and planning seminar(s) sponsored by the Chapter.

For selected major committees, attend Region Leadership Orientation Seminar in the Spring.

CHAPTER OPERATING GUIDE

Create and maintain long-term goals, with measurements to assess progress and, yearly, targets to which to aspire. Measured results are assessed frequently and published at least annually.

Prepare and follow Committee Operating Guides.

Report monthly to the Chapter, updating committee information at the Web site and contributing to the *Supplement*

Report on and coordinate activities through an Officer, assigned in the Chapter Operating Guide.

At the end of each year, convey the records and materials of the committee to the incoming committee chairperson.

Standing Committees

The Chapter Standing Committees are listed in alphabetical order, except subcommittees are listed immediately following the committees to which they report.

ACADEMIC AFFAIRS COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*
- **Purpose:** Functional
- **Reporting:** 1st Vice President
- **Function:** Serves as the liaison between the Chapter and the local academic community. Serves as liaison from the Chapter to the Student Affiliate Chapter.
- **Duties:**
 - Provides curricular and extracurricular resources to local educational institutions for the advancement of new knowledge in the construction industry.
 - Works with faculty members at local colleges and universities to establish and maintain Student Affiliates of the Chapter.
 - Serves as liaison from the Chapter to the Student Affiliate, to provide support and resources, such as speakers, funding, contacts, to the Affiliate from the Chapter.

ARCHIVIST

- **Authority:** Board
- **Purpose:** Operational
- **Reporting:** Secretary
- **Prescribed composition:** The Archivist serves no more than five consecutive terms. The Chapter Secretary shall be a member. Other committee members must have been members of the Institute for at least seven consecutive years and must have served as a member of the Board.
- **Function:** Collects and assembles data for the historical record of the Chapter. Maintains and serves as custodian for Board minutes and other documentation of previous years. Publishes 5-year updates to the Chapter history.
- **Duties:**
 - During the course of each year, collects facts and assembles data for the historical record of the Chapter, its objectives and achievements, and professional development.
 - Maintains and serves as custodian for Board minutes and other documentation of previous administrations.
 - Not less than 60-days after the end of the fiscal year, prepares and submits, in a form acceptable to the Secretary, the year's historical record.
 - Publishes a new Chapter history every five years.
 - After each publication of the Chapter history, reviews the Chapter records and discards unnecessary records.
 - Preserves Chapter records for as long as the records are required for Chapter use.

AWARDS COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*
- **Purpose:** Functional
- **Reporting:** 3rd Vice President

CHAPTER OPERATING GUIDE

- **Function:** Recognizes or recommends recognition of individuals and organizations for service to the Chapter, Region, Institute, or industry.
- **Duties:**
 - Tracks available awards, the criteria for awarding them, and the deadlines and requirements for nomination.
 - Identifies those individuals and organizations eligible for recognition.
 - Determines recipients of Chapter awards, other than Chapter President's Plaque and Chapter President's Letter.
 - Prepares award packages of all Chapter awards, including Chapter President's Plaque and Chapter President's Letters.
 - Prepares and submits appropriate nominations, resumes, and other background information to comply with regulations other than the Chapter's.
 - Annually presents awards and other presentations at the Chapter's Awards Banquet.

BYLAWS COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*
- **Purpose:** Operational
- **Reporting:** President
- **Prescribed membership:** The Chapter Secretary is a member and may serve as Chairperson.
- **Function:** Maintains and recommends updates to the Chapter Bylaws, Standing Rules, and *Chapter Operating Guide*.
- **Duties:**
 - Identifies language to be revised or eliminated due to changing circumstances.
 - Identifies new requirements created by the Board or the Institute.

CHAPTER OPERATING GUIDE

- Develops appropriate language and provisions for review and approval by the Board and, for Chapter Bylaws, approval by the Institute and Chapter.

CERTIFICATION COMMITTEE

- **Authority:** Board
- **Purpose:** Functional
- **Reporting:** 2nd Vice President
- **Function:** Conducts an educational-awareness promotional program for the Institute Certification program, including workshops and training sessions for exam applicants.
- **Duties:**
 - Sponsor an examination review program
 - Coordinates examination review program with the Northern Virginia Chapter of CSI.
 - Secures volunteers to teach in a review program.
 - Coordinates program with the Education Committee
 - Assists CSI national in securing facilities for local Certification examinations.
 - Assists the CSI National in obtaining volunteers to proctor local certification exams.

CONVENTION COMMITTEE

- **Authority:** Board, as recommended by the *Administrative References*
- **Purpose:** Functional
- **Reporting:** 1st Vice President
- **Function:** Plans and coordinates the Chapter's participation in Region Conferences and the Institute's Annual Convention. Seeks appointment as host Chapter. Organizes host functions in years the Chapter is the host.
- **Duties:** The Conference and Convention Committee:

CHAPTER OPERATING GUIDE

- Arranges for official delegates, in coordination with the Chapter Secretary.
- Recommends to the Chapter Board opportunities to seek sponsorship of conferences or conventions.
- Plans and manages conferences for which the Chapter has a principal responsibility.
- Develops program theme and arranges all program activities, subject to the Board's concurrence.
- Locates and secures appropriate conference space.
- Arranges for industry exhibits if appropriate to the occasion.
- Develops a balanced program spending budget and financing plan for concurrence of the Board.
- Plans and manages the functions prescribed by the Region or the Institute, for Regional conferences or Institute conventions, in coordination with the Region President and Board and the Institute staff.

EDUCATION COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*.
- **Purpose:** Functional
- **Reporting:** 2nd Vice President
- **Function:** Develops and conducts professional education seminars and other educational activities. At the committee's discretion, conducts competitions, such as Student Specifications Competitions. Sponsors SPECTEST.
- **Duties:**
 - Develops and conducts professional education seminars, symposiums, lectures, workshops, and other educational activities.
 - Conducts Chapter-sponsored educational activities in cooperation with other professional associations or societies, with the concurrence of the Board.

CHAPTER OPERATING GUIDE

- Plans educational activities to be self-supporting, although not necessarily revenue-producing.
- Where Continuing Education Units (CEUs) are offered for participation in educational activities, complies with all requirements of the organization issuing the CEUs.
- Establishes liaison with local educational institutions involved in the fields of architecture, engineering, construction sciences, and related technical and contractual subjects. Encourages a better understanding of and proper use of specifications among both students and faculty.
- Undertakes joint sponsorship of appropriate formal courses of instruction in the preparation and interpretation of specifications and other written bidding and contract documents. Co-sponsoring institutions must be responsible for the administration, finances, and issuance of any certificates or college credits granted in conjunction with such courses of instruction.
- At the committee's discretion, conducts competitions and contests, such as Student Specifications Competitions for students at area educational institutions, preceding each competition with administrative, technical, and instructional guidance and support.

FINANCE COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*
- **Purpose:** Operational
- **Reporting:** Board
- **Prescribed membership:** Includes not less than four members who are members of the Executive Committee, one of whom is the Treasurer. The Treasurer may serve as Chairperson.
- **Function:** Advises on the Chapter's financial operations.
- **Duties:**
 - Provides general guidance to the Board and the Treasurer on the Chapter's financial operations, policies, and procedures.

CHAPTER OPERATING GUIDE

- Assists the Treasurer in the preparation of the Chapter's Annual Budget, including the review of the preliminary annual budget prior to submission to the Board.
- Provides continuing review of the capital funds, including specific directions and guidance as to investments.
- Periodically reviews the Chapter's overall financial condition, including sources, or potential sources, of income and expected major expenditures.
- The review includes the study of long-range financial needs and objectives, and reports to the President and, when appropriate, to the Long Range Planning Committee.

HOUSE COMMITTEE

- **Authority:** Board, as recommended by the *Administrative References*.
- **Purpose:** Operational
- **Reporting:** 3rd Vice President
- **Function:** Attends to the physical arrangements, attendee registration, equipment, and logistics for Chapter and General Membership meetings.
- **Duties:** The House Committee:
 - Attends to the physical arrangements, equipment, and logistics for meetings of the Chapter, including
 - General Membership meetings.
 - Special Events functions.
 - Other functions directed by the Board from time to time.
 - Handles attendance details at monthly Chapter meetings, including:
 - Keeping attendance records.
 - Collecting payments for meals.

CHAPTER OPERATING GUIDE

- Providing name tags for members and guests.
- Arranges for meeting, eating, and program space, including:
- Coordinating with restaurant or hotel.
- Making special reservations or meeting arrangements.

LONG RANGE PLANNING COMMITTEE

- **Authority:** Board
- **Purpose:** Operational
- **Reporting:** President
- **Prescribed membership:** The 1st Vice President is a member of the committee, and may serve as Chairperson. The Immediate Past President is a member of the committee. A majority of the members serve or have served on the Board.
- **Function:** Recommends improvement to current programs and activities and development of new programs and activities. Maintains Chapter strategic plan and goals. Sponsors an annual survey of members.
- **Duties:**
 - Meets and reports at least quarterly.
 - Analyzes the past and current goals, activities, and achievements of the Chapter.
 - Identifies potential new trends, problems, and objectives.
 - Recommends improvement to current programs and activities, as well as development of new programs, activities, or interests.
 - Analyzes the past and current goals, activities, and achievements of the Chapter.
 - Identifies potential new trends, problems, and objectives.

CHAPTER OPERATING GUIDE

- Makes recommendations for improvements to current programs and activities and development of new programs, activities, or interests.
- Sponsors creation and renewal of the Chapter Strategic Plan.
- Sponsors creation and monitoring of Chapter Goals and the measurement mechanisms.
- At least yearly, collects the data for the Chapter Goals and publishes the results.
- Works with the Standing committees to produce and achieve Committee Goals.
- Sponsors an annual survey of members, analyzes the results, and reports the findings to the Board.
- Responds to specific requests of the President or 1st Vice President.

MARKETING AND SALES COMMITTEE

- **Authority:** Board
- **Purpose:** Operational
- **Reporting:** 1st Vice President
- **Function:** Plans and executes the marketing, sales, and distribution of the Chapter's products and publications, or advises and assists functional committees to do the same.
- **Duties:**
 - As authorized by the *Administrative References*, produces and sells official CSI membership lapel pins. The Committee maintains the following on a current basis:
 - Inventory log of pins on hand.
 - Complete record of sales and receipts.
 - Annual projection of sales for purposes of scheduling the purchase of new pins.

CHAPTER OPERATING GUIDE

- Projection of sales for purposes of identifying the need for the production of new SPECTEST.
- Assists other Chapter committees in advertising, marketing, and promotional techniques needed to increase attendance at Chapter, or Chapter-endorsed, functions and to project a desirable public image of the Chapter to the general public.
- Identifies and evaluates new market areas for existing Chapter sale items.
- Identifies and evaluates new sale items, including their market areas and sales potential.

MEMBERSHIP COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*
- **Purpose:** Operational
- **Reporting:** 3rd Vice President
- **Function:** Organizes the recruitment, orientation, and retention of Chapter members. Develops and carries out welcoming and hosting functions at various Chapter activities.
- **Duties:**
 - Greets and welcomes guests and new members to all membership meetings. Provides introductions to other Chapter members.
 - Personally invites new members to meetings and brings their interests to the attention of the appropriate committee chairperson.
 - Orients new Chapter members. Invites each new member to orientation meetings, maintains attendance records, and encourages attendance at Chapter meetings.
 - Conducts orientation meetings, and invites a broad range of officers, directors, and committee chairpersons to attend for hosting and information exchanges.
 - Prepares and conducts a comprehensive orientation program, including graphics, visual aids, and pass-out literature.

CHAPTER OPERATING GUIDE

- Prepares a questionnaire and polls each new member for interests and special skills. Compiles information by interests and skills and makes information available to the appropriate officers, directors, and committee chairpersons.
- Presents chevrons to members on ten-year multiples of the anniversaries of their membership.

NOMINATING COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*.
- **Purpose:** Operational
- **Reporting:** President
- **Function:** Identifies future vacancies in the Board and prepares the list of one or more nominees for each vacancy.
- **Duties:**
 - Annually prepares and submits to the Board a list of one or more nominees for election to the positions of officer or director in accordance with the Chapter Bylaws. These nominees are submitted to the membership for balloting without Board action.
 - Prepares and submits to the Board nominees for any vacancies that may occur from time to time.

PROGRAM COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*.
- **Purpose:** Functional
- **Reporting:** 3rd Vice President
- **Function:** Organizes programs for the Chapter's monthly General Membership meetings.
- **Duties:**
 - Selects programs which are timely and appropriate, of interest to the full membership, non-proprietary, and prepared so as to be interesting and entertaining.

CHAPTER OPERATING GUIDE

- Selects programs which are directed toward:
- Understanding and advancement of construction industry processes and specification writing procedures and techniques.
- Legal aspects of specifications or the construction industry
- More effective understanding and communications among the members of the construction industry.
- Expanding knowledge of materials, products, systems, methods, and techniques.

PRODUCT SYMPOSIUM COMMITTEE

- **Authority:** Board
- **Purpose:** Functional
- **Reporting:** 1st Vice President
- **Function:** Plans, schedules, and hosts of the Chapter's annual Product Symposium.
- **Duties:**
 - Arranges venue.
 - Solicits exhibitors and arranges the exhibition.
 - Arranges for educational seminars.
 - Devises methods to encourage attendance by the potential customers of the exhibitors.
 - Arranges for exhibit hall events, such as construction competitions.

PUBLICATION COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*
- **Function:** Operational
- **Reporting:** 3rd Vice President

CHAPTER OPERATING GUIDE

- **Prescribed membership:** Membership shall include the editors of the *D.C. Supplement* and the *Chapter Directory* and the Web Master.
- **Function:** Coordinates and administers the Chapter's internal communications and publishing.
- **Duties:**
 - Coordinates the Internet Web site, the Chapter Directory and *DC Supplement*.
 - Monitors the Chapter's telephone answering machine.
 - Coordinates miscellaneous printings on behalf of the Chapter or its committees.

NEWSLETTER SUBCOMMITTEE

- **Authority:** Board, as recommended by the *Administrative References*
- **Purpose:** Operational
- **Reporting:** Publications Committee
- **Prescribed membership:** The Chairperson is the *D.C. Supplement* Editor
- **Function:** Publishes the *D.C. Supplement*, the official monthly internal publication of the Chapter.
- **Duties:**
 - Appoints Assistant Editors and other assistants as required.
 - Assures that the *D.C. Supplement* is written, published, and distributed to each Chapter member monthly on a timely basis.
 - Effectively communicates the Chapter's business activities, news, schedule of events, meeting agendas, reports of activities, and other communications of interest or concern.

DIRECTORY SUBCOMMITTEE

- **Authority:** Board, as recommended by the *Administrative References*

CHAPTER OPERATING GUIDE

- **Purpose:** Operational
- **Reporting:** Publications
- **Function:** Annually compiles and distributes a Chapter Directory. As a minimum, the Chapter Directory includes an alphabetical listing of all Chapter members. At the discretion of the subcommittee, the listing may include:
 - Certifications;
 - Name of spouse or partner, if any;
 - Employer and position title;
 - Home and business addresses (identifying preferred address for mailing); and
 - Home and business telephone, facsimile numbers, e-mail address, and Web sites.
- **Duties:**
 - Collects data, from Institute records, Chapter records, and members.
 - Compiles and maintains data.
 - Creates Directory
 - Distributes Directory, to all Chapter members.

WEB MASTER SUBCOMMITTEE

- **Authority:** Board, as recommended by the *Administrative References*, in which the position is referred to as E-Mail Designee.
- **Purpose:** Operational
- **Reporting:** Publications committee
- **Functions:** Manages the Chapter Website and maintains the data submitted for the Website.
- **Duties:**

CHAPTER OPERATING GUIDE

- Maintains an account with an Internet Web-site host company, paid for by the Chapter.
- Regularly updates the contents of the Web site, drawing upon material provided by other Chapter members, primarily the Editor of the D.C. Supplement.
- Routes to the appropriate member or members' inquiries received over the Internet.

PUBLICITY COMMITTEE

- **Authority:** Board, as recommended by the *Administrative References*.
- **Purpose:** Operational
- **Reporting:** 1st Vice President
- **Function:** Advises and acts on matters of exterior publicity and the Chapter's public image.
- **Duties:**
 - Prepares and releases information to the general public under the direction of the President.
 - Determines and acts on opportunities which may further promote the Chapter, Institute, and their goals and objectives.
 - Consults with and reviews committee activities to ensure a positive and favorable Chapter image.
 - Assists committees in public information releases with particular emphasis on new-member recruitment.

TECHNICAL COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*.
- **Purpose:** Functional
- **Reporting:** 2nd Vice
- **Function:** Organizes and acts to carry out technical activities.
- **Duties:**

CHAPTER OPERATING GUIDE

- Reviews Institute technical documents, such as the *Manual of Practice*.
- Develops and conducts a program of activities to encourage and enhance the technical abilities and comprehension of individual members.

TELLER'S COMMITTEE

- **Authority:** Bylaws, as recommended by the *Administrative References*.
- **Purpose:** Operational
- **Reporting:** Board
- **Prescribed membership:** The Assistant Secretary is the Chairperson.
- **Function:** Administers Chapter balloting, including that for the elections of officers and directors.
- **Duties:**
 - Prepares and arranges for distribution of ballots.
 - Provides a general overview of the election procedures and proceedings.
 - Reports to the Board in writing any abnormalities in the election proceedings observed, and recommendations for corrective actions.
 - Presents the voting results to the Board at the next scheduled Board meeting and causes results to be posted on the Chapter Web site and in the next issue of the Supplement.

Temporary Committees

The following temporary committees are either given status in the Chapter Bylaws or are commonly created to maintain recurring chapter activities.

AUDIT COMMITTEE

- **Authority:** Board, as authorized in the Bylaws as an option to an outside auditor
- **Purpose:** Operational

CHAPTER OPERATING GUIDE

- **Reporting:** Board
- **Prescribed Membership:** The Treasurer shall not be a member of the Audit Committee.
- **Function:** Prepares audit.
- **Duties:**
 - Reviews a sampling of the records prepared by the Treasurer for the year of the Audit Committee's appointment.
 - Prepares a detailed report, citing all deviations from prescribed or customary procedures, recommending new procedures, and offering an opinion on the status and propriety of the Chapter financial operations.
 - Within three months after the close of the fiscal year, presents the report to the Board.
 - Makes the written report available for the Board.

CRAB FEAST COMMITTEE

- **Authority:** Board
- **Purpose:** Functional
- **Reporting:** 3rd Vice President
- **Function:** Produce the yearly crab feast.
- **Duties:**
 - Plans, publicizes, schedules, and conducts the summer social events of the Chapter.

DECEMBER HOLIDAY OUTING COMMITTEE

- **Authority:** Board
- **Purpose:** Functional
- **Reporting:** 3rd Vice President
- **Function:** Produce the yearly December holiday social event. The event may be in substitution or in addition to the normal Chapter

CHAPTER OPERATING GUIDE

meeting, as approved by the Board upon the recommendation of the committee.

- **Duties:**
 - Plans, publicizes, schedules, and conducts a December social event of the Chapter.

CHAPTER AWARDS BANQUET COMMITTEE

- **Authority:** Board
- **Purpose:** Functional
- **Reporting:** 3rd Vice President
- **Prescribed membership:** The committee must include the Programs Chairperson and the Awards Chairperson.
- **Function:** Plan, schedule, and conduct the event at which the Chapter Awards are presented, in June. The event may be in concurrent with or in addition to the general membership meeting, as approved by the Board upon the recommendation of the committee.
- **Duties:**
 - Plans, publicizes, schedules, and conducts the event at which the Chapter Awards are presented, in June.

END OF CHAPTER OPERATING GUIDE

