



CSI POLICY

I. GENERAL (Adoption Date: 06/24/1997; Revision Date: 02/24/2013)

A. Policy

1. **Mission:** The mission of CSI is to advance building information management and education of project teams to improve facility performance.
2. **Values:** CSI is an association dedicated to improving organization, management, and communication of building information through:
 - a. A diversified membership base of allied professionals involved in the creation and management of the built environment;
 - b. Continuous development and transformation of standards and formats;
 - c. Education and certification of professionals to improve project delivery processes; and
 - d. Creation of practice tools to assist users throughout the facility life-cycle.
3. **Envisioned Future:**
 - a. **Desired Future State:** Facilities are constructed and operated more accurately, efficiently, safely, and at lower cost to their owners and users because of CSI members' technical expertise and contributions to the building information and project delivery body of knowledge.
 - b. **Vivid Description:**
 - 1) The construction industry recognizes CSI as the primary resource for relevant products, programs, and services for organizing, managing, and communicating building information and the project delivery process to meet the needs of an evolving industry.
 - 2) Senior leaders of construction industry firms recognize the value of participation in CSI, encourage membership in the Institute, and support involvement at all levels.
 - 3) Members of the construction industry seek active participation in CSI at all levels, as the experience is rewarding and leads to personal and professional success and enrichment.
 - 4) The construction industry recognizes CSI as a welcoming and nurturing community of professionals that care deeply about the long-term success of their fellow members.
 - 5) Hiring managers equate CSI membership with a higher level of achievement, expertise, and connection in the construction industry, and seek out its members for key positions.
4. **Code of Conduct:**
 - a. **Purpose:** The purpose of this Code of Conduct is to promote ethical and appropriate behavior by Institute Officers, Board Members, all appointed Committee and Task Team Members, and CSI Members generally, and to establish procedures for the investigation of alleged violations.
 - b. **Violations of the Code of Conduct:** The following constitute violations of the Institute's Code of Conduct:
 - 1) an act or conduct which violates any specific provision of this Code of Conduct,
 - 2) theft or other misappropriation of assets, including assets of the Institute, our customers, suppliers or others with whom we have a business relationship,
 - 3) misstatements and other irregularities in Institute records, including the intentional misstatement of the results of operations,
 - 4) wrongdoing,
 - 5) forgery or other alteration of documents,
 - 6) fraud and other unlawful acts, and
 - 7) any similar acts.
 - c. **Antitrust:** The Institute is committed to the operation of its affairs in compliance with the antitrust laws of the United States and, as applicable, the antitrust laws of the states within the United States and the antitrust/ competition laws of other countries (generally, "Antitrust Laws"). The Antitrust Laws are intended to preserve and promote free, fair and open competition. This competition benefits consumers and companies which are innovative and efficient. A violation of the Antitrust Laws can have serious consequences for CSI and members. Accordingly, CSI hereby issues the following guidelines for itself and its

members, as guidance in connection with participation in CSI activities. The activities of CSI are not intended to restrain competition or to harm consumers. The purpose of CSI is to bring businesses and business people in the construction industry together to promote business, exchange ideas and to take advantage of the vast amount of experience and information that we can all derive from and share with each other.

Accordingly, the following guidelines apply to the activities of CSI and its members:

- 1) Neither CSI nor any of its committees or activities shall be used for the purpose of bringing about or attempting to bring about any understanding or agreement, written or oral, formal or informal, express or implied, between and among competitors with regard to their prices, terms or conditions of sale, distribution, volume of production, territories, customers, or credit terms.
 - 2) In connection with membership or participation in CSI, there shall be no discussion, communication, agreement or disclosure among members which are actual or potential competitors, regarding their prices, discounts or terms or conditions of sale or licensing of products or services, pricing methods, profits, profit margins or cost data, production plans, market shares, sales territories or markets, allocation of territories or customers, or any limitation on the timing, cost or volume of their research, production or sales.
 - 3) Each member of CSI is obligated and expected to exercise its independent business judgment in pricing its services or products, dealing with its customers and suppliers, and choosing the markets in which it will compete.
 - 4) No activity or communication of CSI, or that of members in connection with their participation in CSI, shall include any discussion which could reasonably be construed as an attempt to prevent any person or business entity from gaining access to any market or customer for goods and services, or to prevent any business entity from obtaining a supply of goods or services or otherwise purchasing goods or services freely in the market.
 - 5) The qualifications for membership in CSI are as established by the Board of Directors of CSI and its Bylaws. No application for membership, which meets the qualifications set forth there in, shall be denied membership for any anti-competitive purpose. No member shall be excluded from a working group of CSI for an anti-competitive reason.
 - 6) CSI and each member, in connection with the activities of CSI, shall use its best reasonable efforts to comply in all respects with the Antitrust Laws.
 - 7) These Guidelines are conservative and intended to promote compliance with the Antitrust Laws, not to create duties or obligations beyond what the Antitrust Laws actually require. In the event of inconsistency between these Guidelines and the Antitrust Laws, the Antitrust Laws shall control.
 - 8) These Guidelines shall be promulgated to all members of and participants in CSI. All members and participants shall abide by these Guidelines.
- d. Confidential Information: The protection of the Institute's confidential business information and trade secrets, subject to disclosures required by law, is vital to the interests and the success of CSI. Such confidential information includes, but is not limited to, the following examples:
- 1) personal compensation data,
 - 2) computer processes,
 - 3) computer programs and codes,
 - 4) customer lists, including but not limited to current members, lapsed members, member prospects, and certificate/certification holders and examination registrants,
 - 5) financial information,
 - 6) marketing strategies,
 - 7) new materials research, or
 - 8) pending projects and proposals research and development strategies.
- e. Whistleblower Protection: The reporting of Code of Conduct violation by a CSI Officer, Director, Committee or Task Team member, or CSI member shall be considered privileged and subject to protection. Said protection is intended to cultivate an open door approach to Institute Policy compliance and no such person who in good faith reports a violation of the Code of Conduct shall suffer harassment, retaliation or adverse consequences. An Institute Officer, Board, Committee or Task Team member, or CSI member who retaliates against

someone who has reported a violation in good faith shall be subject to discipline in accordance with Institute Policy Section I.A.4.h. This whistleblower protection is intended to encourage and enable Officers, Directors, Committee or Task Team members, or CSI members to raise concerns within the Institute prior to seeking resolution outside the association.

- f. Ethics/Conflict of Interest: The Institute Board commits all Institute Officers, Board Members, all appointed Committee and Task Team Members, and all Members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Institute Officers, Board, Committee, or Task Team Members, and as Members. Accordingly, Institute Officers, Board, Committee, and Task Team Members, and Members:
- 1) Must conduct themselves with loyalty to the interests of CSI and its stakeholder members. This loyalty does not supersede any conflicting loyalty, such as loyalty to other advocacy or interest groups, membership on other boards, and professional responsibility to an employer or professional ethics but should be considered as equal to these other loyalties. Where there are conflicts between these loyalties, they should be treated the same as a conflict of interest.
 - 2) Must not breach their fiduciary responsibility to CSI and must avoid conflict of interest, as well as the appearance of any conflict of interest, with respect to the following:
 - a) There must be no self-dealing, nor any private business activity, nor personal services between any Institute Board, Committee, or Task Team Member or Member and the Institute regardless of whether or not the services or products comprising the business activity are rendered for free or for compensation, including expenses. For purposes of this section “Institute Board, Committee, or Task Team member” includes any organization in which the Institute Board, Committee, or Task Team member, or any member of his/her immediate family, has a beneficial equity ownership interest of at least ten percent or is an officer or member of the organization’s Board of Directors or Executive Committee, or is an Officer.
 - b) When the Institute Board, a Committee, or a Task Team is to decide upon an issue in which a Director or member has an unavoidable conflict of interest, that Director or member shall excuse herself or himself, without comment, from both all voting, and from the entire deliberation.
 - c) Institute Board, Committee, or Task Team members must not use their positions to obtain Institute employment for themselves, family members, or close associates. Should a member desire such an employment offer, he or she must first resign from the position of Board, Committee, or Task Team member.
 - d) Institute Board and Committee members will disclose their involvement with other organizations, vendors, or any other associations that might produce a potential conflict under this Policy.
 - e) The Institute Board of Directors may not participate in the nomination review process of any CSI related award for which they, a family member, or a firm they work for or represent, may be eligible or which may otherwise present a conflict of interest or perception of self-dealing.
 - f) Institute Board and Committee members are expected to be familiar with and abide by CSI policies.
 - g) The Board may for good cause exempt the members, members of a Board, Committee, or Task Team from one or more of the provisions of this Section by affirming the exemption in a Board vote or by stating the exemption in that Board’s, Committee’s, or Task Team’s charges, provided that the exemption is adopted by an affirmative majority of the Board of Directors and provided that the exemption does not permit an actual conflict of interest or actual self-dealing. The action of the Institute Board will, by virtue of the hierarchical relationship, be implicitly adopted as superseding, in whole or in part, this Policy and thereby enable eligibility of members, Institute Officers, Board, Committee, and Task Team members to act accordingly.

- 3) Must not attempt to exercise individual authority over the organization, except as explicitly set forth in Institute Board Policies and Committee or Task Team charges.
 - a) Interaction with the Institute Officers, Executive Director, or with Institute staff must recognize the lack of individual Director and Member authority, except when explicitly authorized by Institute Policy, Committee, or Task Team charges.
 - b) Interactions with the public, press, or other entities must recognize the same lack of individual authority and the inability of any Institute Board, Committee, or Task Team member to speak for the Institute Board, Committee, or Task Team, except to repeat explicitly stated Institute Board decisions.
 - c) Institute Officers, Board, Committee, and Task Team Members will give no consequence or voice to individual judgments of the Executive Director or staff performance, except as part of the performance evaluation.
- 4) Must respect the confidentiality concerning Institute Officers, Board, Committee, and Task Team issues and information of a sensitive nature.
- 5) Must annually acknowledge compliance with this Section I.A.4.f by completing an appropriate consent form(s) as provided by the Secretary of the Institute. Compliance with this requirement is achieved in part through inclusion of all CSI positions held on the CSI member profile and annual reporting by Regions and Chapters of Officers and Committee Chairs. The Secretary of the Institute shall review each submitted form for general compliance with this policy and forward to the designated Institute staff for filing.
- g. Sexual Harassment/Harassment/Discrimination: CSI is committed to providing an environment that is free of discrimination and unlawful harassment. Actions, words, jokes, or comments based on an individual's sex, race, ethnicity, age, religion, or any other legally protected characteristic will not be tolerated. As an example, sexual harassment (both overt and subtle) is a form of misconduct that is demeaning to another person, undermines the integrity of the organization, and is strictly prohibited.
 - 1) Sexual harassment is unwanted sexual attention of a persistent or offensive nature made by a person who knows, or reasonably should know, that such attention is unwanted. Sexual harassment includes sexually oriented conduct that is sufficiently pervasive or severe to unreasonably interfere with a person's performance or create an intimidating, hostile, or offensive working environment. While sexual harassment encompasses a wide range of conduct, some examples of specifically prohibited conduct include:
 - a) Promising, directly or indirectly, a reward, if the person complies with a sexually oriented request;
 - b) Threatening, directly or indirectly, to retaliate against a person, if the person refuses to comply with a sexually oriented request;
 - c) Denying, directly or indirectly, a person's opportunity, if the person refuses to comply with a sexually oriented request;
 - d) Engaging in sexually suggestive physical contact or touching another person in a way that is unwelcome;
 - e) Displaying, storing, or transmitting pornographic or sexually oriented materials using Institute equipment or facilities;
 - f) Making sexual-related comments that can be overheard by others;
 - g) Engaging in indecent exposure; or
 - h) Making sexual or romantic advances toward a person and persisting despite the person's rejection of the advances.
 - 2) Sexual harassment can be physical and/or psychological in nature. An aggregation of a series of incidents can constitute sexual harassment even if one of the incidents considered on its own would not be harassing.
 - 3) Persons are prohibited from harassing other persons whether or not the incidents of harassment occur at Institute, Region, or Chapter events. Sexual harassment can involve males or females being harassed by members of either sex. Sexual harassment can involve a person in a greater position of authority as the harasser, and individuals in positions of lesser or equal authority also can be found responsible for engaging in prohibited harassment. Consensual sexual or romantic relationships between persons are

deemed unwise and are strongly discouraged if one person has authority over the other person.

- 4) Harassment on the basis of any other protected characteristics is also prohibited. Under this policy, harassment is verbal or physical conduct that denigrates or shows hostility or aversion toward an individual because of his/her race, color, religion, sex, age, national origin, disability, or any other characteristic protected by law that:
 - a) has the purpose or effect of creating an intimidating, hostile, or offensive work environment;
 - b) has the purpose or effect of unreasonably interfering with an individual's performance; or
 - c) otherwise adversely affects an individual's opportunities.
- 5) Harassing conduct includes, but is not limited to: epithets, slurs or negative stereotyping; threatening, intimidating or hostile acts; denigrating jokes and display or circulation of written or graphic material that denigrates or shows hostility or aversion toward an individual or group (including through e-mail).
- 6) All incidents of sexual harassment or inappropriate sexual conduct must be reported regardless of their seriousness. Publicizing information about alleged harassment without following the reporting procedures or filing a formal complaint might be considered evidence of a vexatious intent on the part of the accuser.
- h. The following policies have been developed by the Institute to facilitate the investigation of alleged violations of the Institute's Code of Conduct.
 - 1) The Institute will only respond to written complaints filed with the Institute's Executive Director or, if the complaint relates to the Executive Director, with the Institute President. Except as provided herein or required by the Institute's bylaws, the contents of the complaint and any action taken with respect to the complaint shall be maintained on a confidential basis.
 - 2) Upon receipt of a written complaint, the Executive Director (or, if applicable, the Institute President) will acknowledge receipt and outline the procedures and timeline for the investigation of the complaint.
 - 3) The Executive Director (or, if applicable, the Institute President) will send notification to the person who is the subject to the complaint that a complaint has been filed and include a copy of the complaint and any related information which is then or later becomes available. The subject shall also be advised as to the procedures and timeline for investigation of the complaint.
 - 4) The complaint shall be referred to the committee of the Institute Board of Directors that has been designated by the Board for such purpose and which shall consist solely of Board members who are disinterested parties with respect to the parties to the complaint. The committee shall take such action as it deems necessary and appropriate to investigate the complaint, including consultation with Institute staff and legal counsel. The committee may also pursue informal means of dispute resolution to resolve the complaint. The committee may request such additional information as it deems appropriate to the consideration of the complaint from the complainant and the subject of the complaint. Absent unusual circumstances, it is expected that a complaint shall be resolved or otherwise addressed not later 30 days after receipt.
 - 5) Subject to the requirements of Article IX, Section 14 of the Institute Bylaws, the committee may resolve the complaint in any manner it deems appropriate, including, but not limited to:
 - i) taking no action if the complaint is found to be without merit or the results of the committee's investigation are inconclusive,
 - ii) the issuance of a letter of censure or reprimand to the subject,
 - iii) any other corrective action deemed appropriate by the Committee, or
 - iv) referral to the full Board for consideration of the subject's suspension or expulsion pursuant to Article IX, Section 14 of the Institute bylaws.
 - 6) Except as provided herein or required by the Institute's bylaws, the contents of the complaint and any action taken with respect to the complaint shall be maintained on a confidential basis by all persons involved.

5. Political Involvement: Pursuant to the provisions of the Certificate of Incorporation, the Institute Staff or CSI members may educate government entities about CSI's programs and services to improve construction documentation, communication, and technical aspects of the environment.
6. Program Endorsements
 - a. There is mutual advantage to the Institute and manufacturers for CSI to make editorial comments for improvements to manufacturers' specifications. However, CSI shall not endorse or allow use of the name CSI in connection with the content.
 - b. The Institute may grant official endorsement to documents prepared or sponsored by other professional societies and groups. Such endorsement shall not be exclusive.
 - c. CSI shall not enter into the field of comparative testing and evaluation of materials.
 - d. Where consistent with CSI's goals and principles, CSI shall recognize documents, publications, information sources, and products that correctly apply CSI standards, formats and principles. The recognition program, approval process, guidelines, limitations and disclaimers shall be established by staff and reviewed by Institute legal counsel.
7. Chapter and Region Endorsements
 - a. Chapters and regions shall not officially comment on the value of manufacturers' literature. Apparent need for such comment should be brought to the attention of the Executive Director.
 - b. Indication that a company, firm, or corporation is a member of the Institute in any publication is in violation of the Institute Bylaws. Chapters and regions shall promptly report such indications to the Executive Director for disposition by the Institute President.