CSI ANNUAL MEETING REGULATIONS
Approved June 2018

I. Authority
These regulations comprise the instructions of the Institute Board for conducting affairs of the Institute at Annual Meetings, and supplement the provisions of the Institute Bylaws. Institute Bylaws Article XII., Section 5., stipulates that “Robert’s Rules of Order Newly Revised (RONR) shall guide the meeting]: the Eleventh Edition of RONR published in September 2011 shall be the parliamentary authority for the 2018 Annual Meeting.

II. Distribution of Regulations
A. These regulations shall be published for CSI members.
B. The Governance Committee shall make a copy of the Standing Rules available to Voting Members and Student Members when accredited.

III. Voting Members
A. Institute Bylaws establish the following membership classifications:
   1. “Professional Members shall be eligible to vote and hold any office in the Institute.”
   2. “Emerging Professional Members shall have all the rights and privileges of Professional members, except they shall not be eligible to vote in Institute elections, and they shall not be eligible to hold elective Institute office.”
   3. “Student Members shall have all the rights and privileges of Professional members, except that they shall not be eligible to vote nor to hold elective office in the Institute.”
B. The business conducted at the Annual Meeting includes resolutions and requests for consideration of other business, neither of which constitute an Institute election, but merely a formal expression of opinion, will, or intent in the case of a resolution; or a preliminary consensus or “sense of the meeting” in the case of other business.
C. Student Members are prohibited by the Institute Bylaws from voting, regardless of the forum, but the Institute Board is desirous of their participation and as a result, they may be accredited by the Governance Committee to participate in deliberations at the Annual Meeting.
D. For the purpose of business conducted at the Annual Meeting, a Voting Member shall be defined as a Professional Member or Emerging Professional Member of the Institute that has been accredited by the Governance Committee.

IV. Accreditation of Voting Members and Student Members
A. Accreditation of Voting Members and Student Members shall be the responsibility of the Governance Committee.
B. Members desiring to be accredited as Voting Members or Student Members at the Annual Meeting shall register prior to noon the day of the Annual Meeting or two hours prior to the Annual Meeting, whichever is earlier. Each Voting Member will be issued an appropriate Voting Member ribbon. Student Members will be issued an appropriate Student Member ribbon. Only accredited Voting Members and Student Members may participate in the Annual Meeting.
C. The Governance Committee’s report shall be read at the Annual Meeting.
D. A decision of the Governance Committee regarding accreditation of a Voting Member or Student Member may be appealed by the member to the Institute Secretary, in writing, prior to closing time for member accreditation. The decision of the Secretary shall be final.

V. Resolutions
A. The Governance Committee shall review and process all resolutions.
B. A resolution is a written declaration submitted for consideration as a formal expression of opinion, will, or intent of the Voting Members at the Annual Meeting.
C. Resolutions shall be submitted in the stipulated form to the Institute Secretary, c/o The Construction Specifications Institute, to be received not later than 90 days prior to the Annual Meeting. The Institute Secretary shall record and acknowledge receipt of all resolutions. The Institute Secretary shall, not later than
85 days prior to the Annual Meeting, forward copies of these regulations and all resolutions to the Governance Committee for action.

D. Resolutions may be submitted by:
   1. The Institute Board.
   2. One or more regions of the Institute when approved by a majority of the chapters of an unincorporated region or by the Board of an incorporated region.
   3. One or more chapters of the Institute.
   4. Twenty-five members of the Institute representing at least five chapters.
   5. Any combination of the foregoing.

E. Each resolution shall be certified by the signatures of the sponsors. In the case of the Board, a region, or a chapter, the resolution shall be certified by the signature of its president and secretary.

F. Each resolution shall be limited to one subject only.

G. Resolutions received less than 90 days prior to the Annual Meeting shall not be considered by Governance Committee.

H. The Governance Committee shall review each resolution to ascertain that:
   1. It is an appropriate subject for a resolution.
   2. It complies with applicable legal requirements.
   3. It does not conflict with the Institute Certificate of Incorporation, Institute Bylaws, Institute Governing Policies, and these regulations.
   4. It is in correct format and clearly stated.
   5. Statements of fact are correct and supportable.
   6. Assumptions are clearly identified as such.

I. The Governance Committee shall act on each resolution. The chair of the Governance Committee shall certify the action taken by the committee on the face of each copy of the resolution. The committee may:
   1. Present the resolution to the Annual Meeting.
   2. Amend the resolution for form, clarity, and factual content, but not for intent without the consent of the sponsor, and present the amended resolution to the Annual Meeting.
   3. Combine resolutions of similar import, identifying the sponsors, and take appropriate action.
   4. Return the resolution to the sponsor not later than 70 days prior to the Annual Meeting identifying items that do not comply with stated requirements; and indicate that the sponsor may revise and resubmit the resolution to the Governance Committee so that it is received not later than 50 days prior to the Annual Meeting for reconsideration.
   5. Reject the resolution and return it to the sponsor with a statement of the reason for rejection.

J. The Governance Committee shall advise of its action on each resolution to its sponsor so that it is received not later than 40 days prior to the Annual Meeting with copies of the report to the Institute Secretary and the sponsor's Institute directors.

K. Except as provided for in these regulations or those resolutions ruled as improper (e.g., illegal or contrary to the Certificate of Incorporation) or dilatory (e.g., frivolous, absurd, or containing no rational proposition), the decision on resolutions rejected by the Governance Committee may be appealed by the sponsor. The sponsor shall notify the Institute Secretary, in writing, not later than 30 days prior to the Annual Meeting that the decision on the resolution as submitted is being appealed, including full documentation and the reason for the appeal. A copy of the decision to appeal will be considered by the Annual Meeting provided it is moved by the sponsor. The appeal requires two-thirds affirmative vote for approval.

L. The Governance Committee shall submit a report of all of its actions on the resolutions, in a form suitable for submitting to the Institute Board, to the Institute Secretary so that it is received not later than 35 days prior to the Annual Meeting.

M. Copies of the resolutions which will be presented to the Annual Meeting by the Governance Committee, as well as resolutions being appealed, shall be distributed to the Chapter Presidents, Board Members, and Former Presidents not later than 25 days prior to the Annual Meeting as well as being posted to the Institute website by this same date. Resolutions being appealed shall be clearly marked that they have not been accepted for presentation to the Annual Meeting.

N. Resolutions accepted to be presented at the Annual Meeting and any rejected resolutions being appealed may not be withdrawn from consideration after the initial opening of the Governance Committee booth prior to that regularly scheduled Annual Meeting.

O. Resolutions of acknowledgment, sympathy, and like import may be submitted prior to and at the Annual Meeting by the Governance Committee or the Institute Board.
P. A complete report on the actions taken by the Institute Board on those resolutions approved at the Annual Meeting shall be published within three months after the date of the Annual Meeting.

VI. **Business at the Annual Meeting**
   A. Agenda: An agenda shall be prepared by the Board Chair on behalf of the Institute Board, and shall be distributed to Chapter Presidents, Region Presidents, Board Members and Former Institute Presidents not later than 25 days prior to the Annual Meeting. A copy of the Agenda along with copies of all Resolutions and known items of other business to be considered at the Annual Meeting will be distributed to Voting Members and Student Members at the time they are accredited.
   B. Other Business:
      1. Requests for consideration of items of other business for presentation to the Annual Meeting shall be submitted in writing, on the stipulated form, to the Governance Committee in accordance with XII.B., to be received not later than 15 days prior to the Annual Meeting. Such requests may be submitted by the Board, any region (in accordance with the criteria in V.D.2.), any chapter, or by any five Voting Members, each from a different chapter, or any combination of the foregoing.
      2. The Governance Committee shall rule on the acceptability of each request for items of other business in accordance with the criteria in V.H. through V.J., and shall announce its decision to the sponsor(s) not later than 5:00 p.m. local time three days before the Annual Meeting. The Governance Committee shall communicate the announcement and content of the item of other business to each region president for use at the region’s caucus. No appeal from the decision will be allowed.
   C. Standing Rules: Standing rules shall be distributed prior to the Annual Meeting for adoption at the Annual Meeting. Standing rules require a majority vote for approval and a two-thirds vote for any revisions.
   D. Parliamentarian: For the purpose of conducting orderly and efficient deliberations, the Governance Committee may appoint a certified or registered parliamentarian. The parliamentarian shall be present at the Annual Meeting in the event one or more resolutions or requests for consideration of other business are presented to the Annual Meeting. The parliamentarian shall advise and consult with the presiding officer before and during debate, shall not address the assembly, and shall not be a member of the Construction Specifications Institute.

VII. **Voting**

Only Voting Members shall be permitted to vote.

VIII. **Tellers**
   A. The Tellers shall be Voting Members of the Institute appointed by the presiding officer.
   B. If a Voting Member participates in debate, that Voting Member shall be disqualified from serving as a Teller.
   C. The Tellers shall tally, record and certify all votes where a tally is required.

IX. **Admittance and Seating**
   A. Sergeant-at-Arms: The sergeant-at-arms shall be a member of the Institute, appointed by the presiding officer, and shall be responsible for:
      1. Checking credentials of those entering the Annual Meeting and denying entrance to unauthorized persons.
      3. Seating of Voting Members, Student Members, members who have not been accredited, and invited guests.

X. **Contents of Resolutions and Other Business**
   A. Subjects appropriate for resolutions and other business are those of concern to the general membership:
      1. Institute purposes.
      2. Institute policies.
      3. Institute programs.
      4. Institute Bylaws.
      5. Items of broad concern to the construction industry.
      6. Actions of acknowledgment, sympathy, and like import.
   B. Other Business:
      1. The purpose of items of other business is:
         a. To determine a preliminary consensus of the Voting Members present.
b. To provide guidance to the Board as an expression of the "sense of the meeting," with the understanding that any action is at the discretion of the Board.

c. To explore the desirability of developing a subject for submission as a resolution the following year.

2. Subjects appropriate for other business are the same as those for resolutions, but:
   a. Have not had the study and research required for resolutions.
   b. Could not be submitted as a resolution due to the time element, yet require a consensus of the Voting Members because of current developments.

C. Matters not normally appropriate for either resolutions or items of other business:
   1. Institute administrative details.
   2. Matters which should be resolved at the region level.
   3. Matters involving personalities.

XI. **Rules for Drafting Resolutions**

To achieve uniformity in the manner of presentation of resolutions before the Annual Meeting of the Institute, conform to the following procedures and rules:

A. Determine the actual need for a resolution. Wherever possible, attempt to resolve problems through the Board, without resorting to a resolution.

B. Initiate and prepare resolutions as early as possible in the administrative year. Thoroughly research the subject prior to preparing the resolution.

C. Insofar as possible, discuss proposed resolutions at region conferences and at chapter officers meetings, to obtain a broader base of opinion.

D. Submit an original of each resolution to the Institute Secretary, c/o of The Construction Specifications Institute office, properly signed, by the established date.

E. Cover only one subject in each resolution.

F. Submit typed resolution on plain white bond paper (not letterhead), 8-1/2 x 11 in. An electronic submission formatted in PDF is acceptable.

G. Use headings, paragraphing, punctuation, and capitalization, increasing or reducing the number of clauses as needed.

H. Prepare the resolution as briefly as possible; omit all unnecessary words or phrases.

I. Abbreviate "The Construction Specifications Institute," when used in the text as "CSI," with no periods between initials.

J. Word the RESOLVED clauses to provide a clear statement of the entire action desired, to stand by itself as a complete resolution if read independently of the WHEREAS clauses. For example: "RESOLVED that the above matter be taken under consideration by the Board" is not a complete RESOLVED clause.

K. If the resolution involves a cost to CSI, include an estimate of the cost of implementation of the action, since an adopted resolution may require a study and an appropriation by the Board.

L. Exclude everything from the resolution that is not pertinent to the resolution.

M. Each resolution from a region or chapter shall be certified by a separate forwarding cover letter in the following manner:
   1. From a region - the signature of a majority of the chapter presidents of an unincorporated region or the Region President and majority of the Region Board of an incorporated region.
   2. From a chapter - identification of the meeting of the chapter board that endorsed the resolution plus the signature of the chapter president and secretary.

N. Consecutively number each WHEREAS clause and consecutively letter each RESOLVED clause.

O. Submit the resolution in the following format:
SUBJECT: (As few words as possible describing subject matter.)
SUBMITTED BY: (Name of Sponsor(s))
WHEREAS, (1) __________________________________________
WHEREAS, (2) __________________________________________
WHEREAS, (3) __________________________________________
now therefore be it RESOLVED, (a) __________________________
and be it further RESOLVED, (b) __________________________

The following is information provided to the Board and not part of the published resolution:
ESTIMATED CSI COST: (Fill in as appropriate.) __________________________
PROPOSED SOURCE OF FUNDS: __________________________
COMMITTEE ACTION: __________________________

XII. Requests for Other Business
Requests for consideration to present other business to the Annual Meeting shall be in a form similar to that prescribed for resolutions.
A. Insofar as appropriate and possible, treat other business in a similar way to paragraphs A through D of the Rules for Drafting Resolutions.
B. Submit all requests for consideration of other business directly to the Institute Secretary, with a copy to each member of the Governance Committee.
C. Title the first page "Request for Consideration of Other Business at the Annual Meeting."
D. State the reasons why the subject is submitted as other business rather than a resolution.
E. Conform to paragraphs F through J and L through N of the Rules for Drafting Resolutions, substituting "other business" for "resolution."
F. List the names of those who wish to speak on behalf of the matter, in the order in which they will be recognized.
G. Have the Request properly signed, identifying the sponsors and their chapters.

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H. State whom the Governance Committee should contact to advise of their decision, including when and where the person may be reached. Arrange to meet the chair of the Governance Committee.

XIII. Standing Rules for the Annual Meeting

A. Admittance to the Annual Meeting will be by badge only. Voting Members shall wear a “Voting Member” ribbon; Student Members shall wear a “Student Member” ribbon. If voting cards are used, only Voting Members will be issued cards.

B. Only Voting Members may make motions. Only Voting Members and Student Members may participate in debate.

C. Voting Members and Student Members wishing to speak shall approach the nearest microphone, address the presiding officer, wait to be recognized and state their names and chapter affiliations.

D. No Voting Member or Student Member may speak more than once to each motion until all who wish to speak have been heard.

E. No Voting Member or Student Member shall speak more than twice on each motion without the unanimous consent of the Voting Members assembled.

F. When requested by the presiding officer, motions made from the floor shall be presented in writing signed by the Voting Member that offered the motion.

G. The sponsor of a resolution or request for consideration of other business shall be given first opportunity to speak to the resolution or other business. The Voting Member making a motion shall be given first opportunity to speak to the motion.

H. Debate shall be limited to two minutes per person.

I. Debate on any resolution shall be limited to a total of 20 minutes. The presiding officer will recognize debaters on an alternating basis as available, pro and con, until the time limit for debate is up. Debate time limit may be extended by a two-thirds vote of Voting Members present and voting. Subsidiary motions (e.g., amend, commit, postpone, or previous question) may be made during debate on the main motion, but the presiding officer may rule such motions out of order as dilatory.

J. A written copy of any amendment to a resolution or request for consideration of other business must be submitted to the Institute Secretary.

K. Voting may be by voice, cards, or by rising in place at the option of the presiding officer. A voice vote may be challenged by one member by calling for a Division. If a Division is called for or if the presiding officer is in doubt, a revote shall be by rising vote. A vote by voting cards shall be equivalent to a rising vote, so it may not be challenged by a call for a Division. However, a majority may order a counted vote.

L. A Voting Member who does not vote is an abstainer and abstentions are not counted.

M. The Board shall be responsible for approval of minutes of the Annual Meeting.

N. A motion to reconsider must be made by one who voted on the prevailing side.