



CSI ANNUAL MEETING REGULATIONS

Approved June 2020

I. Authority

These regulations comprise the instructions of the CSI Board of Directors for conducting business in person or by virtual means at Annual Meetings and supplement the provisions of the CSI Bylaws. CSI Bylaws Article XII., Section 5., stipulates that “Robert’s Rules of Order Newly Revised” (RONR) shall guide the meeting.

II. Distribution of Regulations

These regulations shall be published for CSI members immediately upon approval by the CSI Board of Directors.

III. Quorum of Voting Members

- A. CSI Bylaws establish a quorum at “100 voting members in good standing who represent at least 40 chapters of the Institute.” The Bylaws further define voting members as the following membership classifications:
1. “Professional Members *shall be eligible to vote* and hold any office in the Institute.”
 2. Retires, Emeritus, Lifetime, and Distinguished members “retain the rights and privileges held at the time of application for change in status”.
 3. “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.”
 4. “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 a CSI election or resolution binding on the Board or association, 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 and Emerging Professional Members are not eligible to vote, regardless of the forum, but the CSI Board is desirous of their participation and as a result, they may participate in deliberations at the Annual Meeting.

IV. 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 accordance with the *Rules on Drafting Resolutions*, to the Governance Committee, c/o CSI, to be received no later than 60 days prior to the Annual Meeting. Receipt acknowledgement for all resolutions shall be sent out from the CSI Office and shall be recorded for presentation to the Governance Committee.
- D. Resolutions may be submitted by one of the following, who shall be referred to as sponsor(s):
1. 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.
 2. One or more chapters of the Institute.
 3. Twenty-five members of the Institute representing at least five chapters.
 4. Any combination of the foregoing.
- E. Each resolution shall be certified by the signatures of the sponsors. In the case of 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. 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 and the *Rules on Drafting Resolutions*.
 3. It does not conflict with the CSI’s Certificate of Incorporation, its Bylaws, the CSI Board Governing Policies, and/or these regulations.
 4. It is in the correct format and clearly stated.

5. Statements of fact are correct and supportable.
 6. Assumptions are clearly identified as such.
- H. The Governance Committee shall act on each resolution. The Chair of the Governance Committee shall certify the action taken by the committee in the committee meeting minutes. 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. Reject the resolution and return it to the sponsor with a statement of the reason for rejection.
- I. The Governance Committee shall advise of its action on each resolution to its sponsor so that it is received not later than 30 days prior to the Annual Meeting with copies of the report to the CSI Board Secretary and the sponsor's CSI Board director.
- J. Resolutions ruled as improper (e.g., illegal or contrary to the CSI Certificate of Incorporation) or dilatory (e.g., frivolous, absurd, or containing no rational proposition) shall be rejected by the Governance Committee. The decision on resolutions rejected by the Governance Committee is final.

V. Business at the Annual Meeting

Agenda: An agenda shall be prepared by the Board Chair on behalf of the CSI Board, and shall be distributed to Chapter Presidents, Region Presidents, and Board Members not later than 15 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 and Emerging Professional Members at the time of the meeting.

VI. Voting

- A. Only Voting Members shall be permitted to vote.
- B. Voting will be made in the manner prescribed by the presiding officer and if applicable, the format available under the meeting technology platform.
- C. Tellers will be designated for any vote.
 1. The Tellers shall be CSI Board of Directors present at the Annual Business Meeting.
 2. The Tellers shall tally, record, and certify all votes where a tally is required.

VII. Standing Rules for the Annual Meeting

- A. Attendance to the Annual Meeting will be restricted to eligible Members whose membership has been verified immediately prior to the Member's participation in the meeting.
- B. Only Voting Members and Student Members may participate in debate.
- C. Voting Members and Student Members wishing to speak shall address the presiding officer in the manner prescribed at the meeting and if applicable, the format available under the meeting technology platform, 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. 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.
- G. Debate shall be limited to two minutes per person.
- H. 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.
- I. A Voting Member who does not vote is an abstainer and abstentions are not counted.
- J. The Board shall be responsible for approval of minutes of the Annual Meeting.
- K. A motion to reconsider must be made by one who voted on the prevailing side.