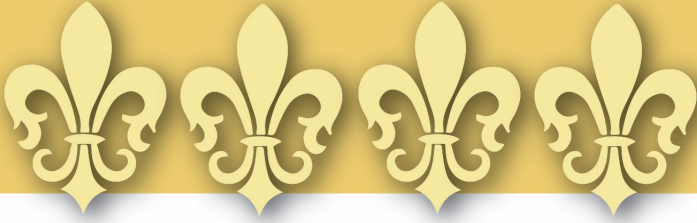




Business Meeting  
**Bylaws Committee Report**

2020 ASPE Business Meeting  
**Bylaws Committee Report**



2020 ASPE Business Meeting  
**Bylaws Committee Members**

**CHAIR**

David Dee Dexter, PE, CPD, FASPE, LEED DB+C, FNSPE

**MEMBERS**

David M. Bailey, CPD, GPD, FASPE

Keith D. Bush, CPD, GPD, CSI

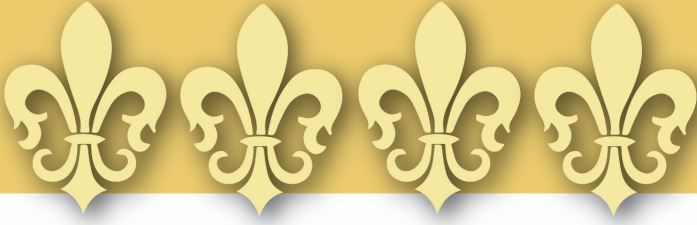
Brianne Copes, PE

William Grayzar, CPD, GPD

David Lewis, CPD, FASPE

Donald L. Strickland, CPD, GPD, FASPE

Greg Swafford, CPD



## Business Meeting Bylaws Committee Report

### PROPOSAL 1

Submitter: ASPE Phoenix Chapter & ASPE Eastern Michigan Chapter

Section of Bylaws to Be Changed: ARTICLE 2 – MEMBERSHIP, 2.2 Membership Classifications: (j) Life Member:

Proposed Amendment (use underline for an addition or ~~strikethrough~~ for a deletion):

- (j) **Life Member:** ~~The Board of Directors Society~~, after nomination by a chapter Board of Directors, ~~may shall~~ grant upon verification of credentials, Life Membership status to any retired person who has been a Member in good standing continuously during the past fifteen (15) years ~~and has demonstrated significant contributions to the chapter and/or the society~~. The Life Member shall also have reached the age of sixty (60) years and no longer working full time in the profession. All the rights and privileges of his/her membership shall also pertain to this membership category, except that Life Members shall not be required to pay annual dues and shall not receive Plumbing Engineering Design Handbook materials.

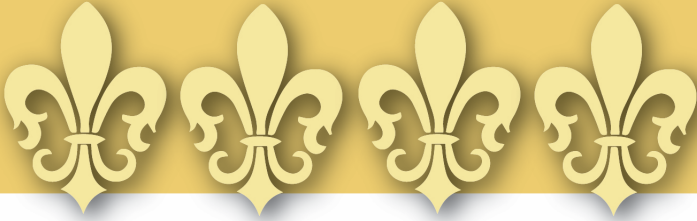
**Rationale for Change (state a specific reason for the proposed amendment):**

The intent of this proposed Bylaw amendment is to remove language within the Bylaw that allows Society to subjectively judge or add further non-binding requirements to members who apply for Lifetime Membership. This change will be consistent with other professional organizations as it removes the language which requires the Society BOD to determine which contributions are worthy of a lifetime membership.

The current approval process is preventing well deserving members from being granted lifetime membership. Lifetime membership is not an achievement that is granted based on contributions, it is a membership status that should be granted to those members who meet the minimum criteria and have been a long standing ASPE member. Members who demonstrate significant contributions to the chapters and society can be recognized by many other ways such as being accepted into the College of Fellows or receiving a prestigious award. ASPE should not have both Life Membership and the College of Fellows based on significant contributions.

2020 ASPE Bylaws Committee: Approval

**DELEGATES DECISION:**



## Business Meeting Bylaws Committee Report

### PROPOSAL 2

Submitter: Vincent Falkowski, PE Vice President of Membership

Section of Bylaws to Be Changed: ARTICLE 3 DUES: 3.4 Disbursements

Proposed Amendment (use underline for an addition or ~~strikethrough~~ for a deletion):

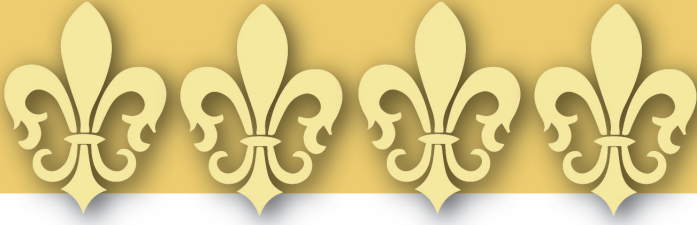
**3.4 Disbursements:** At the end of each month the Treasurer shall authorize the Society Director of Finance to forward to each chapter 20% of all monies received from dues of members attached to that chapter except where said dues are from the multiple chapter program. Dues from a member who is affiliated with multiple chapters will be made pursuant to the above in an amount equal to the 20% of the normal single chapter member rate. Dues of members not attached to any existing chapter shall be totally disbursed to the Society's treasury.

**Rationale for Change (state a specific reason for the proposed amendment):**

The modifications requested aligns with the intent of the multiple-chapter affiliation program where members can affiliate with multiple chapters to support those chapters through the dues rebate program. Currently the rebate is fixed by the By Laws at 20%. In this program dues are reduced after the second affiliation through as many affiliations as the member wishes to support. The program was designed to provide the same monetary disbursement to the chapters as the 20% dues would have been had the member affiliated with each chapter separately. Of the \$80 charge to affiliate with a second chapter the Chapter currently gets \$16 where it was the intent of the program to provide equal support as if the member paid in full. For example, the dues of a full member at \$190 equates to the dues rebate of \$38 to the chapters. This adjustment would enable the Society to compensate the chapter \$38 for members who take advantage of the multiple-chapter affiliation program.

2020 ASPE Bylaws Committee: Approval

**DELEGATES DECISION:**



## Business Meeting Bylaws Committee Report

### PROPOSAL 2 (Revised)

Submitter: Vincent Falkowski, PE Vice President of Membership

Section of Bylaws to Be Changed: ARTICLE 2 MEMBERSHIP: 2.2 Membership Classifications, ARTICLE 3 DUES:  
3.4 Disbursements

Proposed Amendment (use underline for an addition or ~~striketrough~~ for a deletion):

**2.2 Membership Classifications:** Members shall be assigned a membership category. Category shall be assigned by the Society Vice President, Membership, who shall make assignments based on the following classification criteria:

(k) Multiple Chapter Member: Any member of a Chapter may apply for membership in multiple Chapters. The member must designate what Chapter will be His/Her "Home" Chapter. The member can only serve as a Convention Delegate for His/Her "Home" Chapter. As determined by the Board of Directors, some restrictions may apply, such as assisting multiple Chapters Board of Directors as needed.

**3.4 Disbursements:** At the end of each month the Treasurer shall authorize the Society Director of Finance to forward to each chapter 20% of all monies received from dues of members attached to that chapter ~~except where said that dues are received from the multiple chapter program members will be set at 47 ½ % of dues that apply to the members membership classification. Chapter dues rebate will be adjusted, as determined by the Board of Directors, to provide adequate funds to support the additional member. Dues from a member who is affiliated with multiple chapters will be made pursuant to the above in an amount equal to the 20% of the normal single chapter member rate.~~ Dues of members not attached to any existing chapter shall be totally disbursed to the Society's treasury.

**Rationale for Change (state a specific reason for the proposed amendment):**

The modifications requested aligns with the intent of the multiple-chapter affiliation ~~program~~ where members can affiliate with multiple chapters to support those chapters through the dues rebate program. This would provide for members who want to be involved in other chapters and provides for adequate chapter rebates. Currently the rebate is fixed by the By Laws at 20%. ~~In this program After the "Home" Chapter, dues are reduced after the second affiliation~~ through as many Chapter affiliations as the member wishes to support. The program was designed to provide the same monetary disbursement to the chapters as the 20% dues would have been had the member affiliated with each chapter separately. Of the \$80 charge to affiliate with a second chapter the Chapter currently gets \$16 where it was the intent of the program to provide equal support as if the member paid in full. For example, the dues of a full member at \$190 equates to the dues rebate of \$38 to the chapters. This adjustment would enable the Society to compensate the chapter \$38 for members who take advantage of the multiple-chapter affiliation program.

2020 ASPE Bylaws Committee:

**DELEGATES DECISION:**



## Business Meeting Bylaws Committee Report

### PROPOSAL 3 (Revised)

Submitter: Carol Johnson

Section of Bylaws to Be Changed: ARTICLE 4 – CONVENTION, 4.5 Voting

Proposed Amendment (use underline for an addition or ~~striketrough~~ for a deletion):

**4.5 Voting:** Voting for officers shall be by secret written ballot or other suitable and secure voting method as determined by the chair, except in such case where there is but one candidate for an office, that office may be elected by acclamation. All other business shall be voted upon in accordance with standard parliamentary procedures. Voting tabulation results shall be shared with the delegation for all ballots.

In the event a mail ballot or other suitable and secure voting method is required to conduct the business of the Society, ballots shall be prepared and posted by the Society office and be made available to current delegates and shall include instructions indicating the final return date and that the contents are an official ballot and are confidential.

In the event an alternate suitable and secure voting and tabulation method of the delegates is required, all such arrangements shall be reviewed and approved by the ASPE Board of Directors and the Nominating Committee.

~~The Nominating Committee shall act as an Election Ballot Tabulation Committee. The ballot results shall be tabulated by a third-party service provide.~~ All ballot ~~counting tabulations~~ shall be provided conducted at the Society office within fifteen (15) days of the published official candidate ballot return date to ASPE Board of Directors and Nominating Committee. The ballot results shall be distributed to all chapters within thirty (30) days of the tabulation of votes and the results published to the entire membership in the next issue of the Society magazine or other appropriate communication to the Society membership.

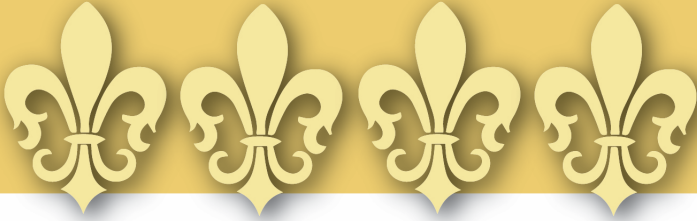
**Rationale for Change (state a specific reason for the proposed amendment):**

As we live in unprecedented times, we must remain current for our everchanging environment.

The 4.5 bylaw is to provide a means of voting electronically during Convention. We could see ourselves in a time where an epidemic or terrorist attack could prevent travel. If we are in an emergency condition where a vote should be performed by the means described in the bylaw it is also reasonable to believe that the Nominating Committee would not be able to travel to tabulate votes. The intent of this bylaw change is to allow a third-party service to perform the tabulation of the vote and to return the tabulation to stated parties.

2020 ASPE Bylaws Committee: Approval

**DELEGATES DECISION:**



## Business Meeting Bylaws Committee Report

### PROPOSAL 4

Submitter: Carol Johnson

Section of Bylaws to Be Changed: ARTICLE 5 – OFFICERS, 5.2 Election and Term of Office

Proposed Amendment (use underline for an addition or ~~strikethrough~~ for a deletion):

**5.2 Election and Term of Office:** All officers, except for Region Directors and Secretary, shall be elected at the Convention, on an at-large basis by all delegates. Region Directors shall be elected at the Convention by a majority of the chapters comprising the appropriate region, whereby each chapter is given one vote. All officers shall be elected for a term of two (2) years.

Each officer shall hold office until a successor shall be installed or until the officer shall resign or shall be removed or otherwise disqualified to serve.

All candidates for office shall be required to complete and submit an application indicating candidates' interest; a statement of inclinations, interests, and affiliations; participate in interview process and a complete biographical record.

Officers shall take office immediately upon installation following election.

No President shall serve more than two terms consecutively.

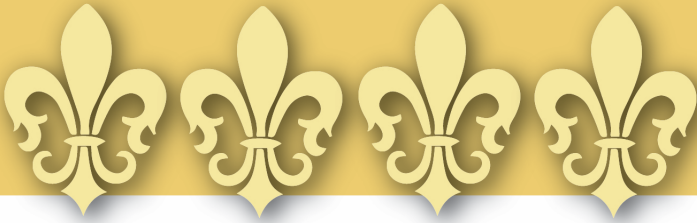
**Rationale for Change (state a specific reason for the proposed amendment):**

Under 10.14 the Nominating Committee is required to "prepare a summary biography for distribution to the membership" this is through an interview with the Candidate. This recommendation is to provide consistency in the process and requirements of Candidate.

Any candidate running from the floor will be interviewed at the delegate meeting.

**2020 ASPE Bylaws Committee:** Approval

**DELEGATES DECISION:**



## Business Meeting Bylaws Committee Report

### PROPOSAL 5 (Revised)

Submitter: Carol Johnson

Section of Bylaws to Be Changed: ARTICLE 5 – SOCIETY OFFICERS, 5.3 Recall, Removal, or Resignation

Proposed Amendment (use underline for an addition or ~~strikethrough~~ for a deletion):

**5.3 Recall, Removal, or Resignation:** An elective officer shall be deemed to be disqualified and shall be removed from office for conviction of a felony or declaration of incompetency by an order of court or for ceasing to be an active member or for physical infirmity which makes it impossible to continue to discharge the duties as an officer.

Any elective officer shall be subject to recall for conduct unbecoming an elective officer by either of the following. ~~Recall shall be either by one of the following:~~

Option 1: A petition for the recall of any elective officer shall be signed by not less than fifteen (15) percent ~~the majority~~ of the active total membership and shall be presented to the Board of Directors.

~~Option 2: A hearing shall be held before the Board of Directors at least fifteen (15) days after written notification to all parties. The Board of Directors may remove the elective officer from office by a vote of two-thirds (2/3) of the full Board of Directors. If the official is recalled, the vacant position on the Board shall be filled in accordance to section 5.5.~~

~~However,~~ Region Directors shall be additionally deemed to be disqualified and shall be removed from office ~~in the event~~ by either of the following:

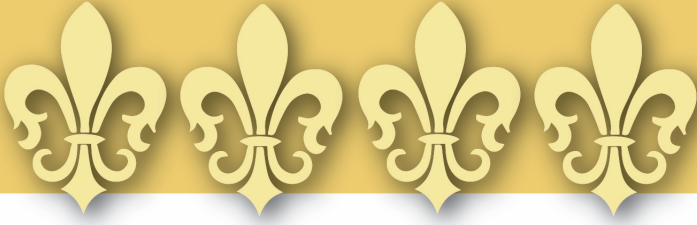
- 1) ~~they~~ They cease to be a member in good standing of a chapter in the region or the individual's permanent residence moves outside the boundaries defining the region.
- 2) Any chapter president within the region in question, having reason to suspect a Region Director of conduct detrimental to the stated purposes and goals of the Society, may file a petition, signed by at least two-thirds (2/3) of the region presidents, with the Board of Directors specifically stating all charges against said party.
- 3) ~~For Region Directors, as an alternate process, a~~ A petition for the recall of any region director shall be signed by not less than a minimum of fifteen (15) percent of the active total membership in the affected region representing a cross-section of no less than three (3) chapters in the affected region and shall be presented to the Board of Directors. Upon receipt of this petition, the Board of Directors will take immediate action to determine the validity of the charges and then take such action as deemed necessary within the framework of the ASPE Bylaws.

A In all cases a hearing shall then be held before the Board of Directors at least fifteen (15) days after written notification to all parties, and to sustain the recall a vote of two-thirds (2/3) of the full Board of Directors shall be necessary. If the official is recalled, the vacant position on the board shall be filled in accordance to section 5.5 Vacancies, of these bylaws. An official may resign at any time by giving written notice to the Board of Directors. At the next scheduled Convention, a new officer and/or Region Director shall be elected.

Appointed officers are subject to removal from office with or without cause by a majority vote of the Board of Directors.

(continued)





## Business Meeting Bylaws Committee Report

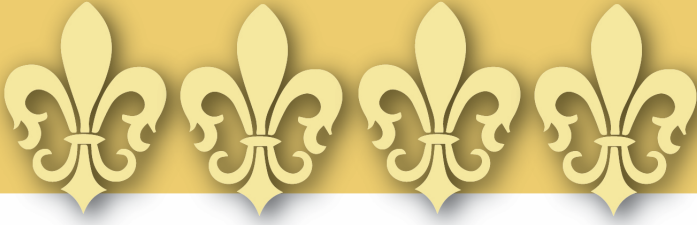
### **Rationale for Change (state a specific reason for the proposed amendment):**

In the event that an elective officer is deemed to be disqualified for criminal offense, incompetency, physical infirmity, ceasing to be active and or behavior unbecoming of an officer, the Society Board should have a means to recall the member.

This document was designed in 1964 with a much smaller membership than we are currently. Which would have made a 15% approval of members more possible. Now and in the future, this could be a 1000 people. In addition, we have more laws regulating individual's privacy. Privacy breaches can lead to slanderous lawsuits. At many levels of Board activity that is not privy to membership. Specifically, the day to day operations of the Board which is held in many in a confidential nature of operations. In addition, a member may not be aware of the actions or lack of actions of a Board member that involve a criminal offense, physical infirmity, incompetency, or conduct unbecoming, etc. A 2/3 vote is a high standard to meet in a group of twelve.

2020 ASPE Bylaws Committee: Disapproval

**DELEGATES DECISION:**



## Business Meeting Bylaws Committee Report

### PROPOSAL 6 (Revised)

Submitter: Carol Johnson

Section of Bylaws to Be Changed: ARTICLE 10 – COMMITTEES, 10.14 Nominating

Proposed Amendment (use underline for an addition or ~~strikethrough~~ for a deletion):

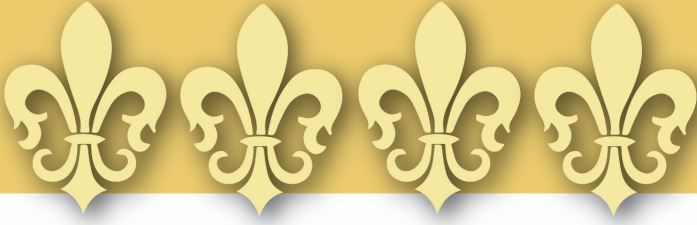
**10.14 Nominating:** The Nominating Committee shall consist of the chair, who shall be the immediate Past President, or the most immediate Past President available, willing, and able to serve, and seven (7) additional members, two (2) of whom shall be appointed by the President with the majority approval of the Board of Directors and who shall be representative of the membership type distribution of the Society members and the remainder shall be elected by the chapter presidents or their official representatives, at the first Chapter Presidents Region Meeting subsequent to the Convention. All committee members shall, with the exception of an at-large representative and an affiliate representative, have experience as a member of an ASPE chapter board of directors or the ASPE Board of Directors or as a region chair or other significant Society leadership position. The committee shall serve for a period of two (2) years.

For all board officers, the committee shall prepare the official candidate ballot which includes the name of all applicants that meet the qualifications for the position they are seeking. The Committee shall list candidates ranked in a preferred order of qualification. be responsible for providing a recommended complete slate of officers for presentation to the membership and for election as officers by the delegates. The official candidate Ballot shall consist of all candidates. A recommended slate shall include all candidates qualified with a minimum of one candidate per position. When the Nominating Committee recommends a single candidate for a position then they shall state a reason in writing to the Delegation.

The Nominating Committee shall oversee the preparation and submittal of the material for each individual chosen, shall attest to the accuracy of the information provided, perform an interview and shall prepare a summary biography for distribution to the membership and the delegates not later than sixty (60) days prior to the date of the election.

Nothing in this bylaw shall exclude additional candidates being nominated from the floor or petitioning the committee for inclusion as a candidate. All nominations from the floor shall require a second and a positive vote to include the candidate of at least twenty-five (25) delegates; written petitions for inclusion on the official candidate ballot shall require a minimum of fifty (50) Full or Associate Member signatures.

All nominees from the floor for candidates to the Board of Directors shall be required to provide the Nominating Committee, at the time of nomination from the floor, with the same required material as any other candidates for office in accordance with bylaw section 5.2, Election and Term of Office. Specifically, he/she shall be required to complete and submit an application indicating candidates' interest; a letter or other correspondence indicating approval of family and employer to undertake the requirements of a member to the Board of Directors, a statement of inclinations, interests, and affiliations; and a complete biographical record with photograph. The Nominating Committee shall verify the submitted material, perform an interview and advise the delegation if the candidate can be considered as an official candidate for the nominated office. In the event the committee accepts that the candidate from the floor as an official candidate for the nominated office, the individual shall be responsible for and be required to have enough copies of all his/her candidate materials available for each delegate. All required information shall only be delivered to the Head Teller of the business meeting for distribution to the delegates; candidates may not distribute material to delegates.



## Business Meeting Bylaws Committee Report

*(continued)*

Members of the Nominating Committee shall not be permitted to be candidates for office to the Board of Directors. The reasonable travel expenses of the representative to the Nominating Committee shall be borne by the Society.

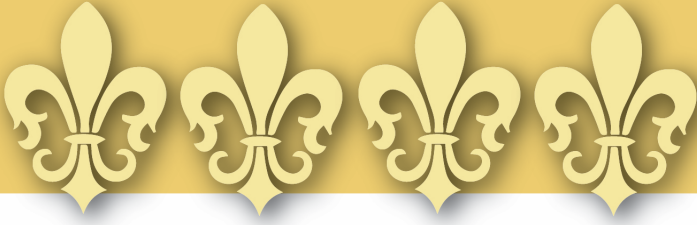
**Rationale for Change (state a specific reason for the proposed amendment):**

The intent of this bylaw change is to provide accurate wording of the Nominating Committees function. The Nominating Committees obligation is to recommend or not support the candidates' advancement to the Slate/House of Delegates. If they feel a candidate does not qualify, then state the reasoning, lack of experience, support from the family or employer, failure to participate in the interview process. The intent of the bylaw change is to provide that all qualified candidates are move forward, and that any single position candidate moves forward. In addition, if one candidate is deemed more exceptional than others, the Nominating Committee should provide a reason they recommend a single candidate over another in writing to the Delegation. However, when all candidates are qualified, all candidates are included on the Slate.

The rationale to include "perform an interview" under the requirements of the Candidate running from the floor is to maintain equal requirements and privilege to run for a Board position. The Delegate meeting is held over a two -day period. Technology easily allows an interview by phone to be performed by the Nominating Committee. I would contend that it is even more critical for a Candidate from the floor to perform and interview, because information is exchanged that is helpful for Candidates to understand and it is critical for all candidates to understand the obligations of a position. It is also just as valuable for the members to know a candidate has been vetted. It would be a disservice for our Society to not interview a candidate for the Board.

**2020 ASPE Bylaws Committee:** Approval

**DELEGATES DECISION:**



## Business Meeting Bylaws Committee Report

### PROPOSAL 7

Submitter: Theresa Card, Eastern Michigan Chapter

Section of Bylaws to Be Changed: Article 10 - Committees, Section 10.14 Nominating

Proposed Amendment (use underline for an addition or ~~strikethrough~~ for a deletion):

**10.14 Nominating:** The Nominating Committee shall consist of the chair, who shall be the immediate Past President, or the most immediate Past President available, willing, and able to serve, and seven (7) additional members, two (2) of whom shall be appointed by the President with the majority approval of the Board of Directors and who shall be representative of the membership type distribution of the Society members and the remainder shall be elected by the chapter presidents or their official representatives, at the first Chapter Presidents Region Meeting subsequent to the Convention. All committee members shall, with the exception of an at-large representative and an affiliate representative, have experience as a member of an ASPE chapter board of directors or the ASPE Board of Directors or as a region chair or other significant Society leadership position. The committee shall serve for a period of two (2) years.

~~For all board officers, the committee shall be responsible for providing a recommended slate of officers for presentation to the membership and for election as officers by the delegates.~~

The Nominating Committee shall oversee the preparation and submittal of the material for each individual chosen, shall attest to the accuracy of the information provided, and shall prepare a summary biography for distribution to the membership and the delegates not later than sixty (60) days prior to the date of the election. Nothing in this bylaw shall exclude additional candidates being nominated from the floor or petitioning the committee.

**Rationale for Change (state a specific reason for the proposed amendment):**

The Nominating Committee's job is very important as they lessen the burden on the delegates by reviewing and verifying qualifications of candidates. The intent of the Nominating Committee should be to only ensure candidates running for board positions have the documentation and qualifications necessary for the job. They should not recommend which candidates should be elected. It is the Delegates decision to determine which candidates will best represent and serve our Society.

2020 ASPE Bylaws Committee: Approval

**DELEGATES DECISION:**