

NY METRO CHAPTER
of
The American Society of Home Inspectors
BY-LAWS

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American Society of Home Inspectors, Inc.

NEW YORK METRO ASHI[®] CHAPTER

BY-LAWS

ARTICLE I

Title and Functions

The name of this organization shall be New **York Metro ASHI[®]**.

New **York Metro ASHI[®]** shall be a voluntary, not-for-profit Chapter of the American Society of Home Inspectors (ASHI[®]).

This Chapter shall be incorporated as a not-for-profit corporation and shall obtain and maintain, if possible, adequate and appropriate insurance coverage.

The Chapter shall submit a copy of its annual budget and financial statement to its members and to ASHI[®] for the purposes of insurance.

The functions of the Chapter shall support ASHI[®] and include the following:

- a. To promote, among member home inspectors, cooperative research and educational activities, having as their objective, the improvement of home inspection activities.
- b. To recognize, adopt and maintain the ASHI[®] professional Code of Ethics.
- c. To encourage the professional training of new and existing members.
- d. To recognize, adopt and follow the ASHI[®] Standards of Practice.
- e. To conduct appropriate research, technical projects & programs, and issue technical reports.
- f. To provide an instrument by which the professional and technical interests of the inspection profession can be properly served.
- g. To promote cooperation and better understanding between the members and others in the field.
- h. To promote ASHI[®] to the public.
- i. To conduct an ongoing campaign to recruit new members

ARTICLE II

Membership

1. A Chapter member shall be a CERTIFIED INSPECTOR (ACI) or ASSOCIATE of ASHI® who has paid Chapter dues. Associates (without logo privileges) are prohibited from using the ASHI® name or logo in personal promotional activities, except as allowed by the provisions of the National By-Laws.
2. The Certified Inspectors of the Chapter may perform inspections of residential, commercial and industrial real properties and prepare written reports on their condition. Inspections of residential properties and commercial properties of four (4) or less dwelling units shall be in accordance with ASHI® standards. All inspections shall comply with all local and State laws.
3. Certified Inspectors of the Chapter shall not repair any condition found during inspections and shall not endorse or recommend individuals or businesses for repair work.
4. The members of the Chapter shall be required to successfully complete, obtain and maintain membership status in ASHI® as a requirement for continued Chapter membership.
5. All Chapter members shall have the privilege of voting. Chapter members, that are CERTIFIED INSPECTORS of ASHI®, shall be eligible to hold ANY chapter office. ASSOCIATES (with or without logo privileges) of ASHI® shall be eligible to hold the offices of Secretary or Treasurer, or be a Director and chair any Committee. Should no CERTIFIED INSPECTOR choose to serve as President or Vice-President, an ASSOCIATE (with or without logo privileges) may be eligible to hold such offices upon the approval of the Board of Directors and the Nominating Committee. Retired Members shall be eligible to hold offices based on their status at retirement (ACI or Associate).
6. The Chapter and its members are required to comply with, and are subject to, ASHI's® existing and ongoing policies, regulations, rules, by-laws, Standards of Practice, Code of Ethics and Board regulations. If any provision of these By-Laws violates or contradicts any of the above, ASHI's® position shall control.
7. All discipline of members shall be the exclusive function of ASHI® except for nonpayment of Chapter dues.
8. A member who has resigned may apply for reinstatement. Under ASHI's® Article V, all Certified Inspectors or Associates of ASHI® are entitled to Chapter membership.
9. No member shall be actively engaged in business as a broker or salesperson in the sale, purchase or listing of real estate to third parties. This prohibition shall not apply to Retired members, Affiliates or to Friends of the Society.
10. A member or associate may be removed if a petition from the membership, consisting of at least 25% of the members, is presented to the board. A member or associate shall be informed of the reasons of such proposed action and granted an opportunity to respond. A minimum of ten (10) business days shall be granted. Any defense and subsequent action will take place at the regular monthly meeting. At least two-thirds of the members present at the meeting must vote for removal for the board to act.

ARTICLE III

Dues

- 1) Membership dues shall be an amount as established from time to time by the Board of Directors.
- 2) Dues for one year in advance shall be submitted to the Treasurer by the due date of ASHI[®] National dues.
- 3) If dues are not paid within sixty days of written notice, such members shall be suspended.
- 4) Individual members who have been dropped from membership for non-payment of dues may be reinstated as directed by the Board of Directors.

ARTICLE IV

Officers

- 1) The officers of this Chapter shall be a President, Vice President, Secretary and Treasurer.
- 2) The officers of the Chapter shall perform the duties normally performed by such officers, together with such duties as shall be prescribed by the By-Laws and the Board of Directors. All officers shall be elected before the first meeting of the fiscal year. Their terms shall commence on the first day of the month following their election. The election will be held at the end of each fiscal year.
- 3) No officer shall be elected to the same office for more than two successive terms, with the exception of the Treasurer. However, upon approval of the Board of Directors, any officer may be nominated to serve in the same office for additional terms.
- 4) No officer or director shall because of his office, be entitled to receive any salary or compensation for the performance of duties other than reimbursement for expenses as defined by the Board of Directors.

ARTICLE V

Duties of Officers

- 1) The President shall be Chairman of the Board of Directors and shall be an ex-officio member of all committees except the Nominating Committee.
- 2) In the absence of the President the Vice President shall assume the duties of the President and as are assigned to him by the Board of Directors. In the event of a vacancy occurring in the office of the President, the Vice-President shall serve as President until the end of the term or until a successor is elected.

- 3) The Secretary shall keep the minutes of all meetings of the Chapter and the Board of Directors. He shall also be responsible for maintaining attendance records used to issue MRCs to Members. He shall preserve all papers, letters and transactions of the Chapter and have custody of the corporate seal. He shall record all CEU's, for any state that requires such submission. Prior to the first meeting of the year, he shall deliver to his successor all Chapter property within his possession.
- 4) The Treasurer shall collect, receive and have charge of all funds of the Chapter; shall deposit such funds in a bank designated by the Board of Directors; and shall provide for the expenditure of such funds. The President or Treasurer may sign checks for the disbursement of Chapter funds. Any sum in excess of \$1000.00 must be approved by the Board of Directors and will require two (2) signatures.
 - a) The only said exceptions are the funds for the Annual Chapter Seminar. Such funds will be deposited into a separate account maintained for this purpose. The Chairman, Co-Chairman and President may sign checks for Seminar expenses. The balance of funds will remain in this account and said balance will be reported monthly with statements being provided. From time to time, monies may be transferred from the Seminar account to the General Chapter account based on a vote by the Board of Directors.
- 5) A director may be removed by a two-thirds majority vote of the board. An officer may be temporarily suspended or removed as an officer by two-thirds by a majority vote of the members. A director or officer should be informed of the reasons of such proposed action and be granted an opportunity to respond. A minimum of ten (10) business days shall be granted. Any defense and subsequent action will take place at the regular monthly meeting.

ARTICLE VI

Board of Directors

- 1) The Chapter shall have a Board of Directors consisting of: The President, Vice President, Secretary, Treasurer, immediate Past President, Directors and Chapter Representative to the ASHI® Board of Directors (CoR), and from time to time, any other Member that the Board of Directors may appoint.
- 2) Meetings of the Board of Directors shall be monthly, prior to the start of the regular meeting. Special meetings may be called by the President on fifteen (15) days notice to each Director. The President may call, in like manner, a special meeting on notice by the written request of twenty-five (25) percent of the Board of Directors.

ARTICLE VII

Duties of the Board of Directors

- 1) The Board of Directors shall:
 - a. Establish administrative policies governing the affairs of the Chapter and devise measures for the Chapter growth and development.

- b. Provide for the proper care of material, equipment and funds of the Chapter for the payment of legitimate expenses.
- c. Approve the President's appointments to committees.
- d. Have the power to fill any vacancies on the Board of Directors except vacancies occurring in the office of President or Vice President.
- e. Decide upon dates and locations of membership meetings and provide for the payment of the meeting.
- f. Hold meetings of the Board of Directors as here-in-before provided.
- g. A requisite number of chapter members shall be elected to serve on the ASHI[®] Council of Representatives (CoR) per ASHI[®] Bylaws.

ARTICLE VIII

Committees

- 1) Committees, except as noted, shall assume such duties as are specified in these By-Laws and other duties as may be assigned by the Board of Directors.
- 2) The Chairman of each committee shall maintain a liaison with the respective national committee as appropriate.
- 3) The following committee chairmen shall be appointed by the President at the beginning of his term and as required:
 - a) Nominating.
 - b) At least three (3) months prior to the election, the President shall appoint a Nominating Committee (subject to the approval of the Board of Directors) for the purpose of nominating associates for the election of officers.
- 4) Membership (a standing committee).
 - a) The Membership Committee shall consider all applications for membership and shall present such applications with recommendation to the Board of Directors.
- 5) Education (a standing committee).
 - a) The Education Committee shall arrange for speakers at the periodic Chapter meetings.
- 6) By-Laws (a standing committee).
 - a) The By-Laws Committee shall review all proposed amendments to the by-laws and make recommendations to the Board of Directors.
- 7) Public Relations (a standing committee).

- a) The Public Relations Committee shall develop a public relations program for the benefit of the members. The Speakers Bureau shall be a sub-committee.
- b) Speakers Bureau
 - i) The Speakers Bureau Committee shall consist of members who may give presentations to interested private, public and civic groups for the express purpose of *promoting ASHI® and inspections by ASHI® members and associates* (not the individual giving the presentation). Committee members will be selected by the Chairman, with approval of the Board of Directors, and will schedule and supervise the presentations. The Board of Directors will have sole control of the presentation contents.
- 8) Legislative (a standing committee).
 - a) The Legislative Committee shall monitor legislative matters concerning the home inspection profession and make periodic reports to the membership.
- 9) Social (a standing committee).
 - a) The Social Committee shall arrange for social functions for Chapter members as directed and approved by the Board of Directors.
- 10) Seminar (a standing committee).
 - a) The Seminar Committee shall plan for the Annual Educational Seminar (typically held in mid-September or the first weekend in October). The Committee shall maintain a separate bank account (as stipulated in Article V, Section 4a.) for the Seminar and other educational expenses as approved by the Board of Directors. Copies of the monthly bank statements shall be presented to the Board of Directors at their monthly meeting and shall be retained by the Treasurer. A copy shall also be kept by the Secretary as part of the minutes.
- 11) Host Inspector (a standing committee).
 - a) The Host Inspector Committee shall consist of ASHI® Certified Inspectors who will allow ASHI® associates to accompany them on inspections for the purpose of improving the associates' knowledge and inspection skills. The Chairman shall select committee members, with approval of the Board of Directors, and shall act as liaison between inspectors and associates.
- 12) Report Review (a standing committee).
 - a) The Report Review Committee shall consist of only of ASHI® Certified Inspectors. These committee members will meet with associates and review their forms and inspection reports, *prior to performing the required 250 fee paid inspections*, to ensure that associates reports conform to ASHI's® Compliance Check List. Members of the committee shall be selected by the Chairman, with approval of the Board of Directors.

13) Chapter Librarian

- a) The Chapter Librarian shall be responsible for the maintenance of the Chapter Library of educational materials, such as training manuals, tapes, CD/DVD, etc. The Chapter Librarian shall keep a concise list of materials, both available and those that have been loaned, and report the status of the library at the monthly meeting.

14) Internet/Website

- a) The Chapter shall maintain a web presence. The web address (URL) currently is <http://www.nyashi.com>. The URLs <http://www.nyashi.com>, <http://www.nymetroashi.org>, <http://www.nymetroashi.com> and <http://www.nymetroashi.net> shall be maintained. The URL <http://www.nyashi.com> will be the primary web presence, with redirectors on the other URLs.

15) Audit Review (a standing committee).

- a) The Audit Review Committee will review and verify the annual budget and financial statements. This Committee shall meet on the last Thursday of every August.

16) The Board of Directors, from time to time, may direct the President to establish other such committees, as it deems necessary. Subject to the supervision of the President and the Board, these committees shall make studies and advise the Board in any field in which it may require such material or information.

17) The Board of Directors may direct the President to terminate any committee when it is appropriate to do so.

ARTICLE IX

Elections

- 1) A President, Vice President, Secretary and Treasurer shall be elected annually to serve for one year or until their successors are elected. Two Directors shall be elected annually to serve for two years or until their successors are elected. The Directors shall be designated as Slate A or Slate B. Slate A shall be elected on even years and Slate B on odd years. This is required to maintain at least two (2) Directors from year to year for consistency in governance.
- 2) Elections shall be carried out by members voting by ballot as hereinafter provided.
- 3) A plurality vote shall decide an election. In the case of a tie, the choice shall be by lot. If there is a tie between or among two or more associates and if at least one other associate receives a lesser number of votes, another election will be held between the tie associates at the next regular meeting.
- 4) The voting period shall be open for a period of time as shall be specified in advance by the Board of Directors.
- 5) Ballots shall allow a space for write-in associates for each elected position.

- 6) Ballots may be via paper ballots or via electronic balloting, such as www.ballotbin.com. Only one method or the other shall be used for any election and the method will be determined by the recommendation of Secretary and approval of the Board of Directors prior to the start of any election period. Electronic balloting will be the preferred method.
 - a) Electronic ballots notifications/links will be sent via email to only those NY Metro ASHI[®] members that are eligible to vote. The electronic balloting method chosen will **NOT ALLOW** either of the following:
 - i) Any member to cast more than one ballot.
 - ii) Any member the ability to change his vote(s) once his ballot has been submitted.
 - b) Paper ballots, if used, shall be returned, as instructed, in an individual plain envelope. The plain envelope containing the ballot shall be placed in an outer envelope. The member's signature and ASHI[®] member number shall be placed on the outer envelope to assure secret balloting.
- 7) Election Results:
 - a) For electronic balloting, either the Webmaster or the Secretary shall prepare a report of the results available from the balloting website. Such results will be available to the membership.
 - b) The Nominating Committee shall tabulate all paper ballots and shall notify the Board of Directors of the results.
- 8) Any NY Metro Member may have his name presented on the ballot for one (1) office by submitting a petition to the Nominating Committee, with the signatures of ten (10) percent of the Chapter members.

ARTICLE X

Meetings

- 1) The Chapter shall hold periodic meetings. The meetings will be held at least eight (8) times per year and have historically been held the last Thursday of every month at a time and place designated by the Board of Directors. Notification will be made to all members, typically via email. An automated system for notification will be preferred.
- 2) Field trips will be periodically held, with a goal of two (2) per year. The field trips will typically NOT be held during the normal, monthly meeting time and are typically used to replace a monthly meeting.
- 3) Special meetings of the Chapter may be called by the Board of Directors and shall be called by the President upon the written request of twenty-five (25) percent or more of the members. The time and place of any special meeting shall be designated by the Chapter Board of Directors. Official notice of a special meeting shall be made to all members of the Chapter at least two weeks prior to the meeting, either by US mail or e-mail. The time, place and purpose of the meeting shall be stated in the official notice. Such notice will also be posted on the Chapter website.

4) The order of business at each meeting **may** include (in any order):

- a) New Comer's Hour
- b) Education Session
- c) Reading of the Minutes of the previous meeting.
- d) Reports of the Board of Directors.
- e) Reports of Committees.
- f) Report of the Treasurer.
- g) Reports of Special Committees.
- h) Unfinished Business.
- i) New Business.

ARTICLE XI

Quorum

- 1) At least twenty-five (25%) percent of the membership shall constitute a quorum at any regular or special meeting of the Chapter, provided that the quorum includes the President or the Vice President and two other officers or directors.
- 2) A majority of the Board members shall constitute a quorum at any meeting of the Board of Directors provided that the President or Vice President is part of the quorum.
- 3) A majority of the members of any standing or special committee shall constitute a quorum.

ARTICLE XII

Fiscal Year

- 1) The fiscal year shall coincide with the fiscal year of The American Society of Home Inspectors, Inc. The fiscal year begins October 1st.

ARTICLE XIII

Parliament Authority

- 1) The rules contained in *Robert's Rules of Order* shall govern meetings of the Chapter in all cases to which they apply and in which they are not inconsistent with these By-Laws.

ARTICLE XIV

Amendments

- 1) These By-Laws may be amended at any Chapter membership meeting or via online voting, similar to the election process. Ratification shall be by a two-thirds vote of the members present/voting and subject to subsequent approval by ASHI[®]. The By-Laws Committee shall see that all proposed amendments, with the Committee's recommendation, shall be submitted to the membership for review. Such review may be a reading at a meeting prior to voting, or may be via posting the revised By-Law mark-up on the website. The mark-up and final version shall be available at the time of voting on the website. Notification of the By-Law vote shall be

emailed at least fifteen (15) days prior to such meeting and may be via the normal email notification system at the time of the vote.

- 2) An amendment may be proposed by a petition signed by ten (10) percent of the Chapter membership.
- 3) The By-Laws shall be periodically reviewed by the Board of Directors, but no less frequently than every two (2) years.

ARTICLE XV

Indemnification

Chapters Directors & Officers Liability - ASHI® purchases and pays the cost of Directors and Officers Liability insurance for its Chapters. Like its own policy, the Chapter D&O Policy provides protection to each of the chapters for the actions and decisions of their local Chapter. The policy comes with the following standard exclusions:

- Anti Trust
- Peer Review
- Credentialing
- Disciplinary Action

In order to stay compliant with this Chapters D&O policy it is mandatory for the Chapters to provide annual financial reports by January 31st of each calendar year. The financial reports are the key components used to determine the final premium. If financial statements are not provided to the carrier they will exclude the chapter from the policy. The limit on this policy is \$1 million. A copy of the policy will be kept on record with the Secretary and is also available from ASHI.

ARTICLE XVI

Retired Members

- 1) Retired members of the Chapter shall be individuals who have been ASHI® members in good standing for a minimum of five full years and who are no longer actively engaged in the home inspection profession, including performing inspections and supervision of inspectors. They must have a “Retired” status with ASHI®.
- 2) Retired members shall meet such financial obligations and shall be entitled to such rights and privileges of the Chapter as may be adopted by the Board of Directors.
- 3) Retired members may vote and hold any office, and perform any activity for the Chapter that they would normally be entitled to if they were of Active status.

ARTICLE XVII

Affiliates

- 1) Affiliates of the Chapter shall be groups of individuals providing products and/or services to home inspectors and the inspection profession. Affiliates shall designate a specific individual to be the representative to the Chapter.
- 2) Affiliates shall not vote or hold office and shall meet financial obligations as specified by the Board of Directors.

ARTICLE XVIII

Friends of the Society

- 1) Friends of the Society shall be individuals who are not eligible to be members, associates or affiliates and shall have performed distinguished service to the community and inspection profession.
- 2) Friends shall pay no dues and shall not hold office or vote.

ARTICLE XIX

Candidates

- 1) Candidates of the Chapter shall be individuals who are either exploring become a part of or just starting out in the Home Inspection industry. These individuals will be entitled to come to the monthly meetings, but will not be entitled to any other benefits. They will not receive any MRS/CEU nor will they be listed on the NY Metro Website in any manner. The goal is to introduce these individuals to the benefits of joining ASHI®.
- 2) Candidates shall not vote or hold office and shall meet financial obligations as specified by the Board of Directors. They may be Candidates for no longer than the period set forth by the Board of Directors, as this period may change from time to time, based on various factors, including direction from ASHI®. After such time, they must have joined ASHI® and will then become eligible to become a full NY Metro Member.