

BYLAWS OF ASHI Georgia A CHAPTER OF THE  
AMERICAN SOCIETY OF HOME INSPECTORS

ARTICLE I: TITLE

1. The name of the professional society shall be ASHI Georgia a Chapter of the American Society of Home Inspectors, a not-for-profit Georgia Corporation. The Chapter is a separate legal entity from the American Society of Home Inspectors (ASHI).

ARTICLE II: PURPOSE

1. To build public awareness and confidence in the professional home inspector.
2. To promote excellence within the profession and to improve inspection services through the American Society of Home Inspectors (ASHI) Standards of Practice and Code of Ethics.
3. To provide members and others with a forum in which to enhance their professionalism through education, an informed exchange of ideas, and other related benefits, that can be, best provided by a professional association.
4. To interact with related professions, the legal community and government bodies as the leading authority in the home and building inspection profession.

ARTICLE III: MEMBERSHIP

1. Members - Members of the chapter shall be restricted to members in good standing of the American Society of Home Inspectors (ASHI). Only members shall vote or hold office.
2. Candidates/associates of ASHI may be considered candidates/associates of a chapter but are not chapter members.
3. Affiliates – The Chapter can have its own affiliates – i.e. companies that are not affiliated with the American Society of Home Inspectors (ASHI).
4. All discipline of members shall be the exclusive function of The American Society of Home Inspectors (ASHI) except for nonpayment of chapter dues and /or fees.

ARTICLE IV: DUES

1. Dues for membership, administrative fees, and assessments for the membership shall be an amount established from time to time by the Board of Directors.

2. Any member, candidate/associate, or affiliate more than sixty (60) days in arrears for any indebtedness to the chapter shall be automatically considered not in good standing, unable to vote and/or hold office and may have his/her status suspended or revoked upon written notice.
3. Individual members, candidates/associates or affiliates that have been dropped from affiliation for non-payment of dues or other indebtedness to the chapter may be reinstated by a vote of the Board of Directors.

#### ARTICLE V: OFFICERS

1. The officers of this chapter shall be President, President-elect, Secretary, Treasurer, and two (2) Directors-at-large who shall have full voting privileges.

#### ARTICLE VI: DUTIES OF OFFICERS

1. The President shall be chairperson of the Board of Directors, shall serve on the ASHI Board of Directors, and shall preside at membership meetings.  
The President shall be an ex-officio member of all committees except the nominating committee.
2. In the absence of the President, the President-elect shall assume duties of the President. The President-elect shall also assume such other duties as assigned by the Board. If the office of the President shall become vacant, the President-elect shall automatically succeed to the office of President to fill the unexpired term plus the term to which he or she was elected.
3. The Secretary shall be responsible for keeping the minutes of all meetings of the Board, the Executive Committee, the Membership Meetings and any special meetings. The Secretary shall also be responsible for the maintenance of all papers, letter and transactions of the chapter.
4. The Treasurer shall have general supervision over the fiscal affairs of the chapter. The Board shall designate by resolution, signatories for all checks, notes, drafts and other instruments for the payment and retention of money and other assets.
5. The Treasurer shall report the financial standing of the chapter to the Board with interim reports at regular Executive Committee or Board meetings and shall make a full report at the Annual Meeting.
6. Two-thirds of the Board of Directors can suspend an officer for up to 60days and an officer can be removed from office by a vote of two-thirds of chapter members that are eligible to vote.

7. If the office of President-elect, Secretary or Treasurer shall become vacant the President shall appoint a successor to fill the out the unexpired portion of the term subject to approval by the Board of Directors. If the appointee is already holding elective or appointive office, the appointee shall serve in the appointed capacity in addition to other duties.

#### ARTICLE VII: BOARD OF DIRECTORS

1. The chapter shall have a Board of Directors consisting of the President, President-elect, Secretary, Treasure, and Immediate Past President, and two Directors elected from the chapter membership-at-large.
2. The Board of Directors shall hold at least two meetings each calendar year.
3. Other meetings of the Board may be called by the President upon thirty (30) days notice to each Director and shall be called by the President in a like manner or through on-line notice upon the written request of not less than 25% of the Board. Special meetings shall be held at such times and places as shall be specified.
4. Two-thirds of the Board of Directors can suspend a Board Member and a majority of the voting members can remove a Board Member.

#### 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's growth and development.
  - b. Provide the proper care of materials, equipment, and funds of the chapter, for the payment of legitimate expenses.
  - c. Approve the President's appointments to committee chairs.
  - d. Approve the President's appointments to fill vacancies on the Board, except for the office of President.
  - e. Establish an Annual Chapter Meeting.

#### Article IX: STANDING COMMITTEES

1. The Standing Committee shall perform the duties which these Bylaws describe and other duties as may be directed by the Board.

2. The following standing committees shall be appointed at or after each Annual Meeting to serve until the next Annual Meeting, or until their respective successor is appointed.

a. Membership Promotion: A Membership Committee shall establish and maintain a continuing education program to encourage and assist candidates and new members.

b. Education: An Education Committee shall establish and maintain a continuing education program for chapter members.

c. Public Relations: A Public Relations Committee shall develop a public relations program for the benefit of all members.

d. Nominating: The Immediate Past President shall chair a Nominating Committee consisting of other Past Presidents, past Directors and past Chairpersons.

3. The Board from time to time may direct the President to establish special committees and task forces, as it deems necessary. All special committees shall be subject to supervision by the Board of Directors.

#### ARTICLE X: ELECTIONS

1. A President, President-elect, Secretary and Treasurer and two Directors-at-large shall be elected to serve for one year.

2. Directors at Large shall be elected to serve for one year or until a successor is elected.

3. Members eligible to vote will vote to elect the officers, and directors. Voting by mail ballot, electronic mail ballot, or at an Annual Meeting.

4. A plurality vote shall constitute an election. The nominees receiving the highest number of votes shall be declared elected. In case of a tie, the choice shall be decided by lot.

5. The schedule of nominations and balloting shall be determined by the Board and announced to the membership.

6. All officers shall be elected prior to the Annual Meeting. Their term shall commence at the adjournment of the meeting.

#### ARTICLE XI: MEETING

1. The chapter shall hold an Annual Meeting. The place, date, and hour of the Annual Meeting shall be designated by the Board and announced to the membership at least thirty (30) days prior to the meeting.

2. Special membership meetings of the chapter may be called by the Board or shall be called by the President upon written request of 25% or more of the members. The place, dated, and hour of any special meeting shall be designated by the Board. Official notice of a meeting shall be mailed to the individual members of the chapter at least thirty (30) days prior to the meeting stating the purpose or purposes for which the meeting is held.

3. Voting at the Annual Meeting or special membership meeting of the chapter may be in person or by proxy. Proxies shall be made available to members eligible to vote at least thirty (30) days prior to the meeting. The proxies shall be in writing and may be for any or all of the items on the call of the meeting. A signed and dated proxy shall be mailed or otherwise delivered to the Secretary before the commencement of the meeting. Proxies may be revoked by the maker prior to their being voted.

#### ARTICLE XII: QUORUM

1. At least 25% of the members entitled to vote and voting in person shall constitute a quorum at any regular or special meeting of the chapter, provided the quorum includes the President or President-elect and one other officer or Director.

2. In the event of a mail or an electronic ballot, response by 40% of the members entitled to vote shall constitute a quorum.

3. One half of all Board members plus one shall constitute a quorum at any meeting of the Board.

4. A majority of the members of any standing committee or special committee shall constitute a quorum.

#### ARTICLE XIII: FISCAL YEAR

The fiscal year shall be the calendar year

#### ARTICLE XIV: PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order (Current edition) shall govern meetings of this chapter and shall be binding in all cases where not inconsistent with these bylaws.

#### ARTICLE XV: AMENDMENTS

1. Two-thirds of the members present, in person, and eligible to vote may amend these Bylaws at any Annual meeting if the proposed amendments are first sent to all eligible voting members at least 30 days prior to the date of voting.

#### ARTICLE XVI: INDEMNIFICATION

The chapter shall indemnify any person who was or is a party or threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding (including actions by or in right of the chapter to procure a judgment in its favor) by reasons of the fact that the person is or was a representative of the chapter, against expenses including attorney's fee, judgments, fines and amounts paid in settlement, actually and reasonably incurred, if such person has been successful on the merits or otherwise in such action or, upon determination in the specific case that such indemnification is proper in the circumstances. The chapter may purchase and maintain insurance for the purpose of indemnification on behalf of any or all persons to the full extent authorized by law.

#### ARTICLE XVIII: RESTRICTIONS

1. All policies and activities of the chapter shall be consistent with applicable tax exemption requirements including the requirement that the chapter not be organized for profit and that no part of its earnings will inure to the benefit of any private individual or corporation.
2. This chapter shall comply with the Bylaws and such other rules and regulations as set forth by the American Society of Home Inspectors.