
ISPI Potomac Chapter Constitution

Article I: Name

This association shall be known as the *Potomac Chapter* of the *International Society for Performance Improvement* or *ISPI Potomac*.

Article II: Purpose and Objectives

Section 1: Purpose

To apply and advance systematic technologies to improve human performance.

Section 2: Objectives

ISPI Potomac will:

- A. Advance and apply systematic approaches to improving human performance by individuals and organizations.
- B. Achieve recognition as a leader in the advancement and application of systematic approaches to achieving excellence in human performance.
- C. Support members in applying systematic approaches in improving human performance.
- D. Establish collaborative relationships among its members, educational institutions, businesses, industries, Government agencies, armed forces, and other professional societies.
- E. Disseminate findings in the field of human performance technology.

ISPI Potomac Chapter Constitution

Article III: Membership and Prerogatives of Members

Section 1: Eligibility

Membership in this Chapter shall be open to any individual or organization interested in the Chapter's purpose and willing to support Chapter objectives. An applicant shall become a full-fledged member upon completing an application and paying established dues.

Section 2: Classes of Membership

The following classes of membership shall exist in the Chapter:

- A. *Charter Members* are all members in good standing whose names appear on the membership roll on or before June 1, 1976.¹
 - Charter Members enjoy the same privileges as Life Members.
- B. *Regular (Professional) Members* are all persons meeting the criteria for eligibility as members who have paid their current dues.
- C. *Reduced Rate Members* (e.g., students), on request, pay a reduced rate for dues and attendance at Chapter events.
 - *Student Members* are persons 16 years of age or over in full-time attendance at a high school, college, university or other educational institution.
 - From time to time, the Chapter may identify other categories of members who will be entitled to the reduced rate.
- D. *Life Members* are persons who are voted as such by two consecutive Executive Boards for extensive contributions to the Chapter and contributions to the field of performance technology. Life Members shall:
 - Pay no dues,
 - Receive a plaque or certificate designating their life membership,
 - Be identified as Life Members in the Membership Directory.

¹ As of July 2009, there is one remaining Charter Member.

ISPI Potomac Chapter Constitution

Article III: Membership and Prerogatives of Members

Section 2: Classes of Membership (Continued)

- E. *Honorary Members* may be designated by the Board based on their contributions to the Potomac Chapter.
- All honorary memberships expire at the end of the membership year, but may be renewed.
 - Honorary Members receive all privileges and prerogatives of Regular Members except the right to vote.
- F. *Organizational Members* are affiliated with an organization that purchases five (5) or more Chapter memberships at one time and pays a reduced rate.
- These memberships are not transferable within the organization.

From time to time, the Executive Board may create optional benefits (such as season tickets) that members may purchase at additional cost. This does not create an additional class of membership.

Section 3: Prerogatives of Members

All Individual (Charter, Regular, Reduced Rate, Life and Organizational) Members shall be entitled to:

- Vote,
- Hold office (in accordance with Article IV, Section 2),
- Attend Executive Board meetings,
- Receive notice of all planned activities of the Chapter,
- Attend such activities at a membership rate,
- Receive all Chapter publications, and
- Receive all privileges accorded Associates of the International Society.

ISPI Potomac Chapter Constitution

Article IV: Organization

Section 1: Authority

The highest authority for deciding the policies and managing the affairs of the Chapter is the *voting membership*. The membership:

- Amends this constitution,
- Elects the executive officers,
- Resolves policy questions brought to it, and
- May, by a simple majority of those voting, confirm, revise, or repeal any action of the Executive Board, or any officer or employee of the Chapter.

Section 2: Elected Officers

The elected officers of the Chapter shall include the:

- A. *President*, who conducts and administers the business of the organization,
- B. *President-Elect*, who assists the President in whatever capacity deemed necessary by the President and replaces him or her in case of death, resignation, dismissal or other contingency, and succeeds the President at the end of his or her term,
- C. *Vice-President of Administration*, who is responsible for official Chapter correspondence, documents, record-keeping and maintenance of the Chapter history,
- D. *Vice-President for Finance*, who is responsible for Chapter financial affairs.

The President and at least two (2) other members (elected or appointed) of the Executive Board must be members of the International Society.

Section 3: Terms of Office for Elected Officers

The elected officers of the Chapter shall serve for a term of one year, which may be extended if the officer is re-elected. Terms begin July 1 of the year elected and end when newly-elected successors take office. The President-Elect will succeed the President.

In the event of the vacancy of an elected office during a term of office, the President, with the approval of the Executive Board, shall appoint an officer to fill the unexpired term.

The Board has the authority, by a majority vote of the full Board, to dismiss elected or appointed Board Members.

ISPI Potomac Chapter Constitution

Article IV: Organization

Section 4: Nominations for Elected Officers

A slate of nominees for Chapter offices will be presented to the membership at a regularly scheduled meeting and distributed to the membership through normal Chapter communications. Nominations and self-nominations also may be submitted from the floor during that meeting or within one week thereafter to the Executive Board. Nominees will have agreed to run for office before being placed on the ballot.

Section 5: Elections

The annual election will be held between the nominations meeting and the next regularly scheduled meeting, provided adequate notice of the elections has been given to the membership. Each office will be decided on the basis of a plurality of votes received by the membership. Announcement of new officers will be made to the members at the regularly scheduled meeting following the nominations meeting and by normal Chapter communications.

Section 6: Appointed Officers and Committees

A. After taking office the President shall establish *standing committees and chairpersons* for as many of the following functional areas as deemed necessary, with approval of at least two of the other elected officers.

- Awards,
- Community Service,
- Extravaganza,
- Marketing,
- Membership,
- New Member Services,
- Position Referral Service,
- Programs,
- Publications, and
- Workshops.

This list is not restrictive. Other standing committees may be formed and chairpersons appointed as needed.

- B. Chairpersons of standing committees shall be appointed officers and shall serve on the Executive Board as voting members.
- C. All standing committee and chairperson job descriptions will be available, upon request, from the Chapter President.
- D. The President, at his or her sole discretion, may establish temporary ad hoc committees and may appoint ad hoc *committee*

ISPI Potomac Chapter Constitution

Article IV: Organization

coordinators, or similar positions, to aid in the execution of Presidential and other Chapter duties or functions. Such appointments carry no tenure or Executive Board vote and may be revoked at any time by the President.

Section 7: The Executive Board

- A. The Executive Board shall determine the policy and legislation for the Chapter and may establish regulations for the conduct of the Chapter.
- B. The Executive Board shall consist of the:
 - President,
 - President-Elect,
 - Vice-President for Administration,
 - Vice-President for Finance,
 - Immediate Past President, and the
 - Standing Committee Chairpersons.
- C. The newly elected officers will be non-voting *ex-officio* members of the Executive Board between the time of their election and the time they assume office.
- D. A *quorum of the Executive Board* is defined as at least three (3) elected officers or their representatives and at least 50% of the appointed officers or their representatives, including one person responsible for the functional area in which the vote is being taken. A quorum of the Executive Board is required before voting can take place.

Section 8: Patrons

ISPI Potomac Patrons donate either cash or substantial services to the Chapter at a level established each year by the Chapter Executive Board. Chapter patrons shall be recognized on the Chapter website.

ISPI Potomac Chapter Constitution

Article V: Meetings

Section 1: Monthly Meetings

Chapter meetings normally will be scheduled monthly from September through June at locations reasonably convenient to the membership. Announcements of such meetings shall be circulated to the membership at least seven (7) days prior to each meeting.

Section 2: Special Meetings

The President or the Executive Board may call special meetings of the members, as may any five (5) members, by notifying the Executive Board in writing. Special meetings must be announced as in Section 1 above.

Section 3: Referendum

Actions of the Chapter will be by vote of the membership, initiated by majority vote of the Executive Board, or through written notification to the Executive Board by any five (5) members. At least two (2) weeks must be allowed between the date of presentation to the entire membership and the deadline for responses. A simple majority of those voting is required to pass the issue.

Article VI: Affiliation with the International Society for Performance Improvement

Section 1: Obligations

The Society will establish the minimum number of Chapter members who must also be Society members. The Chapter shall comply with all of the Society's affiliation requirements.

- A. No conflict may exist between this constitution and that of the Society.
- B. The Society must be informed of all amendments to the local constitution.
- C. The Society must possess an up-to-date list of all local officers and committee chairpersons and an address at which to contact the Chapter.

Section 2: Privileges

- A. To maintain autonomy in the determination of all decisions regarding dues, meeting schedules, programs, elections, and local offices as contained in this constitution.
- B. All rights, privileges, and resources extended to other local chapters as described in the Chapter Affiliation Agreement, which is renewed periodically.

ISPI Potomac Chapter Constitution

Article VII: Adoption and Amendments

Section 1: Adoptions

This constitution shall go into effect when adopted by a majority of those members voting.

Section 2: Amendments

This constitution may be amended by a majority of those members voting. An amendment or amendments may be proposed by the Executive Board or may be submitted to the Executive Board by petition of five (5) or more voting members.

Section 3: Dissolution

If the Chapter shall decide to terminate its activities and dissolve the Chapter, all the assets and property of the Chapter, without exception, shall be transferred to the International Society for Performance Improvement. However, if the named recipient is not then in existence or is no longer a qualified distributee, or is unwilling or unable to accept the distribution, then the assets of the Potomac Chapter, ISPI, shall be distributed to a fund, foundation, or corporation organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, the Chapter shall not carry on any other activities not permitted to be carried on:

- A. By a corporation exempt from the Federal income tax sections 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) or
- B. By a corporation, contributions to which are deductible under sections 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).