



**GREAT LAKES CHAPTER**  
**AMERICAN SOCIETY OF HOME INSPECTORS, INC.®**



**BYLAWS**

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**Article 1 - *Name, Location, Purpose and Restrictions***

- 1.1 *Name.*** The name of this professional society is the *Great Lakes Chapter of the American Society of Home Inspectors* (Great Lakes Chapter of ASHI®), a not-for-profit corporation incorporated in the State of Illinois. The Great Lakes Chapter of ASHI® is an affiliate of ASHI International, a not-for-profit corporation incorporated in the State of New York.
- 1.2 *Location.*** The principal office of the Chapter is located in the office of the current Executive Director of the Chapter or as determined by the Board of Directors.
- 1.3 *Purpose.*** The primary purpose of the Chapter is to serve the needs of its membership and the general public through research, education, and exemplary practice in the home inspection profession. The purpose includes the following goals.

- 1.3.1 To plan, develop, and oversee professional opportunities for the members and others to achieve preeminence in the home inspection profession; promote and maintain professional standards and qualifications as directed by ASHI International; develop, review and publish technical and educational materials.
  - 1.3.2 To develop, maintain and enhance membership growth and retention programs.
  - 1.3.3 To develop and maintain the financial and human resources necessary to accomplish the purposes and goals of the Chapter.
  - 1.3.4 To communicate the ethics, standards, purposes, goals and accomplishments of the Chapter to its membership, government, private sectors, and the general public.
  - 1.3.5 To promote and enhance relationships with all publics, including the Chapter membership, other associations, governmental agencies, standards organizations, and the general public.
- 1.4 **Restrictions.** The policies and activities of the Chapter shall be consistent with the following.
- 1.4.1 It is the undeviating policy of the Chapter to comply strictly with the letter and spirit of all applicable regulations and laws. Any activities of the Chapter or Chapter-related actions of its staff, officers, directors, or members which violate these regulations and laws are detrimental to the interests of the Chapter, are unequivocally contrary to Chapter policy and, in consideration of these Bylaws, lack authority.
  - 1.4.2 Applicable tax exemption requirements including the requirements that the Chapter not be organized for profit and that no part of its net revenue inures to the benefit of any private individual or corporation.

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## **Article 2 – Membership**

- 2.1 **Membership Qualifications.** Membership in the Chapter is available to individuals involved in or associated with the home inspection profession.
- 2.1.1 Individuals of each class of membership shall be entitled to the rights and privileges of that class, as specified by the Board, as long as those individuals comply with these Bylaws and other applicable requirements of the Society, including financial obligations.

**2.1.2** To avoid the possibility or appearance of a conflict of interest, an ASHI Certified Inspector, Associate with Logo Use or Associate as defined in Sections 2.2 and 2.3 shall not:

- a. other than a Retired Member, be actively engaged in business as broker or salesperson in the sale, purchase or listing of real estate;
- b. repair, replace, or upgrade, for compensation, systems or components covered by ASHI Standards of Practice for one year after the inspection.

**2.2** ***Voting Memberships.*** The Society has two voting classes of membership.

**2.2.1** *ASHI Certified Inspector.* ASHI Certified Inspectors are those individuals who themselves perform inspections of residential real estate and who meet the requirements for membership as determined by the Board. Members conforming to the above are ASHI Certified Inspectors in good standing and shall be entitled to all rights and privileges of Membership in the Society.

**2.2.2** *Retired Member.* Retired Members are individuals who have been ASHI Certified Inspectors 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 or supervision of inspectors. Retired Members may vote and hold office, provided they are not actively engaged in business as a broker or salesperson in the sale, purchase, or listing of real estate. Except as otherwise specified in these Bylaws, all references to ASHI Certified Inspectors shall include Retired Members.

**2.3** ***Non-Voting Memberships.*** The following membership classes do not have a vote and are not eligible to serve as directors or hold office in the Society, including the chair of committees and task forces.

**2.3.1** *ASHI Associate with Logo Use.* Associates with Logo Use are individuals who meet the requirements determined by the Board and who may be eligible to become ASHI Certified Inspectors of the Society upon satisfaction of all membership requirements. ASHI Associates with Logo Use do not vote in the Society matters and shall not be members of the Council of Representatives. Associates with Logo Use may vote on chapter or regional matters and may hold chapter or regional office, including the chair of committees and task forces, at the discretion of the chapter.

**2.3.2** *ASHI Associate.* ASHI Associates of the Society are individuals who meet the requirements determined by the Board and who may be eligible to become ASHI Certified Inspectors of the Society upon satisfaction of all membership requirements. ASHI Associates do not vote in Society matters, and shall not be members of the Council of Representatives. ASHI Associates may vote on chapter

or regional matters and may hold chapter or regional office, including the chair of committees and task forces, at the discretion of the chapter.

- 2.3.3 *Affiliate.*** Affiliates of the Society are individuals or companies providing products and/or services to home inspectors and the inspection profession. Affiliates shall meet requirements and shall be entitled to such rights and privileges as may be specified by the Board. Affiliates shall designate a specific individual to be the representative to the Society.
- 2.3.4 *Allied Professional.*** Allied Professionals are individuals who have an interest in home inspection and related fields, such as, real estate, construction, engineering, and home repair and maintenance and are not eligible for other membership categories.
- 2.3.5 *Friend.*** Friends of the Society are individuals who are not eligible to be ASHI Certified Inspectors, ASHI Associates with Logo Use, ASHI Associates, Allied Professional, or Affiliates, and who shall have performed distinguished service to the inspection profession and who are nominated by the Board. Friends shall pay no dues.
- 2.4 *Application for Membership.*** All applicants for membership other than for Friends must complete and sign the application form provided by the Society and submit the application to the principal office of the Society. Approved applications are subject to confirmation by the Board.
- 2.5 *Resignation.*** Any individual holding membership in the Society may resign by filing a written resignation with the Board.
- 2.6 *Discipline.*** Any individual holding membership in the Society may be censured, suspended or expelled for reasons as set forth in these Bylaws.
- 2.6.1** Failure to meet financial obligations, continuing education requirements, or the criteria for an ASHI Associate with Logo Use advancement to ASHI Certified Inspector is, with reasonable written notice, adequate reason for suspension or expulsion and does not require deliberation by a hearing committee or the Board.
- 2.6.2** Any ASHI Certified Inspector proposed for discipline, except for Section 2.6.1 above, shall be provided due process according to existing guidelines, including reasonable written notice of the reason for discipline, opportunity to oppose the charge in writing or in person before a tribunal, final written notice of the tribunal's decision, and the right of appeal to the Board.
- 2.6.3** Reasons for discipline include violations of ASHI's bylaws, code of ethics, Standards of Practice, rules, policies or any act which tends to interfere with the objectives of ASHI. ASHI shall maintain disciplinary procedures.

- 2.7 **Readmission.** Any Voting Member or Non-Voting Member who has resigned, retired or been expelled may reapply for membership, pursuant to policy determined by the Board.
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### **Article 3 - Dues and Other Financial Obligations**

- 3.1 **Dues and Other Financial Obligations of Membership.** Dues and other financial obligations of membership are established by the Board.
- 3.2 **Delinquency.** Any individual or affiliate more than 60 days in arrears for any indebtedness to the Chapter, including payment of dues, shall be considered not in good standing.
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### **Article 4 - Special Interest Groups (SIG)**

- 4.1 **Special Interest Groups.** A group of house inspectors may be recognized as a Special Interest Group of the Chapter by a majority vote of members of the Board of Directors.
- 4.1.1 All members and candidates of Special Interest Groups shall not be required to be members or candidates of ASHI.
- 4.1.2 Special interest groups shall be presided over by an ASHI member.
- 4.1.3 The purpose of such groups is to promote good will among its members and to promote the local ASHI members to the Real Estate community through education, visible presence, and good will.
- 4.1.4 The SIG shall perform at least four (4) of the following Tasks (duties) annually as a group:
- a. Attend the State Convention of Realtors as a group.
  - b. Attend the Local Realtor convention as a group.
  - c. Monitor the State Legislature and local governments for licensure activity.
  - d. Offer education to the local Realtor Board as a group activity.
  - e. Host local Inspectors' round table program.
  - f. Develop mutual advertising or marketing programs.
  - g. Offer at least three education programs per year for all local inspectors.

**4.1.5** All SIG groups shall submit to the Chapter an annual report to include:

- a. a current list of their officers and members.
- b. a statement of their key accomplishments in the past year.
- c. a general statement of their key goals for the next year.

**4.2** ***Qualifications.*** Special Interest Groups shall comply with the Chapter's Bylaws and must conform to such other requirements as may be established by the Board.

**4.3** ***Suspension or Disqualification.*** A Special Interest Group that fails to comply with these Bylaws, or for other cause deemed sufficient, may be suspended or disqualified as a group by two-thirds vote of the Board.

**4.3.1** Reasonable written notice, as determined by the Board, must be given to the Special Interest Group before such Board action.

**4.3.2** A Special Interest Group that has been suspended or disqualified may apply for and be reinstated by a two-thirds vote of the Board.

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## **Article 5 - Council of Representatives**

**5.1** ***Election of Council of Representatives.*** The Chapter Board of Directors shall elect from among the chapter membership one representative per fifteen (15) members to the Council of Representatives (up to the maximum number of representatives permitted) and one alternate shall be elected to serve a minimum term of one year.

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## **Article 6 - Board of Directors**

**6.1** ***Purpose.*** There shall be a Board of Directors (the Board) consisting of the immediate past-President and one director per fifteen (15) members. The Board shall be the governing body of the Chapter.

**6.2** ***Duties.*** The Board shall:

**6.2.1** Have authority for and be responsible for the supervision, control and direction of the Chapter.

**6.2.2** Establish administrative and fiscal policies governing the Chapter including discharge of fiscal obligations and to audit all books of accounts for the current fiscal year.

- 6.2.3 Schedule the Quarterly Members' Meetings.
- 6.2.4 Act on the President's appointments to committee chairmanships.
- 6.2.5 Respond to recommendations of ASHI International.
- 6.2.6 Plan for and devise measures for the Chapter's development.
- 6.2.7 Perform such other duties as are specified in these Bylaws.
- 6.3 **Executive Director.** The Board may, on behalf of the Chapter, retain an Executive Director, who shall be an ex-officio member of the Board with no vote.
  - 6.3.1 The Executive Director shall perform such duties as are specified in these Bylaws or as may be assigned by the Board, including fiscal management and adherence to the approved budget.
  - 6.3.2 The Executive Director shall provide appropriate bond.
- 6.4 **Vacancies.** If a vacancy other than the officers shall occur, the position shall be filled by the Board for the unexpired portion of the term. Vacancies occurring among the officers shall be filled as provided for in Article 7.
- 6.5 **Meetings.** The Board shall meet at whatever times and places as may be specified by the President, but at least 3 times annually. Such regular meetings shall be called by the President with notice.
  - 6.5.1 Special Board meetings in addition may, with reasonable notice, be called by the President pursuant to and within 7 days of the President's receiving such written request from not less than 25 percent of the Board.
  - 6.5.2 The Board may in addition meet via telephone conference call.
  - 6.5.3 Provided a quorum of the members is present or participating, a majority of the Board is necessary to make a decision except where some other number is required by law or by these Bylaws.
  - 6.5.4 The Board may transact business by mail or telefacsimile by voting on proposals submitted to them at the direction of the President. Unless specified otherwise in these Bylaws, a vote of the majority of the members of the Board shall determine the result. In the event of an objection to a mail or fax ballot by one third (1/3) or more of the Board members, the ballot shall be delayed until the next meeting of the Board.
- 6.6 **Quorum.** A majority of members of the Board, including the presence of the President, or Vice President, shall constitute a quorum.

- 6.7 Removal of a Director.** A Director may be removed from office for good cause by a majority vote of the Chapter. A directorship so vacated shall be immediately filled by the Board and shall serve the remaining term of the removed director.
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## **Article 7 - Officers**

- 7.1 Officers.** The officers of the Chapter are a President, Vice President, Secretary, Treasurer and the Immediate Past President.
- 7.2 Election.** The President, Vice President, Secretary, and Treasurer shall be elected prior to the Fall Meeting.
- 7.2.1** Officers shall be elected from the Board of Directors by the Board.
- 7.2.2** The schedule for nominations and balloting shall be determined by the Board and announced to the members.
- 7.2.3** Election of the Board of Directors members shall be by mail ballot of the voting members of the Chapter in good standing. A plurality vote shall constitute an election.
- 7.2.4** Ballots shall be secret, and shall allow for write-in candidates for each office.
- 7.3 Terms of Office.**
- 7.3.1** The Vice President and Secretary shall be elected annually to serve for one year, and shall be eligible for re-election for a maximum of two additional successive such terms.
- 7.3.2** The Treasurer shall be elected annually without limitation as to number of terms.
- 7.3.3** The President and Immediate Past President may serve for a maximum of two terms of one year. Each one-year term shall extend from Fall Meeting to Fall Meeting.
- 7.4 Duties.** The officers perform those duties usual to their positions, including those specified herein and as assigned to them by the Board of Directors.
- 7.4.1** The President shall be chairperson of the Board of Directors and an ex-officio member of all committees except the Nominating Committee and the Complaints Committee. He shall vote only on the Board of Directors, and only to break a tie.
- 7.4.2** The Vice President, upon the inability of the President to act, shall assume the duties of the President. In the event of a vacancy occurring in the office of the President, the Vice President shall serve as Acting President until the expiration of

the term. For the subsequent term, the position of President shall be subject to nomination and election in accordance with this Article 7 of the Bylaws.

**7.4.3** The Secretary shall be responsible for keeping and distributing the minutes of all meetings of the Board, the Quarterly Meeting, and any special members' meetings of the Chapter. The Secretary shall have custody of the corporate seal, and oversee all balloting by the Board and by the members.

**7.4.4** The Treasurer shall have general supervision over the fiscal affairs of the Chapter and shall be responsible for safeguarding all assets. The Treasurer shall be appropriately bonded.

## **7.5** *Suspension or Removal.*

**7.5.1** The authority of any officer may be suspended for cause and reinstated by a two-thirds vote of the Board.

**7.5.2** The authority of any director may be suspended for cause and reinstated by a two-thirds vote on the Board.

**7.5.3** An officer elected by the Directors may be removed, with or without cause, only by a majority vote of the members.

**7.6** *Vacancies.* If the offices of Vice President, Secretary, or Treasurer shall become vacant, the Board shall elect a successor to fill out the unexpired portion of the term.

**7.6.1** If the appointee is already holding elective or appointive office, the appointee shall serve in the appointed capacity in addition to other duties.

**7.6.2** The President may replace any such appointees, subject to the approval of the Board.

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## **Article 8 - Committees**

**8.1** *Purpose.* The purpose of committees is to carry out their specific charges. Unless otherwise specified in these Bylaws, they make recommendations to the Board in accordance with procedures adopted by the Board and, when requested by the Board, they assist in their implementation.

**8.2** *Standing Committees.* All standing committees shall have a minimum of two members, including a chairperson appointed by the President and approved by the Board, unless otherwise noted herein. The President may terminate membership on any standing committee except the Nominating Committee and the Ethics Committee. Each standing committee shall perform the duties described by these Bylaws and such other duties as may be directed by the Board. The standing committees shall be appointed at

or immediately after each Fall Meeting to serve until the next Fall Meeting or until their respective successors are appointed. The standing committees follow.

- 8.2.1** The Nominating Committee shall annually nominate and present to the membership a slate of candidates for the Board of Directors. The Committee shall conduct the voting and report the results to the Board.
- 8.2.2** The Membership Committee shall establish qualifications for chapter membership, subject to the approval of the Board and conformance with these Bylaws. The committee shall evaluate all applications for chapter membership and all candidates for satisfaction of these qualifications and shall recommend action.
- 8.2.3** The Ethics Committee shall review any complaints received against members regarding alleged violations of the Code of Ethics, these Bylaws, policies, the Standards of Practice, and other rules, as applicable and report to the Board.
- 8.2.4** The Bylaws Committee shall, when advisable, prepare proposed amendments to the Bylaws of the Chapter. It shall also counsel on interpretations of the Bylaws and on policy conflicts with the Bylaws.
- 8.2.5** The Finance Committee shall be responsible for the financial planning and policies of the Chapter, including the annual budget. The Treasurer shall serve as chairperson.
- 8.2.6** The Education Committee shall establish a continuing education program for Members and Candidates.
- 8.2.7** The Peer Review committee shall be responsible for the Inspector By Review activities of the chapter.
- 8.3** ***Other Standing Committees.*** The Board may establish other standing committees with defined purpose. Such committees shall be subject to all the same conditions common to those standing committees included in these bylaws.
- 8.4** ***Special Committees.*** The Board from time to time may establish such special committees as it deems necessary. The composition and charge of special committees, including the appointment and service of their members, shall be determined by the Board. The tenure of such committees shall be through completion of their charge or as otherwise specified by the Board.

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## **Article 9 - Members' Meetings and Voting**

- 9.1** ***Members' Meetings.*** The Chapter shall hold four (4) Members' Meetings per year. The place, date and hour of the Members' Meeting shall be designated by the Board.

- 9.2 *Special Meetings.*** Special meetings of the Chapter may be called by the Board or, conforming to the bylaws, by the members. The place, date, and hour of any Special Meeting shall be determined by the President, subject to the Board's approval.
- 9.3 *Notice.*** Adequate notice of each meeting shall be mailed to the members prior to the meeting.
- 9.4 *Quorum.*** At least 10 percent of the voting members in good standing present in person shall constitute a quorum for the conduct of business at all meetings of the Chapter, provided that the President or Vice President and two other members of the Board are present.
- 9.5 *Voting.*** Whenever in the judgment of the Board any matter shall arise which requires a vote of the members, the Board shall, unless otherwise required by these Bylaws, submit such matter at a meeting or by mail to the voting members in good standing for vote.
- 9.5.1** Any matter at a meeting, requiring a vote, shall be decided, in questions with two options, by the majority vote of such members present casting a vote, unless otherwise mandated by these bylaws. In questions with more than two options, the matter shall be decided by the plurality vote.
- 9.5.2** Any matter submitted by mail ballot shall, unless otherwise mandated by the Bylaws, be decided, in questions with two options, by the majority of the votes that are received within a period of time, determined by the Board, after submission to voting members, provided that in each case votes of 30 percent of all voting members in good standing shall be received. In questions with more than two options, the matter shall be decided by the plurality vote.
- 9.6 *Elections.***
- 9.6.1** The directors shall be elected annually to serve for two years or until their successors are elected.
- 9.6.2** Elections shall be carried out by members voting by ballot as hereinafter provided.
- 9.6.3** A plurality vote shall determine the winner of an election. In the case of a tie, the decision shall be made by the Board of Directors.
- 9.6.4** Polls shall be open for such a period of time as shall be specified in advance by the Board of Directors.
- 9.6.5** Ballots shall allow a space for write in candidates for each elected position.
- 9.6.6** Ballots shall be returned to the Chapter in individual sealed envelopes with the voter's signature on the envelope as to assure secret balloting.

- 9.6.7** The Nominating Committee shall tabulate all ballots and shall notify the Chapter Board of Directors of the results.
- 9.6.8** Any member may have his name printed on the ballot by submitting a petition to the Nominating Committee with the signatures of 10% of the Chapter members at least one meeting prior to the election.
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## **Article 10 - General**

- 10.1 *Fiscal Year.*** The fiscal year of the Chapter shall be as specified by the Board.
- 10.2 *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 the Chapter to procure a judgment in its favor) by reasons of the fact that the person did or does represent the Chapter. All such representatives shall conform to the definition of an "insured" under any applicable association liability insurance coverage. Such indemnification shall protect against expenses including attorney's fees, 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 a determination in the specific case that such indemnification is proper in the circumstances. The Chapter shall, if available and feasible, purchase and maintain insurance for the purpose of indemnification on behalf of such persons to the full extent authorized by law.
- 10.3 *Publication for Official Notices.*** The Laker, or any successor publication, shall be the publication for official notices of the Chapter and shall print and distribute to all members official notices of the Chapter and other information of interest to members, including election and referendum results.
- 10.4 *Parliamentary Authority.*** The rules contained in *Robert's Rules of Order* (most recent edition, adopted by the Board) shall, in connection with meetings, govern this Chapter in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and with any special rules of order the Chapter may adopt.
- 10.5 *Seal.*** The Board of Directors may adopt a seal for the Chapter to be in such form and to be used in such manner as the Board shall direct.
- 10.6 *Dissolution.*** In the event that the Great Lakes Chapter shall elect or be caused to discontinue, it shall require a vote of the members as specified by the laws of the state of incorporation. In the event of dissolution, the Board shall distribute all corporate assets remaining, after all debts and other obligations of the Chapter are discharged, for the exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code.

**10.7 *Electronic Voting.*** Whenever the Bylaws authorize mail voting by the voting members, electronic means may be used; this is at the discretion of the Board. Voting members shall have the option to vote electronically or by mail whenever electronic means are used.

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### **Article 11 - *Amendments***

**11.1 *Amendment by Mail Ballot.*** These Bylaws may be amended by two-thirds of all members in good standing voting by mail ballot in conformance with Section 9.5.

**11.2 *Amendment Proposals.*** An amendment may be proposed by a petition signed by 10 percent of the members or such lesser number as may be established by the Board. In each case, the petition or proposal for amendment must be submitted to the Bylaws Committee 60 days prior to consideration at the next Board meeting.

**11.3 *Board Only Approval.*** The Board may correct article and section designations, punctuation, English usage, spelling and cross-references and may make non-substantive technical changes. Also, the Board shall maintain alignment of the Chapter Bylaws to the ASHI International By laws.