

**Bylaws of the  
Virginia Chapter of the Southeast Region  
Council of Educational Facility Planners, International (CEFPI)**

Adopted: February 21, 1995, Blacksburg, Virginia  
Amended: February 27, 1996, Blacksburg, Virginia  
February 25, 1997, Blacksburg, Virginia  
February 24, 1998, Blacksburg, Virginia  
February 24, 2004, Roanoke, Virginia  
February 28, 2006, Roanoke, Virginia  
March 4, 2008, Roanoke, Virginia  
February 22, 2011, Roanoke, Virginia  
February 28, 2012, Roanoke, Virginia (revised July 10, 2012)

**INTRODUCTION**

The Virginia Chapter of the Southeast Region of the Council of Educational Facility Planners, International (CEFPI) (hereinafter referred to as "Chapter") is a Non-Profit Organization made up of individuals whose professional activities involve a responsibility of one or more of the following areas: planning, designing, constructing, equipping, administering and/or maintaining the physical environment of education. The Chapter seeks to further the goals of education by providing services, activities, and knowledge related to the development of superior educational facilities.

The purpose of this Chapter shall be to assist CEFPI and the Region implement their programs, to serve as a vehicle for the local activities of CEFPI and the Region, and to provide a forum for members of the Chapter to meet and discuss matters of common interest and concern.

The Chapter seeks to attain the following goals and objectives:

**Article 1. Advocacy**

- 1.1 To establish an advocacy program encouraging all communities to support quality educational facilities as an integral part of a quality educational program.
- 1.2 To support the highest professional standards for all members through the exchange of ideas and practices associated with the design of educational facilities.
- 1.3 To encourage and assist in comprehensive educational planning by public and private school systems.

**Article 2. Education**

- 2.1 To promote educational and quality professional development opportunities for facility planning professionals and educational institutions, agencies and personnel through workshops, conferences, exhibits, and meetings with related associations.

**Article 3. Research**

- 3.1 To identify and disseminate educational facility research.
- 3.2 To promote research in the design and construction of educational facilities.
- 3.3 To review regulations and codes pertaining to educational facilities.
- 3.4 To help achieve the objectives and support the activities of the Council of Educational Facility Planners, International its Regions and Chapters.

**Article 4. Membership**

- 4.1 Any member of the Council of Educational Facility Planners, International (CEFPI) in good standing and whose residence and/or place of business is in the geographical area of Virginia shall automatically become a member of this Chapter unless otherwise specified by the member. No additional dues are collected by this Chapter.
- 4.2 Membership privileges shall include:
  - 4.2.1 The right to vote at Chapter meetings.
  - 4.2.2 Receipt of Chapter mailings.
  - 4.2.3 Participation in Chapter activities.
  - 4.2.4 Stand for election.
- 4.3 Individual members in good standing are entitled to one vote for all Chapter business and elections. Official designated representatives of Corporations/Institutions that are members in good standing are entitled to the same privileges as individual members.
- 4.4 Non-CEFPI members whose professional activities involve PK-12 facility administration, planning, design, construction, equipping, or maintenance may attend Chapter meetings as a non-member. However, should non-members desire to be kept informed of Chapter activities, functions and meetings, they may be assessed a fee as established by the Board of Directors.

**Article 5. Governance**

- 5.1 The Board of Directors shall administer the affairs of the Chapter in accordance with the limits of authority set forth by the membership.
- 5.2 Members shall be notified of all Chapter functions at least ten (10) days prior to such meeting. An annual business meeting of the members of the Chapter shall be held at such time and place as designated by the Board of Directors, for the purpose of electing Directors, and for transacting other business properly coming before the membership.
- 5.3 Matters requiring approval, including the election of Directors, shall be decided by a simple majority vote of those members present at the Chapter business meeting. The number of members present at a Chapter meeting shall constitute a quorum for purposes of transacting business at that meeting. Election of Directors may be conducted by email ballot and ratified by a simple majority vote at the annual meeting of the members of the Chapter.
- 5.4 The fiscal year shall be from January 1 to December 31.
- 5.5 All audits shall be the responsibility of CEFPI headquarters. The Chapter Treasurer will provide copies of Chapter records to CEFPI periodically (at least quarterly) for verification of local records with national records.
- 5.6 The address of the Chapter shall be determined by the President during his/her term of office.
- 5.7 Proposals to amend these bylaws must be submitted in writing to the Chapter Board of Directors no less than 30 days prior to annual business meeting. If the proposal is approved for consideration by a majority vote of the Board, the proposed amendment will be submitted to the members for consideration at the annual business meeting. If approved by a simple majority vote of members present at annual business meeting, or a simple majority of mail or email ballot, the amendment will be submitted to the Region Board of Directors and CEFPI Board of Directors for review and approval.

- 5.8 Standing and special committees may be established at the discretion of the Board of Directors.

**Article 6. Operating Expenses**

- 6.1 The Chapter may generate income to fund activities through registration fees at annual conference, seminar fees, grants, donations, etc.
- 6.2 The Board of Directors shall determine the schedule of fees and assessments and shall notify the members of any changes in the schedule.
- 6.3 Expenses for registration to the regional and international conferences shall be reimbursed by the Chapter for the Chapter President and State Director.
- 6.4 Expenses for registration to the regional conference shall be reimbursed by the Chapter for the Chapter President-Elect.

**Article 7. Chapter Officials**

- 7.1 **Board of Directors** - The Board of Directors shall consist of the Executive Officers, ~~and~~ six (6) members elected at-large by the membership of the Chapter, and the State Chapter Governor. All Board of Directors members shall be members in good standing with the CEFPI. The Board shall be in full control of the management of the affairs of the Chapter as subject to the bylaws and directives of its membership. Meetings of the Board shall be held at least three (3) times per year. Each Director shall be given at least seven days notice of upcoming meetings.
- 7.1.1 At-large Board of Directors shall serve three-year overlapping terms. Two at-large Board members shall be elected each year by the membership. Following the three-year term, each at-large Board member shall serve a one-year term in the general membership before being eligible for new term as Director.
- 7.1.2. The Board of Directors shall serve as the nominating committee and present a slate of nominees for each vacant position. Nominations for Board members may also be made from the floor at the annual meeting. The Board members shall be elected and officers confirmed at the annual business meeting.
- 7.1.3. A vacancy in an executive office or director position may be filled from the general membership until the next election by presidential appointment with majority approval of the Board of Directors.
- 7.1.4. Officers or at-large Board members may be removed from the Board of Directors, with or without cause, by a two-thirds (2/3) vote of the members present at a meeting called for that purpose.
- 7.2 **Executive Officers** - Chapters shall be governed by at least (4) four Officers. The Executive Officers may include the President, President-Elect, Vice President, Immediate Past-President, Secretary, and Treasurer. The President, President-Elect, Vice President and Past-President shall be elected for a one-year (1) term; Secretary and Treasurer shall serve a three-year (3) term.
- 7.2.1. Executive Officers shall be elected by the Board of Directors from the membership. In the case of a vacancy created by the resignation of an Officer, the President shall appoint a member of the Board of Directors to complete the unfulfilled term.
- 7.2.2. The Vice President shall automatically succeed to the office of President-Elect, President-Elect shall automatically succeed to the office of President and President shall automatically succeed to the office of Past-President.

- 7.2.3. The duties and responsibilities of all Chapter Officers begin at the close of the annual Chapter meeting/conference. Chapter Officers and Board members are recognized by CEFPI at the conclusion of the international conference.
- 7.2.4 The Officers shall perform other duties as requested by the President.

**President** - The President shall preside at all Chapter and Executive Board meetings and shall be an ex-officio member of all committees. In the President's absence, the President-Elect shall preside over any such meeting.

The President shall direct the activities of the Chapter Officers, and shall, with the consent of the Board, appoint Committees deemed necessary or appropriate for conducting Chapter business.

The President shall report annually to CEFPI headquarters an Officer's list, the treasurer's report and documentation of Chapter meetings, activities, and calendar.

If possible, it shall be the duty of the Chapter President and the Chapter Governor to attend Regional and International Conferences during his/her term of office.

**President-Elect** - The President-Elect shall substitute for the President during his/her absence and assist the President with programming and conference planning. The President-Elect shall also be charged with coordinating the Mid-Year Conference. By election to office, the President-Elect shall succeed the incumbent President at the end of his/her term of office. If possible, it shall be the duty of the President-Elect to attend the Regional Conference during his/her term of office.

**Vice President** - The Vice President shall assist the President and President-Elect as needed.

**Past-President** - The Past-President shall assist the President as required. He/she shall provide continuity to the chapter leadership.

**Secretary** - It shall be the duty of the Secretary to attend all meetings of the Chapter and Executive Board and to keep accurate minutes of all meetings.

The Secretary shall have charge of all correspondence of the Chapter, shall keep the record of all members of the Chapter, and shall send all notices of meetings as required.

**Treasurer** - It shall be the duty of the Treasurer to maintain all the organization's financial records, receive and oversee all monies paid to the Chapter, and be responsible to forward the funds to CEFPI for credit to the organization's account.

The Treasurer shall direct disbursement of funds, via CEFPI-drawn checks, only at the direction of the Executive Board. It is also the responsibility of the Treasurer to submit a statement of financial position to the membership at each Chapter meeting.

Custody of records resides with CEFPI headquarters. The Treasurer shall coordinate with the Director of Operations at CEFPI headquarters to execute all financial transactions needed for the orderly operation of the Chapter's finances.

**State Governor** - The Chapter shall elect a member, who is an active CEFPI member, to serve as the State Governor on the CEFPI SE Regional Board of Directors for a term of three-years. This position shall be a member of the State Chapter Board of Directors for their three-year (3) term. State Governor shall

serve as a member of the regional Membership Committee and be responsible for coordinating all membership and Chapter development.

**Article 8. Region and CEFPI**

- 8.1 Policies and Procedures - The Chapter hereby agrees to operate, generally, in accordance with policies and procedures adopted by the Region or CEFPI. Such policies and procedures may include: policies concerning (i) financial reporting and fiscal management, (ii) contracts with third party vendors and others, (iii) restrictions on public endorsements or public positions on issues or events affecting the Region, CEFPI or its members, (iv) Chapter affiliation with other organizations, (v) periodic reporting of Chapter activities to the Region and CEFPI, (vi) educational conferences or programs that may compete with conferences or programs sponsored by the Region or CEFPI, (vii) amendments of these Bylaws or similar documents, or (viii) such other matters as determined by the Region or CEFPI from time to time. Deviation from Region and CEFPI policies and procedures is permissible to accomplish Chapter specific objectives in accordance with these bylaws upon written approval by the Region.
- 8.2 Prior Approval - In addition to any restrictions or limitations contained in policies and procedures adopted by the Region or CEFPI, the Chapter shall not take any of the following actions without the prior written consent of the Region Board of Directors and CEFPI Board of Directors:
- 8.2.1 Amend these Bylaws or any other organizational document of the Chapter;
  - 8.2.2 Incur debt or become obligated to pay money (other than obligations incurred in the ordinary course of the Chapter's operations);
  - 8.2.3 Sell, lease, exchange, mortgage, pledge or otherwise dispose of all, or substantially all, the assets of the Chapter;
  - 8.2.4 Dissolve the Chapter; or
  - 8.2.5 Engage in any activities which the CEFPI board of directors deems to be inconsistent with CEFPI's strategic or other plans

**Article 9. Dissolution**

- 9.1 On the dissolution of the Chapter, all remaining assets shall be distributed to the Region.

## *POLICY SECTION*

*The following policies were adopted in 2004. The Board of Directors voted to affirm these policies, by vote of the general membership, at their annual business meeting February 23, 2004, during the annual conference in Roanoke, Virginia. The policies were revised February 22, 2011 at the annual business meeting in conjunction with revised bylaws.*

- 1. Established the "Virginia Educational Planner of the Year" (POY) to be given annually. Nominations are solicited from the general membership and forwarded to the selection committee. The selection committee will be chaired by the Past-President and composed of a Board Member and previous POY winners. If the person recognized is a member in good standing of CEFPI, their name will be forwarded to the Southeast regional "Thomas Morgan SE Planner of the Year Award".*
- 2. The Virginia Chapter of CEFPI will endeavor to have a Department of Education representative on the Board of Directors who shall oversee the architectural exhibits and awards program each year.*