SDA CHAPTER GUIDELINES

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1. MISSION, VISION AND STRATEGIC PLAN

1.1 Chapter Mission and Purpose

The purpose of the Society for Design Administration (SDA) is to promote the professional and educational advancement of persons engaged in professional administrative services to design firms and related disciplines.

The task of the chapter president is to try to convert the organization’s mission statement into specifics.

1.2 Strategic Plan

Strategic planning can be approached in several ways, depending on your chapter’s needs and personality. A graphic of the strategic plan that was developed for SDA in 2016 is noted below. We determined that to accomplish all the other goals of the Society, such as better website, more education programs, better member networking opportunities, a nationally recognized certification program, and more positive career growth and opportunities for our members, the key element is to grow the Society. Without increased membership and non-dues revenue, we cannot accomplish our goals. This plan was developed to identify the key goals we, as a society, need to accomplish to market the Society effectively, grow existing chapters, increase the number of chapters, and ultimately grow the number of members.

You should review this document with your Board of Directors to piggyback on national initiatives as well as to pattern local initiatives after national ones. The current SDA Strategic Action Plan can also be found on the SDA National website at www.sdanational.org under Governance\Strategic Plan.

To begin the process of developing your Chapter Strategic Plan, review the training “Chapter Strategic Planning” found in the SDA Store.
2. GOVERNING DOCUMENTS

Chapter officers should become familiar with various legal, governance, tax, and insurance issues pertaining to chapter operations. Sections 2 and 3 of this manual will provide an introduction to these matters and should be referred to during your term as needed. If you need more information, clarification or direction on the legal issues than is provided in this manual, you should contact SDA Headquarters or you should consult with a local attorney or accountant who is familiar with the laws and procedures in your state.

2.1 Organizational Matters and Legal Documents

Once each year, preferably at the beginning of the new Board’s term of office, all officers and directors should review each of the chapter’s essential corporate documents, especially the Bylaws, to become familiar with the rules by which the chapter is required to operate.

2.2 Incorporation or Association

Although each chapter is chartered with SDA, chapters are independently organized in the state in which they operate. For this reason, certain aspects of each chapter’s operations are governed by state law, which can differ from state to state. All SDA chapters are non-profit corporations or associations organized under Section 503(a) of the IRS Code as a 501(c)(6) professional organization.

The inherent characteristic of a 501(c)(6) organization is that no profit will inure to any of the directors of the organization and that upon dissolution, remaining monies will be transferred or donated to another non-profit organization.

It is a best practice solution to incorporate the Chapter. A Chapter’s corporate status can insulate officers, directors, and members from personal liability for the debts and other obligations of the chapter, except in instances of negligence or fraud. To have this important liability shield in place, the Chapter should establish corporate status with the state.

Articles of Incorporation are the basic governing document of the chapter and are subordinate to state law. Detailed operating procedures are usually excluded from articles of incorporation to avoid the necessity of going through the formal amendment process each time minor changes are made. The Chapter’s Bylaws and operating policies are the documents that should contain details on how the chapter should operate, because these are somewhat easier to modify when changes become desirable. Articles of Incorporation can be amended only by filing articles of amendment with your state’s Secretary of State. Because changes in your articles of incorporation may adversely affect the chapter’s tax-exempt status, amendments to this document should be considered only with the advice of qualified legal counsel who is familiar with non-profit corporation laws of your state as well as with federal IRS regulations. Attach a copy of YOUR CHAPTER’s Articles of Incorporation in the space designated as Exhibit 1.

Annual Report: Nearly all states will require SDA Chapters to file an annual corporation report and pay a nominal fee to maintain its corporate status. Failure to file these reports or pay the fee for one or more years will lead to revocation of corporate status and it may be difficult, time consuming, and expensive to reinstate. Allowing the chapter’s corporate status to lapse jeopardizes corporate protection against personal liability and may have other difficult legal consequences for the chapter and its officers. Check your status at least annually with your
2.3 Bylaws

Probably the most important of the several organizational documents is your chapter bylaws. Bylaws establish the basic rules and structure of chapter governance and operations, and you and your board of directors are responsible for operating the chapter in accordance with the bylaws. Your bylaws specify such particulars as to types of members, number and qualifications of officers and directors, nominating and voting procedures, officer duties, committee structure and responsibilities, and many other essential details pertaining to the operation of your chapter. Attach a copy of YOUR CHAPTER’s Bylaws in the space designated as Exhibit 2.

Each chapter must maintain updated and approved bylaws that are consistent with state law and are in compliance with SDA national bylaws. State law usually dictates certain provisions that may or must be included in corporate bylaws, and some of these requirements can differ from state to state. Most provisions of your bylaws are intended to remain flexible and may be amended if it becomes desirable to accommodate changing needs of your chapter.

Bylaws can be amended only by a formal vote of your chapter’s members. Follow the SDA National Template to be sure the required language is contained in your local chapter bylaws. This template is available on the SDA National website under Chapter Resources. After any changes to chapter bylaws, a copy of the latest bylaws must be filed with the National Bylaw Committee Chair. You should submit proposed amendments to the national bylaw committee for review and concurrence prior to chapter vote.

For further clarification and direction with regard to your chapter bylaws, contact the National Bylaw Committee Chair.

2.4 Chapter Charter

Another document affecting chapter operations is your Charter. This document specifies certain conditions to which the chapter and the national board have agreed, such as authority to use the SDA name and logo for the chapter to represent itself as a part of the SDA organization. A copy of the standard Chapter Charter is included as Exhibit 1.D.

2.5 Affiliation Agreement

In an effort to incorporate the chapters’ and national’s focus and goals and in fulfilling our mission, national SDA has adopted a Chapter Affiliation Agreement. The Chapter Affiliation Agreement:

- Establishes a framework for the chapters which will support a fiscally responsible, legally governed organization which supports the mission of SDA
- Formalizes the relationship between the national organization and the chapters
- Establishes a clear set of expectations for both the national organization and the chapters of each other
- Provides a benchmark for new, organizing chapters of national’s expectations
- Provides protection for the SDA and Society for Design Administration names and trademarks.

Chapters should either hold an exemption letter from the IRS as a 501c6 organization or have filed a Form 1024 with the IRS requesting exempt status, and
• Adopt the proforma chapter bylaws and standing rules or have their existing bylaws approved as in compliance with the national bylaws.

Chapters are to execute a new agreement at the beginning of each year and submit a signed copy to SDA Headquarters. Attach a current copy of YOUR CHAPTER’s Signed Affiliation Agreement in the space designated as Exhibit 1.E.

2.6 Board Policies and Procedures

Bylaws should not contain requirements that are expected to change frequently, such as sizes of committees, frequency of Board meetings, and the budget adoption process. These types of details are better contained in the chapter operating policies and procedures, adopted and changed as needed by the Board. Take care to ensure that policies adopted by your chapter Board of Directors do not conflict with bylaws provisions. Changes in policies and procedures by your Board usually do not require the consent of the membership; however, it is recommended that you obtain member comments on proposed policies that affect the right or obligations of members.

2.7 Essential Corporate Documents – Safekeeping and Access

Articles of incorporation, the bylaws, the charter, the affiliation agreement, and your board policies and procedures are all essential corporate documents and should be maintained accordingly. Each chapter is provided a Basecamp project location which is ideal for the storage of important corporate documents. Copies should be added to this manual, kept by both the chapter Secretary and President, and passed on to their successors each year. Every member of your Board should be given a copy of the bylaws and the Board Policies document. Copies of the chapters’ bylaws are on file with the national bylaw chair. Your chapter bylaws must be up-to-date and filed with the national bylaw chair prior the national Annual Meeting, in order for your chapter delegate to be seated at the Annual Business Meeting. While national SDA has a copy of your chapter bylaws on file, your chapter is also responsible for maintaining your chapter bylaws.

2.8 Other Legal Considerations

Conduct of Officers and Directors/Conflict of Interest

Officers and directors are legally expected to adhere to certain standards of conduct with respect to the operation of the chapter. The standards are often described as the duty of care, the duty of loyalty, and the duty of obedience.

• The duty of care requires the officer or director to participate actively in the direction and oversight of the chapter by regularly attending meetings, by reviewing information presented for consideration with respect to decisions to be made by the board, by requesting additional information he or she knows to be required to make a decision, by keeping informed about the plans and activities of the chapter and to exercise informed judgment, practical experience, and common sense when acting.

• The duty of loyalty requires that an officer or director act at times in good faith and in the best interests of the chapter, subordinating his own interests, and those of his personal friends or business associates, to the interests of the chapter. Should an action come before the board that constitutes a conflict of interest, in which an officer or director may benefit personally or his/her friends or business associates may benefit, such an interest must be fully disclosed to the board. The remaining directors must then agree that the proposed action is fair and reasonable to the chapter and that the terms of any proposed transaction are at least as favorable as the board could have obtained otherwise.
• The duty of obedience requires officers and directors to carry out the purposes of the organization, to act in accordance with its governing documents, and to assure themselves that the organization is complying with applicable laws.

Together these duties form a generally recognized code of conduct to which officers and directors of an organization are expected to adhere. Violation of these duties or failure to perform them may become grounds for removal from office by whatever provisions exist in the chapter’s bylaws or in state corporation law. A copy of the SDA Code of Ethics is attached as Exhibit 1.F.

2.9 Fiduciary Responsibility

As elected officials of the association or corporation, chapter officers and directors also hold fiduciary responsibility. Chapter leadership is ultimately responsible for the management of the chapter – the independent small association or corporation. The membership entrusts the board with the responsibility for the chapter’s financial and business status, and the chapter’s officers and directors are held responsible for the following actions:

• Develop and maintain good business record-keeping systems.
• Establish financial reporting systems and a means of monitoring financial accountability.
• File an annual corporate report with the Secretary of State, or other state office that supervises non-profit corporations, if required.
• Operate under chapter bylaws, review bylaws annually, and make bylaws revisions as necessary, with the national bylaws committee’s approval, to reflect changes in chapter operations or changes at the national level.
• File appropriate tax documents with local, state, and federal taxation authorities, if required.
• File financial and educational reports with the SDA national office.

2.10 Contracts

Chapters must have clear policies concerning who is authorized to sign contracts on behalf of the chapter and the procedures that must be followed before a contract may be signed. Most contracts used by chapters will be for events such as meetings, educational programs, social events, or fundraising events. These contracts, e.g., with a hotel or resort location, should be reviewed carefully before execution. Most of these contracts are unduly favorable to the facility, and some changes may be negotiated in order to reduce the chapter’s potential liability.

2.11 Anti-Trust Considerations

Federal and state law prohibit competitors from conspiring to unlawfully restrain competition, e.g., by establishing minimum prices for products or services, by agreeing to allocate customers among the competitors, or by acting to exclude or limit competitors’ rights to carry on any aspect of their business.

Avoid potential problems at chapter meetings (or at any other assembly of members):

• Be careful in discussions about current or future RFPs, bids, or contracts with competitors.
• Do not discuss in detail specific client relationships with competitors.
• Do not attempt to influence client allocation by size, geography, or otherwise.
• Do not publicly distribute your charge rates for personnel.
• Make marketing and bidding decisions unilaterally.

• Do not establish or adopt job/project standards.

• Do not use codes of conduct to make adverse membership decisions.

Should you be aware that any of these prohibited topics have begun to be discussed at any meeting or other gathering of members, immediately announce that the discussion is not appropriate for an SDA event and insist that the discussion be discontinued.

See the AIA Best Practices Document “Antitrust Compliance Guidelines” attached as Exhibit 1.G
EXHIBIT 1

[Insert a copy of your chapter’s Articles of Incorporation here.]
EXHIBIT 2
Chapter Bylaws

[Insert a copy of your Chapter’s Bylaws here.]
EXHIBIT 3
Chapter Charter
(Insert a copy of your Chapter’s Charter here)
PRESENTS:

CERTIFICATE OF CHARTER

[Name of Chapter]

_______________________________     ________________________
City and State       Date Chartered

APPROVED BY THE EXECUTIVE COMMITTEE

National Vice President

National President

National Secretary

National President-Elect

National Treasurer

Past National President/Director
EXHIBIT 14
Chapter Affiliation Agreement

(Insert a copy of your Signed Chapter Affiliation Agreement here)
EXHIBIT 5
AIA Antitrust Compliance Guidelines
Best Practices

Antitrust Compliance Guidelines
Contributed by the AIA General Counsel’s Office

The AIA collects and disseminates Best Practices as a service to AIA members without endorsement or recommendation. Appropriate use of the information provided is the responsibility of the reader.

INTRODUCTION

The AIA and its members are committed to full compliance with all laws and regulations, and to maintaining the highest ethical standards in the way we conduct our operations and activities. Our commitment includes strict compliance with federal and state antitrust laws, which are designed to protect our nation’s free competitive economy.

RESPONSIBILITY FOR ANTITRUST COMPLIANCE

Compliance with the antitrust laws is a serious business. Antitrust violations may result in heavy fines for corporations, and in fines and even imprisonment for individuals. While the AIA General Counsel provides guidance on antitrust matters, you bear the responsibility for ensuring that your actions and the actions of those under your direction comply with the antitrust laws.

ANTITRUST GUIDELINES

In all operations and activities of your firm, and in any interaction with design professionals outside your firm, you must avoid any discussions or conduct that might violate the antitrust laws or even raise an appearance of impropriety. Observing the following guidelines will help you do that:

- DO NOT have discussions with other AIA members or other competitors about any of the following subjects, unless you have first consulted legal counsel:
  a) Your prices for products or services, or prices charged by your competitors.
  b) Costs, discounts, terms of sale, profit margins, or anything else that might affect those prices.
  c) Allocating markets, customers, territories, or products with your competitors.
  d) Limiting production.
  e) Whether to deal with any other business.
  f) Any competitively sensitive information about your own business or a competitor’s business.

- DO NOT stay at a meeting, or any other gathering, if those kinds of discussions are taking place.
- DO NOT discuss any other sensitive antitrust subjects, such as price discrimination, reciprocal dealing, or exclusive dealing agreements, without first consulting counsel.
- DO NOT create any documents, email, or other records that might be misinterpreted to suggest that you or your firm condones or is involved in anticompetitive behavior.
- DO consult legal counsel about any documents or activities that touch on sensitive antitrust subjects such as pricing, market allocations, and refusal to deal with any business.
- DO consult legal counsel on any nonroutine correspondence that requests that you or your firm participate in joint projects or programs, submit data for such activities, or otherwise join with competitors in their actions.
- DO use an agenda and take accurate minutes at every meeting at which competitors are present, such as AIA Chapter meetings. Have legal counsel review the agenda and the minutes before they are put into final form and circulated.

FOR MORE INFORMATION

If you have any question about whether particular AIA activities at the local, state, or national level might raise antitrust or other problems, please do not hesitate to call the AIA General Counsel’s Office at 202-626-7311.

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BP 12.01.02 January 2003
Annual Chapter Report  
May 2017 – April 2018  
Due: March 23, 2018

Chapter:

Completed By:

Chapter President:  
Chapter Membership Chair:  
Chapter Program Chair:  
Other Chapter Officers:

Certification Chair:  
Chapter Treasurer:

Which of the following Officers/Chairs participated in the 2018 Leadership Training "Solving the Conflict" Webinar? (live or downloaded from National website)

- President  
- President-Elect  
- Vice President  
- Membership Chair  
- Secretary  
- Treasurer  
- Education/Program Chair

Sponsorship and other Non-Dues Revenue:

Indicate the Dollar amount Received in 2017:  
Chapter Sponsorship: $  
Fundraisers: $  
Non-Dues Revenue (i.e. BusinessTrak, etc.) $  

Please describe all non-dues revenue and fundraisers (attach sponsor form, if available)

Does your Chapter have a strategic plan?  
- Yes  
- No

<table>
<thead>
<tr>
<th>Goal</th>
<th>Accomplishment</th>
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8190 A Beechmont Ave., #276  
Cincinnati, OH 45235-5117  
Phone: 513.268.5382 Fax: 513.448.1921  
admin@SDAnational.org
Additional Accomplishments:

Membership:

<table>
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<tr>
<th># Members @12/31/17</th>
<th># Members @ 03/1/18</th>
<th># Renewing Members</th>
<th># New Members</th>
<th># Certified</th>
</tr>
</thead>
</table>

Membership Retention: (# Renewing Members / # Members@12/31/17 x 100)

Does your Chapter participate in Construction? ☐ Yes ☐ No # of Construct-a-Members in 2017?

Chapter Membership Campaigns

<table>
<thead>
<tr>
<th>Date</th>
<th>Title of Campaign</th>
<th>Describe Efforts: electronic, phone, in person invitations, etc.</th>
<th># of New Members</th>
</tr>
</thead>
</table>

Does your Chapter have a Chapter Database? ☐ Yes ☐ No # of contacts on database:

What e-mail Marketing product does your chapter use? ☐ Constant Contact ☐ iContact ☐ MailChimp ☐ Other

Does your chapter use the Chapter Basecamp tool? ☐ Yes ☐ No

Programming:

Total Hours of Educational Programs for the period of May 2017 – April 2018:

How many Educational Programs were offered virtually? ☐ Yes ☐ No Were they advertised/available to all members?

Complete the Continuing Education Programs Excel Worksheet and submit with this report.

How can SDA National assist your chapter?

What would make membership more valuable?
Section 3. Roles, Duties, and Responsibilities

3.1. Introduction

This section provides a list of typical Chapter Board and committee positions and is intended as a reference only. You may find that your chapter has different needs and therefore may have more or fewer leadership positions in place. Review these sample descriptions for ideas. Insert your position descriptions in lieu of these generic ones.

3.2.1 SDA Chapter Board of Directors will usually consist of:

- President
- President-Elect
- Past President or Immediate Past President
- Secretary
- Treasurer

3.2.2 Committee leader positions may include:

- Chair or Director-at-Large, Education
- Chair or Director-at-Large, Membership
- Chair or Director-at-Large, Programs
3.2. Sample Position Description: **PRESIDENT**

3.2.1 Position Description:

The President is the principal officer of the Chapter exercising general oversight of its affairs and Officers. The President chairs and serves on the Executive Committee of the Chapter.

3.2.2 Duties & Responsibilities:

- Presides over all meetings of the Chapter and the Board.
- Oversees and mentors all Board Members as they carry out their duties and responsibilities.
- Coordinates the activities of all Officers, Directors and Committees.
- Serves as the key point of contact with National in regard to submitting the required reports and documents on behalf of the Chapter.
- Serves as Director on the National Board of Directors.
- Implements the strategic plan and budget for the new fiscal year.
- Hosts monthly luncheon programs and special Chapter events as necessary.
- Maintains the flow with speaker introductions, sponsor acknowledgements, Chapter communications, welcoming new members and guests.
- Acts as the Chapter’s spokesperson as needed in the community.
- Works with the Treasurer, to plan and create a responsible fiscal budget for the Chapter and submit it to the Board of Directors for approval.
- Directs content, timing, and method of communication with Chapter members.
- Revises draft “welcome” letter to all new members to be included with the new member handbook to be distributed by the Director of Membership.
- Interfaces with the President-Elect each fall to update the Chapter Management Manual.
- Reimbursement for dues renewals and eligibility for various programs through National are dependent on timely submittal of reports.

3.2.3 Reporting: Reports required by National currently include the following:

- Change of Chapter Officer’s Report: (Due December 31) – A list of new Chapter Board members including complete contact information for President.
- Chapter Financial Report: (Due March 15) – Prepared by the outgoing Treasurer and submitted directly to National after you have approved. See Attachment 2.A..
• Chapter’s IRS Forms/Tax Return: (Due May 15) – Prepared by the Treasurer, reflects activities through end of the preceding fiscal year. See Treasurer’s job description for a copy. (If applicable)

• Chapter Convention Report (Attachment 1G)

• Education Report: (Due December 31) – Showing all programming for the previous year. Program organizers are responsible for preparation, distribution and tally of program surveys and report results to the National Secretary.

• Proposed Programs for the New Fiscal Year: (Due December 31) – It is suggested that the Secretary prepare this report in the same format as Education Report excluding actual attendance figures and rating information. The Secretary will use the form throughout the year and fill in the blanks to prepare for the next submittal of the Educational Report.

3.2.4 Your Committee:

The President does not have a committee to assist in carrying out his/her duties and responsibilities. The President may however, establish from time to time, Ad Hoc committees to oversee any issue of the Chapter requiring or work of a subcommittee. The President shall report to the Board of Directors the status of the work of such committees.

3.2.5 Budgets:

The President’s budget includes the following:

- **As an expense**: attendance at National Conference, Awards for Board of Directors, and Certificates for service on a Committee
- **As an expense**: “attendance at Leadership Conference (or President-elect if so determined)”
3.3. Sample Position Description: **PRESIDENT ELECT**

3.3.1 Position Description:

The President-Elect stands ready to fill in for the President in his/her absence. In addition, the President-Elect shall have the powers and be subjected to the same restrictions as the President. The President-Elect assists the President in overseeing the Chapter Board and serves as an additional resource for all positions and Committees. The President-Elect also serves as Liaison to the Education, Nominating, and Special Events Committee of the Chapter.

3.3.2 Duties and Responsibilities

- Supports the President, as needed in overseeing and mentoring committee activities.
- Attends all monthly Board meetings, education programs, and other Chapter events.
- Attends the National’s Leadership Conference Symposium.
- The Chapter funds at a minimum the airfare and hotel expense for attendance of this event.
- In the event the Chapter has insufficient funds, the President Elect is encouraged to solicit a sponsorship to fund expenses. Sponsor(s) should receive printed and/or verbal recognition as Chapter Leadership sponsor for of a period of twelve months.
- Assists Treasurer to draft conceptual plan and budget for the upcoming year.
- Interfaces with the President each fall to update the Chapter Handbook.
  - October 31st: Edits Completed.
  - January 1st: Distributes to incoming Board.
- Liaison to Education Committee:
  - Meets with Education chair as needed to determine appropriate topics and contacts for chapter programming.
  - Introduces the speaker and hosts the event.
  - Prepares, distributes and summarizes program evaluations and provides results to the Secretary or Education Chair within a week of the event.
  - Sends thank you note to speaker(s) within a week of the event.
- Liaison to Nominating Committee:
  - Ensures timely initiation of Nominating Committee activities for identifying, announcing, and electing the Board for the coming year.
  - See Chapter’s Bylaws for details and timelines.
- Liaison to Special Events Committee:
• Assists as needed with coordination of Firm/Principal Appreciation, New Member, Education Symposium, Holiday Party, and other special events.

• Assists with selection and coordination of venue and refreshment needs.

• Drafts or edits event announcement for the Committee Chair who proofs, prepares layout, and distributes.

3.3.3 Your Committee

The President-Elect does not have a committee to assist in carrying out his/her duties and responsibilities.

3.3.4 Your Budget

The budget for this position includes the following:

• **As income**: Revenue from education programs, special events, and any sponsorship solicited solely for funding the President Elect.

• **As expenses**: Cost to conduct education programs, special events, and attendance of Leadership Conference.

• **As an expense**: attendance at Leadership Conference (or President if so determined)

3.3.5 Miscellaneous

The President Elect also interfaces with the Newsletter and Public Relations committee for publication, issues, and events associated with the office of President-Elect.
3.4. Sample Position Description: **VICE PRESIDENT**

3.4.1 Position Description

The Vice President stands ready to fill in for the President Elect and/or President in his/her absence. In addition, the Vice President shall have the powers and be subjected to the same restrictions as the President. The Vice President assists the President in overseeing the Chapter Board and serves as an additional resource for all positions and Committees. The Vice President also serves as Chair to the Membership Committee.

3.4.2 Duties and Responsibilities

- Supports the President as needed in overseeing and mentoring committee activities.
- Performs the duties of President or President Elect in their absence.
- Serves as delegate to the Annual National Board of Directors meeting should the President or President Elect be unable to attend.
- Attends all monthly Board meetings, education programs, and other Chapter events.
- Attends the National Leadership Conference in the absence of President Elect.
  - The Chapter funds at a minimum the airfare and hotel expense for attendance of this event.
  - In the event the Chapter has insufficient funds, the Vice President is encouraged to solicit a sponsorship to fund expenses. Sponsor(s) should receive printed and/or verbal recognition as Chapter Leadership sponsor for a period of twelve months.
- Chairs the Membership Committee.

3.4.3 Your Committee

The Vice President does not have a committee to assist in carrying out his/her duties and responsibilities.

3.4.4 Your Budget

The budget for this position includes the following:

- **As income:** Membership dues, membership drive events, and any sponsorship solicited specifically to support the Membership Committee.

- **As expenses:** Costs associated with identifying, soliciting, and providing initial information and support to new members, and the cost of attending the National Leadership Conference.
3.5. Sample Position Description:  

**PAST PRESIDENT**

3.5.1 Position Description

The Past President remains on the board in a capacity of advisor and to provide continuity to the new Board of Directors. The Past President also serves on the Executive Committee of the Chapter.

3.5.2 Duties and Responsibilities

- Attends all monthly Board meetings and monthly programs.
- Assists the President, as needed, in mentoring Board Members as they carry out their duties and responsibilities.
- Stands ready to fill in for the President and the President-Elect in cases when both are unable to attend a function.
- Has no official duties and responsibilities assigned to the position, but may participate on any active or Ad Hoc committee of the Chapter.

3.5.3 Your Committee

The Past President does not have a committee to assist in carrying out the responsibilities of the position.

3.5.4 Your Budget

There are no income or expenses related to the position of Past President and therefore no budget. This may change should the Past President decide to head up some sort of initiative that may require a budget.

- **Income:** none
- **Expenses:** none
Sample Position Description: **SECRETARY**

### 3.6.1 Position Description

The secretary is the chronicler for the Chapter and ensures minutes are taken, recorded and distributed at all Board and Membership meetings.

### 3.6.2 Duties and Responsibilities

- Attends and takes minutes for all Chapter monthly Board meetings and monthly membership meetings/programs.
- Distributes meeting minutes to all Chapter members and the Chapter Board of Directors.
- May participate on one or more committees.
- Facilitates Chapter correspondence; i.e., “thank-you” notes as requested by the Board.
- Develops notices specific to each standard program type, (luncheons, roundtables, speakers, tours, etc.) and notifies the membership of the event(s).

### 3.6.3 Your Committee

The Secretary does not have a committee to assist with the responsibilities of the position. The Secretary does work closely with the National Executive Director to order SDA pins, National Booth or other brochure materials for the Chapter.

### 3.6.4 Your Budget

The Secretary has no income line item in the budget, but is responsible for the following:

- **Income:** none.
- **Expenses:** Developing a budget for the expenses of Letterhead, mailing labels, A-10 envelopes, and note cards.

### 3.6.5 Miscellaneous

The Secretary will be heavily relied on for Board and Chapter communication needs.
3.7. Sample Position Description:  

3.7.1 Position Description

The treasurer is ultimately responsible for the fiscal management and financial integrity of the Chapter. The treasurer also serves on the Executive Committee of the Chapter.

3.7.2 Duties and Responsibilities

- Attends all monthly Board meetings and monthly programs.
- Reports monthly on the financial standing of the Chapter.
- Works with the President to establish the annual operating budget for the Chapter, broken down by month.
- Responsible for coordinating and filing of the Chapter’s tax return (if applicable)
- Secures an independent auditor to review the Chapters books and prepare the Income Tax Return (if applicable). (See below for current accountant.)
- Performs routine accounting functions for the Chapter.
- Ensures current signature cards are filed with the bank keeping the President, Treasurer and the President-Elect as approved signatures for the Chapter.
- Changes the address on the bank statements so they are sent to Treasurer.
- Reviews monthly bank statements and provides a copy to the Chapter President along with a summary of activity.
- Interfaces with the various event venue personnel to reserve space for the year’s programming activities, which includes scheduling of dates and times, developing terms for the annual contract and rates for room rental, meals and A/V requirements.
- Coordinates with program organizers on all meal selections, room set up and A/V requirements and notifies the event venue accordingly.
- Closes out term by preparing the Annual Chapter Financial Report, finalizing with the sitting Chapter President, and submitting to National.
  - This report is due to SDA Headquarters March 25.
  - A copy of a generic Financial Report is included as Exhibit 2.A.

3.7.3 Your Committee

The Treasurer does not have a committee to assist in carrying out his/her duties and responsibilities. The Treasurer interfaces closely with other members of the Executive Board (President, President-Elect & Secretary) who will act in supportive roles to the Treasurer should circumstances require.

The Treasurer may have a finance or audit committee if and audit is performed on the chapter's books.
3.7.4 Reporting

Accounting reports required for the Chapter’s Monthly Board Meeting should include at a minimum a list of revenues and expenses for the period (month) and year to date plus the checkbook balance. See the following attachments for examples of more complete financial reporting:

- Summary Chapter Finances Workbook (Exhibit 2.D)
- Sample Monthly Budget vs Actual Workbook (Exhibit 2.E)
- Quickbooks Profit/Loss and Balance Sheet

3.7.5 Your Budget

The Treasurer’s budget includes the following:

- **Income**: Interest on all accounts

- **Expenses**: Costs associated with bank charges, income tax preparation, annual audit, Secretary of State annual corporation filing fee, and miscellaneous expenses for contributions/donations.

All income and expenses must be properly coded before deposits are made or before any checks are written. Codes are established and maintained by the Treasurer.

3.7.6 Miscellaneous

The XXX Chapter of SDA maintains two accounts at XXXX Bank. One is for Checking and the other is a Certificate of Deposit. The bank statements are sent to the Treasurer who reviews them.

Currently our audits and taxes are done by:

- XXXX
- XXXX
- XXXX

Recent fees associated with this service have been $XXXXX per audit and tax preparation.
3.8. Sample Position Description: **DIRECTOR-AT-LARGE, EDUCATION/PROGRAMS**

### 3.8.1 Position Description

The Program Committee is charged with planning and implementing programs for Chapters monthly meetings.

### 3.8.2 Duties and Responsibilities

- Attends all monthly programs previously approved by the Board.
- Drafts a budget and conceptual plan of programming initiatives for the upcoming year.
  - Provide an implementation plan and schedule.
  - Ensure that programs are educational and appropriate for various levels of expertise and specify applicable Certification requirements for each program to the Chapter Certification committee.
- Coordinates Board Approved Programs
  - Develops topics and secure speakers
  - Prior to a program: complete “Speaker Response Form” and distribute copies to the Secretary and Treasurer (if applicable).
  - Share with panel moderator if necessary.
- Verifies venue needs with Treasurer and finalizes at Board meeting held prior to event.
- Chair provides text for program announcement to the Secretary who proofs, typesets, and distributes to the Chapter membership.
- **Large Program(s)/Event(s):**
  - Three weeks in advance: Announcements mailed/emailed
  - Two weeks in advance: Reminder fax/email
  - One week in advance: Reminder fax/e-mail
  - Coordinates seating at reserved tables including speaker(s), sponsor representative(s) and members of the Board.
  - Coordinates with PR Committee regarding table/tents for sponsor and speaker recognition.
  - Prepares, distributes and summarizes program surveys and provides results to the Secretary within a week of the event.
  - Introduces speakers(s).
  - Sends thank you note to speaker(s) within a week of the event.
3.8.3 Your Committee

Start recruiting committee members as soon as you are elected. Committees should include a minimum of three (3) to five (5) active participants. Responsibilities should be spread among committee members by assigning one individual to champion each program or task (i.e., program champion, speaker solicitation, surveys, etc.)

3.8.4 Your Budget

The Program Committee goals are established early in the year. All the income and expenses are directly related to carrying out each program.

- **Income:** estimated number of attendees at each function-using/modifying actual budget numbers from the prior year.

- **Expenses:** expenses involved with programs including venue, food, A/V needs, promotional costs (flyers/printing/postage), etc. Using/modifying actual budget numbers from the prior year as guide.

All income and expenses must be properly coded before deposits are made or before any checks are written. Codes are established and maintained by the Chapter Treasurer.

3.8.5 Miscellaneous

Ensure Speakers understand that SDA is primarily interested in their topic as it relates to the A/E/C industry. Speaker expenses and honorariums are occasionally paid for and only after board approval.

The Program Committee is not responsible for securing a meeting location for luncheons, picking menus and coordination with the facility, printing and mailing announcements, taking reservations, staffing a sign-in table, collecting money, and billing no-shows.

This committee also interfaces with the Newsletter and Public Relations committees for publication as appropriate of program events.
3.9 Sample Position Description: **DIRECTOR-AT-LARGE, MEMBERSHIP**

3.9.1 Position Description

The Membership Committee is charged with supporting current membership and is responsible for increasing Chapter membership. The Chair or a designated committee member acts as the Chapter contact on all issues related to membership.

3.9.2 Duties and Responsibilities

The Membership Committee is charged with supporting current membership and is responsible for increasing Chapter membership. The Chair or a designated committee member acts as the Chapter contact on all issues related to membership,

- The Membership Chair attends all monthly Board meetings, education programs, and special events.
- Drafts and submits budget and conceptual plan of membership initiatives for the upcoming year.
  - Identifies implementation schedule and desired outcome or quantifiable goals.
- Designs, edits & produces new member handbook and promotional materials for the Chapter’s membership efforts.
  - Interfaces with PR Chair as needed for additional support.
- Coordinates contact with existing members.
  - Designs and implements member satisfaction surveys, investigates needs, encourages involvement on committees.
- Coordinates contact with prospective members.
  - Seeks out and identifies new prospects, maintains and updates prospect mailing lists.
  - Prepares and distributes membership package to new prospects.
  - Places follow-up phone calls to answer questions about membership, encourage attendance of upcoming programs, meetings, and events, etc.
  - Provides Board, Education Chair, and/or Special Events Chair with names of expected prospective attendees to ensure provision of name tags and appropriate welcome of prospects at meetings, programs, and events
  - Greets, welcomes, and introduces prospects, and provides and distributes SDA literature as needed, at meetings, programs, and events.
- Coordinates the annual New Member orientation event held immediately after annual membership drive.
  - Assists Special Events Chair with selection and coordination of venue and refreshment needs.
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- Drafts or edits event announcement for the Special Events Chair who proofs, prepares layout, and distributes.

- Makes introductions, hosts the event, and sends follow-up communication to thank new members for attending and encourages them to contact Membership Chair with any questions, concerns, or needs.

- Contacts and welcomes new members
  - Sends welcome letter, offers name of one or two chapter members who work in same PEG field, sends information on next meeting or event.
  - Sends new member handbook.

- Coordinates addition of new members to mailing lists to ensure they begin receiving chapter communications and event notices.

- Coordinates the issuance of nametags to new members or existing members needing edits/corrections.

- Tracks membership non-renewals.
  - Reviews list of non-renewals in mid-January, makes reminder calls to renewal.
  - Follows-up with non-renewing members in February determine reasons for discontinuation of membership.
  - Notifies Board of names of and reasons for non-renewals.
  - Updates mailing lists to indicate non-renewed status, determine nature of any ongoing communications or mailings.

### 3.9.3 Your Committee

Begin recruiting committee members immediately following election. Committee should ideally include a minimum of one (1) active participant for every ten (10) current members. Responsibilities should be spread among committee members by assigning one individual to champion each initiative/task. Chair coordinates and oversees responsibilities and initiatives of Committee.

### 3.9.4 Your Budget

The Budget for this position includes the following:

- **Income**: Membership dues, any profit from membership drive and new member events, and any sponsorship solicited specifically to support the Membership Committee.

- **Expenses**: Costs associated with identifying, soliciting, and providing information and support to new and renewing members.

This committee also interfaces with the Newsletter and Public Relations committees for publication as appropriate of membership information and events.

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3. CHAPTER FINANCES, TAXES, AND INSURANCE

4.1 Nonprofit Status and Tax Exemption

SDA chapters qualify as tax-exempt corporations under Section 501 (c) (6) of the Internal Revenue Code because they are membership organizations operated primarily to promote the common interests of professional services administrators and managers.

This tax exemption applies ONLY to federal and state income taxes. Most SDA chapters are NOT exempt from state and local sales taxes, although at least one state does extend the exemption to sales taxes. Each chapter is legally required to maintain appropriate financial records and to file returns with all taxing authorities that have jurisdiction over the chapter.

The national office does NOT maintain a group tax exemption with the IRS for all chapters at this time. Even though your chapter is exempt from taxes, you might be subject to certain reporting requirements. If your chapter has gross receipts of $50,000 (determined as an average of the last three years) you are required to file an annual information return in most instances on Form 990-N. You must file electronically (e-postcard) online. If revenue is normally less than $200,000 and assets are less than $500,000, the organization will file a 990EZ on most occasions. The filing deadline is every year by the 15th day of the 5th month after the close of your tax year. For those chapters with a calendar year, that is May 15th.

The information return is essentially a report to IRS on financial and operating activities of the chapter during the year. This information enables the IRS to ascertain that the chapter continues to qualify for exempt status. State requirements for information returns are often similar but will vary from state to state.

If your chapter is one of those required to file a 990-N information return with the IRS, take this obligation seriously. If you do not file for three (3) consecutive years you will automatically lose your tax-exempt status and will need to reapply.

4.2 Disclosure of Non-deductibility of Contributions

The Internal Revenue Code requires all organizations tax-exempt under Section 501(c) (6) of the Code to include the following text (in a conspicuous and easily recognizable format) on statements, invoices, or letters soliciting financial support and contributions:

Although payments and contributions to the (NAME) Chapter of SDA are not tax deductible as charitable contributions for federal income tax purposes, they may be deductible as ordinary and necessary business expenses under other provisions of the Internal Revenue Code.

It must also follow the following parameters:

1. This statement must be at least the same size type as the primary message.
2. The statement is included on the message side of any card or tear off section that the contributor returns with the contribution; and
3. The statement is either the first sentence in a paragraph or itself constitutes a paragraph.

Failure to include this statement may subject the chapter to substantial penalties ($1,000 per day for each day on which a violation is found to have occurred, up to $10,000 maximum). No penalty will be imposed if the failure is due to reasonable cause.
4.3 Unrelated Business Income Tax (UBIT)

Even though SDA chapters are generally exempt from federal and state income taxes, a non-profit organization can still be liable for taxes if it has what the IRS calls unrelated business income.

IRS uses three criteria to determine unrelated business income:

- The revenue must be derived from a trade or business (some activity produced the income, rather than interest, dividends, royalties, etc.)
- The unrelated business activity must be regularly carried on
- The activity must be unrelated to the exempt function, and is usually one in which other non-exempt businesses may provide the same or similar services.

The most likely source of taxable unrelated business activity for SDA chapters is advertising and sale of membership mailing lists. If your chapter had combined annual income from either or both of these sources of more than $1,000, you may be subject to UBIT. IRS allows you to deduct the cost of producing taxable income, so that you pay taxes only on the net income. (For example, you can deduct from advertising income a percentage of newsletter or directory production costs equal to the percentage of advertising it contains.)

The fact that some activity may result in unrelated business tax does not mean you should not do it; it simply means that you should be aware that there are activities where even non-profits have to pay taxes. It’s better to earn some money and keep 80% of it than not to earn anything at all! Check with your accountant or the national office if you have questions about taxable income.

4.4 State and Local Taxes

Most chapters are not exempt from state and local taxes. Whether your chapter is exempt depends upon the provision of the tax laws in your state. If there is any question, check with state or local taxing authorities to determine your chapter’s sales tax liability. If you inquire, be sure to indicate that your chapter is a 501 (c) (6) organization and not a charity 501 (c) (3). Charities have other requirements to file under consumer laws so that “the public” knows whether the organization is a true charity or not. This is NOT the case of the SDA.

4.5 Other Annual Reporting Requirements

In addition to the chapter’s annual corporation report to the Secretary of State (if any), and to the federal and state informational tax returns described previously in this overview, there are other reports that must be filed either annually or when certain types of changes occur.

4.6 Registered Agent/Registered Office

A common provision of most states’ non-profit corporation law requires your chapter to designate a registered agent and a registered office. The registered agent is the individual who will receive official notices from the state government and who should pass them along to the chapter officers. The registered office is usually just the mailing address of the registered agent. The registered agent may be an officer or member of the chapter, a local attorney, or even a company that acts in this capacity for a fee. The name and address of your current registered agent should be kept with the chapter’s essential documents. Usually the registered agent must be listed in the annual corporation report mentioned above, along with the names and addresses of all current officers and directors. Your chapter probably will be required to file a separate “Statement of Change of Registered Office/Registered Agent” with the state whenever either of these changes.
4.7 Annual Reports to the SDA Headquarters

Chapters are requested to submit an annual financial report to the SDA national office. This form provides the national office with data needed to determine your chapter’s tax-exempt status and requirement to file a Form 990-N e-Postcard return or a Form 990-EZ. It also supplies information used to prepare and track statistics on chapter operations. (Exhibit 2.A)

The chapter financial report is due to the national office by March 25 each year as outlined in the Chapter Affiliation Agreement. *(There is a similar requirement to submit an annual report on chapter activities, also due to the national office each year in time for publication in the national convention reports book.)*

If you are required to file an information return with the IRS (form 990 or 990EZ), a copy of that return must also be forwarded to the national office upon completion. Unless a filing extension is requested from the IRS, the 990 filing deadline is May 15.

4.8 Insurance

SDA chapters have three major categories of insurance needs: general liability insurance, directors and officer’s liability insurance, and special events insurance. These three categories are summarized in this section. The summary explains the significant elements of each. At this time national provides NO insurance coverage to the chapters. The chapters may want to explore obtaining their own insurance policies.

The purpose of the summary below is to provide only a general overview of coverage information.

4.8.1 General Liability Insurance

Claims involving bodily injury or property damage are covered under a general liability policy. A general liability insurance policy will protect the chapter when it hosts or sponsor educational meetings, seminars, luncheons, receptions, chapter meetings, and similar types of events [but refer to the section below for a discussion of special events insurance]. Often restaurants, hotels, and meeting facilities will require evidence of general liability insurance, usually a “certificate of insurance” and in some cases may seek to be named as an additional insured on the chapter’s policy.

4.8.2 Directors and Officers Liability Insurance Policy

Notwithstanding the protection against personal liability provided by the corporate form of organization, there are conceivable circumstances under which damages may be sought from chapter directors and officers for their actions in their capacity as directors or officers as well as for actions of the board. The directors and officers liability insurance policy helps protect the individual officer or director from personal liability. A D&O liability policy protects against claims involving breaches of administrative management. Typical sources of claims involving 501(c) organizations include adverse employment actions, libel and slander, invasion of privacy, and copyright infringement. In the unlikely event that such action is taken, the policy would pay the cost of defending officers and directors and any damages negotiated or awarded.

4.8.3 Special Events Insurance

A general liability insurance covers a wide range of chapter activities; however, it would not provide coverage for certain special events. Activities that require extraordinary exertion, athletic competition, functions held on boats (larger than 26 feet), or that are held in unusual circumstances will not be covered by a standard general liability policy. Chapters may purchase special events coverage to supplement a general liability policy.
The need for special events insurance should be assessed for any activity or meeting that extends beyond "normal" chapter business. Examples of special events include but are not limited to:

- Golf, tennis, or softball tournaments
- Ski, boat, or float trips
- Group bus rides
- Meetings or receptions aboard boats
- Regional conferences
- Fun runs or marathons regardless of distance.

For more specific information about whether a particular event may require special events insurance, consult an insurance agent.

4.9 Chapter Financial Management

4.9.1 Chapter Fiscal Year

Each chapter’s fiscal year must be consistent with the SDA national organization – January 1 to December 31. This is the chapter’s operating year, when annual terms of officers and directors begin and end, and it is also your budget year and annual accounting period.

4.9.2 Chapter Treasurer

Each chapter should have an elected Treasurer at all times. Smaller chapters sometimes combine the duties of both Secretary and Treasurer into a single office (Secretary/Treasurer), but it is important to have one officer responsible for chapter finances at all times. A listing of typical responsibilities and duties of a chapter Treasurer is found in 3.7 Sample Position Description - Treasurer. This Treasurer’s “job description” is intended only as a guide, since actual duties and responsibilities can vary significantly from chapter to chapter.

4.9.3 Professional Accounting Assistance

Some chapters, the larger ones in particular, will seek outside guidance with accounting and auditing needs. Others will rely on the knowledge and experience of their Treasurer or will seek advice from national SDA when questions arise. Professional financial advice is recommended, when feasible.

Tips for selecting an outside accountant for your chapter:

- Choose a local CPA firm. Don’t go for one of the “big 4”. Often a smaller CPA firm will have “para-accountants” to perform much of your work at economical rates.
- Your accountant should be familiar with state and local requirements and have non-profit experience. This is especially important to your Chapter. Ask for references from organizations similar in size and status.
- Your accountant should understand that as a very small corporation, you do not need complex financial reports and must be willing to work with you to keep costs down.
- You do not necessarily need certified statements (financial statements with the accountant’s name on them). Basically all you want is someone to take care of your legal reporting requirements and to help you when bookkeeping questions arise.
- Often times you will find that the accountant of one of the larger firm-members will provide these services pro-bono.

4.9.4 Federal Identification Number (EIN)

Your chapter’s federal Employer Identification Number (EIN) is the number that identifies your chapter to the IRS and others, much like your personal social security number. Your EIN is used to open a bank account, on federal and state tax returns, on employment forms and elsewhere. Members’ companies will often require that you furnish this number before they will issue checks to your chapter.
4.9.5 Bookkeeping Procedures

It is important to keep accurate financial records and to maintain consistency of information from year to year. You should choose a bookkeeping system that is relatively easy to understand and use and that can be transferred easily from treasurer to treasurer. There are many good off-the-shelf software programs that are inexpensive and may facilitate your bookkeeping processes. "QuickBooks" is used by the national office and is one of several readily-available packages well-suited for chapter accounting needs. It is now available online which makes it easier for changes in treasurers over the years.

All bookkeeping and accounting procedures use a standard "chart of accounts" (See Exhibit 2.B for a suggested chart of accounts a typical SDA Chapter might use.) This is a listing of Asset, Liability, Income and Expense accounts, numbered for ease of data entry that is used to record each financial transaction. This chart of accounts conforms to the Form 990 reporting categories to make it easier for your accountant. Not all Chapters will need all categories and accounts. The account chart is intended as a guide to organizing your bookkeeping and accounting system. Your chapter may want to add additional accounts for other activities not included in the model or to provide for more detailed reporting of the activities suggested.

For a simpler bookkeeping method, attached is a Chapter Finances Workbook developed by the Houston Chapter. It uses an Excel spreadsheet to keep track of chapter finances and requires no more financial knowledge than how to keep a check register. See Exhibit 2.D for examples. The Excel spreadsheet template is available on the SDA website. Also attached for your use are a chapter expense form for reimbursements and a chapter cash receipt form for use in providing function attendees with a receipt.

With online banking, copies of checks are typically no longer a necessary business practice. For easiest reference a copy of the deposit slip should be kept. All invoices paid by the Chapter should be marked with the check number and check date and maintained in a file. All deposits and paid invoices should be kept for a period of three years. Financial statements and journals should be kept for seven years. (See Exhibit 2.F for more detailed record retention requirements.)

4.9.5 Surplus and Reserves

All chapters should develop a cash reserve during good times to help them continue their activities and programs during tough times. Just as we all try to keep savings available for emergencies or save up for a special purchase, the chapter needs a "nest egg" just as much as an individual does. Chapters need to be able to cover expenses if a program "bombs", to supplement income if there is a decline in membership due to an economic downturn, and to fund special projects that may exceed the resources available in a single year.

Even though SDA chapters are "Non-Profit" corporations, this does not mean that chapters cannot make money on their operations. Non-profit really means that no individuals can profit by receiving distributions of income from chapter activities. As long as any surplus income is not paid to individual officers or members, chapters can earn profits and accumulate reserve funds without incurring penalties or jeopardizing their tax-exempt status.

The amount of your chapter's reserve fund can vary greatly, depending upon chapter size or plans for any long term special projects or programs, and upon the chapter's ability to generate surplus funds from its regular programs to add to its reserves. A good long-range target for your reserve fund balance is 50% of your annual budget but proceed slowly so you do not charge your current members unreasonably to provide for the possible needs of future members. Even a three-month equivalent is a very comfortable reserve for most SDA chapters.
EXHIBIT 7
SDA Chapter Financial Report
# Annual Chapter Financial Reporting

**Due March 25th**

**For the Year Ending December 31, 20XX**

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
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<tbody>
<tr>
<td></td>
<td></td>
</tr>
<tr>
<td>1</td>
<td>Chapter Name</td>
</tr>
<tr>
<td>2</td>
<td>FEIN</td>
</tr>
<tr>
<td>3</td>
<td>Year Chartered</td>
</tr>
<tr>
<td>4</td>
<td>Date Officers take office</td>
</tr>
<tr>
<td>5</td>
<td>Is Chapter Incorporated?</td>
</tr>
<tr>
<td>5a</td>
<td>If so, date of incorporation</td>
</tr>
<tr>
<td>5b</td>
<td>If so, name and address of registered agent.</td>
</tr>
<tr>
<td>5c</td>
<td>If not, name and address of trusted member to serve as permanent point of contact</td>
</tr>
<tr>
<td>6</td>
<td>Is chapter tax exempt for IRS purposes?</td>
</tr>
<tr>
<td>6a</td>
<td>If yes, provide date of exemption letter from IRS (attach copy)</td>
</tr>
<tr>
<td>7</td>
<td>Revenues for period of January 1st to December 31st (attach copy of annual income statement)</td>
</tr>
<tr>
<td>8</td>
<td>Total assets at year-end (attach copy of annual balance sheet)</td>
</tr>
<tr>
<td>9</td>
<td>Will you file a tax return for the fiscal year?</td>
</tr>
<tr>
<td>10</td>
<td>Do you have Directors &amp; Officer insurance?</td>
</tr>
<tr>
<td>11</td>
<td>Do you have General Liability insurance?</td>
</tr>
<tr>
<td>12</td>
<td>Chapter Dues Amount</td>
</tr>
<tr>
<td>13</td>
<td>Do you participate in Canstruction®?</td>
</tr>
<tr>
<td>13a</td>
<td>If yes, does it have its own bank account?</td>
</tr>
<tr>
<td>13b</td>
<td>If no, and Canstruction® funds are co-mingled with chapter funds, did you include these funds in question # 9?</td>
</tr>
<tr>
<td>13c</td>
<td>If no, and you did NOT include these funds in question # 9 revenue, provide the amount of Canstruction® revenue.</td>
</tr>
</tbody>
</table>
1. Model Chart of Accounts for SDA Chapters

<table>
<thead>
<tr>
<th>Acct No.</th>
<th>Account Name</th>
<th>Description</th>
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<tbody>
<tr>
<td></td>
<td><strong>ASSETS</strong></td>
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<tr>
<td>105</td>
<td>Checking Account</td>
<td></td>
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<tr>
<td>110</td>
<td>Savings Account</td>
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</tr>
<tr>
<td>120</td>
<td>Investments</td>
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<tr>
<td>130</td>
<td>Accounts Receivable</td>
<td>Amounts owed to Chapter by members or others</td>
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<tr>
<td>160</td>
<td>Other Assets</td>
<td>Deposits, Prepaid Expenses, Miscellaneous</td>
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<tr>
<td></td>
<td><strong>LIABILITIES &amp; FUND BALANCE</strong></td>
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<tr>
<td>210</td>
<td>Accounts Payable</td>
<td>Unpaid Invoices and current amounts owed to members or others</td>
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<tr>
<td>380</td>
<td>Fund Balance</td>
<td>Surplus of Assets over Liabilities (Net Worth)</td>
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<tr>
<td></td>
<td><strong>INCOME</strong></td>
<td></td>
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<tr>
<td>410</td>
<td>Membership Dues</td>
<td>Payments received from educational meetings/events</td>
</tr>
<tr>
<td>420</td>
<td>Monthly Programs</td>
<td>Payments from networking and fund-raising events</td>
</tr>
<tr>
<td>430</td>
<td>Fundraisers/Sponsorships</td>
<td>Proceeds from fundraising events &amp; sponsors</td>
</tr>
<tr>
<td>440</td>
<td>Contributions</td>
<td>Gifts from members &amp; others (usually individual)</td>
</tr>
<tr>
<td>450</td>
<td>Advertising</td>
<td>Paid ads in programs and newsletters</td>
</tr>
<tr>
<td>460</td>
<td>Job Bank</td>
<td>Job bank ads</td>
</tr>
<tr>
<td>470</td>
<td>Interest</td>
<td>Earnings on savings and other investments</td>
</tr>
<tr>
<td>480</td>
<td>Special events</td>
<td>Regional conference, special event</td>
</tr>
<tr>
<td>490</td>
<td>Other Income</td>
<td>Income from unusual or one-time sources</td>
</tr>
<tr>
<td></td>
<td><strong>EXPENSES</strong></td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>Educational Meetings &amp; Events</strong></td>
<td>(Include membership business meetings in this section)</td>
</tr>
<tr>
<td>510</td>
<td>Speaker Fees</td>
<td>Honoraria and travel/lodging paid to speakers and program presenters</td>
</tr>
<tr>
<td>520</td>
<td>Facility Rental</td>
<td>Charges for meeting room, AV rental</td>
</tr>
<tr>
<td>530</td>
<td>Food &amp; Beverage</td>
<td>Meal, coffee breaks and other refreshments</td>
</tr>
<tr>
<td>540</td>
<td>Design and Printing</td>
<td>Brochures, meeting notices and other promotional materials</td>
</tr>
<tr>
<td>550</td>
<td>Postage &amp; Delivery</td>
<td>Mailing or faxing promotional materials</td>
</tr>
<tr>
<td>560</td>
<td>Meeting Materials</td>
<td>Name tags, programs, speaker handouts, supplies</td>
</tr>
<tr>
<td>580</td>
<td>Other Program Expenses</td>
<td>Speaker gifts, miscellaneous &amp; unusual expenses</td>
</tr>
<tr>
<td></td>
<td><strong>Fund-Raising &amp; Networking Events</strong></td>
<td></td>
</tr>
<tr>
<td>610</td>
<td>Program/Entertainment</td>
<td>Fees for featured attraction at social events</td>
</tr>
<tr>
<td>620</td>
<td>Facility Rental</td>
<td>Charges for meeting rooms, AV rental</td>
</tr>
<tr>
<td>630</td>
<td>Food &amp; Beverage</td>
<td>Meals, cocktails and other refreshments</td>
</tr>
<tr>
<td>640</td>
<td>Design and Printing</td>
<td>Brochures, invitations and other promotional materials</td>
</tr>
<tr>
<td>650</td>
<td>Postage &amp; Delivery</td>
<td>Mailing or faxing promotional materials</td>
</tr>
<tr>
<td>660</td>
<td>Function Materials</td>
<td>Name tags, tickets, programs, prizes &amp; souvenirs</td>
</tr>
<tr>
<td>680</td>
<td>Other Program Expenses</td>
<td>Miscellaneous &amp; unusual expenses</td>
</tr>
<tr>
<td></td>
<td><strong>Publication Expenses</strong></td>
<td></td>
</tr>
<tr>
<td>710</td>
<td>Editorial/Production</td>
<td>Payments for design and production of newsletters, website content and other communications media</td>
</tr>
<tr>
<td>Code</td>
<td>Description</td>
<td>Details</td>
</tr>
<tr>
<td>------</td>
<td>-----------------------------------</td>
<td>-------------------------------------------------------------------------</td>
</tr>
<tr>
<td>720</td>
<td>Printing &amp; Duplication</td>
<td>Printing newsletters and other non-program mailings</td>
</tr>
<tr>
<td>730</td>
<td>Postage</td>
<td>Mailings to members &amp; prospects</td>
</tr>
<tr>
<td></td>
<td><strong>Membership Activities</strong></td>
<td></td>
</tr>
<tr>
<td>750</td>
<td>Recruiting Materials</td>
<td>Brochures, letters &amp; printed matter, promotional items</td>
</tr>
<tr>
<td>760</td>
<td>Campaign Activities</td>
<td>Other expenses incurred in a membership drive</td>
</tr>
<tr>
<td></td>
<td><strong>Board and Committee Expenses</strong></td>
<td></td>
</tr>
<tr>
<td>810</td>
<td>Board Meetings</td>
<td>AV rental, meals &amp; refreshments, other meeting costs</td>
</tr>
<tr>
<td>820</td>
<td>Committee Meetings</td>
<td>AV rental, meals &amp; refreshments, other meeting costs</td>
</tr>
<tr>
<td>830</td>
<td>Travel &amp; Expenses</td>
<td>Taxi, parking &amp; other out-of-pocket expenses for officers directors and committee members</td>
</tr>
<tr>
<td>850</td>
<td>Awards &amp; Recognition</td>
<td>Gifts and certificates – recognition &amp; appreciation</td>
</tr>
<tr>
<td></td>
<td><strong>Administrative Expenses</strong></td>
<td></td>
</tr>
<tr>
<td>920</td>
<td>Legal &amp; Accounting</td>
<td>Professional services from lawyers and accountants</td>
</tr>
<tr>
<td>940</td>
<td>Stationery &amp; Printing</td>
<td>Chapter letterhead &amp; envelopes</td>
</tr>
<tr>
<td>950</td>
<td>Supplies &amp; Equipment</td>
<td>Office supplies, software, printers, etc.</td>
</tr>
<tr>
<td>960</td>
<td>Postage &amp; Delivery</td>
<td>Used for general chapter operations</td>
</tr>
<tr>
<td>970</td>
<td>Telephone, Fax &amp; E-mail</td>
<td>Used for general chapter operations</td>
</tr>
<tr>
<td>980</td>
<td>Bank &amp; Credit Card Fees</td>
<td>Monthly bank service charges, credit card processing fees</td>
</tr>
<tr>
<td>990</td>
<td>Other Expenses</td>
<td>Other unusual or miscellaneous expenses not charged elsewhere</td>
</tr>
</tbody>
</table>

Society for Design Administration 43 May 2018
EXHIBIT 9
Chapter Expense and Receipt Forms
(download file from SDA National website)
EXHIBIT 11
Chapter Budget Form
(download file from SDA National website)
EXHIBIT 12
Chapter Records Retention Schedule
## Chapter Records Retention Schedule

<table>
<thead>
<tr>
<th>Type of Records</th>
<th>Retain for</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accounts Payable Ledgers</td>
<td>7 Years</td>
</tr>
<tr>
<td>Accounts Receivable Ledgers</td>
<td>7 Years</td>
</tr>
<tr>
<td>Audit Reports</td>
<td>Permanently</td>
</tr>
<tr>
<td>Bank Statements &amp; Reconciliation’s</td>
<td>3 Years</td>
</tr>
<tr>
<td>Cancelled (Paid) Checks</td>
<td>3 Years</td>
</tr>
<tr>
<td>Credit Card Receipts</td>
<td>3 Years</td>
</tr>
<tr>
<td>Financial Statements (Annual, Year-end)</td>
<td>Permanently</td>
</tr>
<tr>
<td>General Correspondence</td>
<td>2 Years</td>
</tr>
<tr>
<td>General Ledger/Trial Balance Reports</td>
<td>Permanently</td>
</tr>
<tr>
<td>Invoices (to members &amp; others)</td>
<td>3 Years</td>
</tr>
<tr>
<td>Minute Books</td>
<td>Permanently</td>
</tr>
<tr>
<td>Petty Cash Vouchers</td>
<td>3 Years</td>
</tr>
<tr>
<td>Paid Bills (Invoices)</td>
<td>3 Years</td>
</tr>
<tr>
<td>Tax Returns &amp; Worksheets</td>
<td>Permanently</td>
</tr>
</tbody>
</table>

Financial records are frequently maintained by the treasurer during his or her term of office and then transmitted to the incoming treasurer when a successor is elected. Older records can be misplaced or lost during a transition between treasurers. It is better to designate some permanent location for the storage of chapter files and records whenever it is practical to do so. If your chapter employs a management company, they can arrange for permanent custody of records, or the chapter may rent storage space from at some centrally located facility.

The chapter’s secretary is usually responsible for custody and storage of non-financial records, such as corporate documents, meeting minutes and correspondence.
5. MEMBERSHIP

A smart chapter understands the critical role membership recruitment and retention plays in its overall success. Remember, your chapter was developed because there was a need for practice administrators and managers to attend quality, local educational programs and to network with and learn from one another. To serve those needs well, it is imperative to build, keep, and strengthen your membership base.

5.1 Recruitment and Retention

- Maintain an up-to-date prospective member list, contact those potential members on a regular basis.
- You can obtain prospective members’ names from: city and industry directories, telephone books, trade and technical publications, university lists (majors, graduates), commercial lists, rosters of industry and counterparts to related organizations, business journals, other A/E/C industry associations, and most certainly, existing members.
- Keep meeting attendance records, including members and guests. Contact members who do not attend meetings and follow up with guests to encourage joining. Acknowledge new members and guests at every meeting.
- Personally address mailings to prospective members. This is more effective than sending a blind notice to a company. If a name is not known, address the mailing to “Business Manager” or “HR Director.”
- Make sure you welcome new members. Exhibit 4A provides a sample “join” letter. At their first SDA function, welcome them to the group and ask them to say a few words about themselves and why they joined. Assign them a mentor or buddy to help them get to know the ropes and meet other members.
- Develop simple guest packets that include information about SDA, your chapter, and provide a list of key members they may wish to talk to for information. Membership packet materials including membership brochures, applications, and other materials are available for download on the SDA website.
- Encourage your Membership Committee and Board of Directors to call members for meetings and special events and to encourage inactive or lapsed members to reactivate.
- Encourage members to bring and introduce guests at meetings. Have guest registration forms available to facilitate introductions and augment your prospect list.
- Have membership forms and return envelopes available at all chapter functions. (See Exhibit 13 for membership application.)
- Make sure you “know” your members. Are they primarily associates and managers within the industry or entry, or mid-level? Adjust your programming accordingly to ensure you are providing the most relevant education.

5.2 Membership Operations

The National Society is responsible for all membership dues collections and renewal reminders. All member information is kept and maintained by our Executive Director and the YourMembership.com database. This does not mean that you and your chapter cannot send out renewal reminders, too, perform follow-up and exit interviews.

5.3 Changes in Chapter Officers

While National SDA maintains the roster of all SDA members, it is up to you to submit a Chapter Officers’ Change Form each time there is a change in your Board of Directors. The change form is included as Exhibit 14.
5.4 Membership Reports

The National website, www.sdanational.org, currently does not have a nice way to print out chapter rosters. The list can be viewed online, using your member number and password as you would to enter the Member-Only section of our web site. If you want a complete roster, contact SDA Headquarters and request a recent listing.

5.5 2018 National Membership Rates

<table>
<thead>
<tr>
<th></th>
<th>Regular</th>
<th>Associate</th>
<th>Emeritus</th>
<th>Member-at-Large</th>
<th>Student</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$250.00</td>
<td>$250.00</td>
<td>$50.00</td>
<td>$250.00</td>
<td>$25.00</td>
</tr>
</tbody>
</table>

5.6 Canstruct-A-Member Initiatives

One membership recruitment initiative established several years ago was to offer any firm participating in canstruction who does not currently have a member, one national membership – whether regular or associate – as an incentive to join. The membership shall be good for one year from the date of the competition build date, no matter when the application for membership is received. The chapter can decide to equal the offer, charge reduced dues or full dues as it determines.

A special membership application is used for this purpose. This application is given to the chair of the event, but if this is not an SDA member, the chapter will want to assume this responsibility since only they know who has or does not have members.
EXHIBIT 14
SDA Membership Application
NEW MEMBER APPLICATION

NAME: ___________________________________________________________ TITLE: _______________________

COMPANY: __________________________________________________________________________________________

ADDRESS: ______________________________________ CITY: __________________ STATE: ______ ZIP: ______

PHONE: ____________________________________ FAX: __________________ E-MAIL: ____________________

I AUTHORIZE THE SDA TO CONTACT ME VIA EMAIL OR FAX: YES NO YEARS EXPERIENCE IN INDUSTRY: ______

FIRM SIZE (# Employees): ______ PRINCIPAL NAME(S): _________________________________________________

FIRM DISCIPLINE: ____________________________ (i.e.: architectural, structural, etc.)

HOW DID YOU LEARN ABOUT SDA? ________________________________________________________________

If SDA member, please give us their name so we can say “thank you” __________________________________

*Membership Type National Dues *Chapter Name: _________________________

(✓ check one)

Professional $250.00
Associate $250.00
Student $ 25.00

*Chapter Dues $________ (Required, except Members-at-Large)

National Dues $________ (Required)

SDA PIN (20.00) $________ Circle one Color: GOLD or SILVER

I wish to make a donation to canstruction® (Suggested Donation $20.00) $___________

I wish to make a donation to the Past President Council Foundation (Suggested Donation $50.00) $__________

TOTAL $_________

Professional Emphasis Groups (PEG’s): A Professional Emphasis Group (PEG) is a mini-networking group, or internal sub-group, within SDA. Each PEG has as its focus a different area of expertise and will align with SDA’s certification program categories. In addition to networking, PEGs will provide an opportunity to give members advanced information in their particular area(s) of interest. By selecting a PEG on the dues transmittal, a central database will identify a subset of members who, by choice, have identified themselves in a given area of specialty or interest. These members could then be used as consultants or speakers within the organizational structure of SDA and other design related affiliate organizations.

Please select ONE PEG that interests you:

[ ] Project Management  [ ] Finance  [ ] Human Resources  [ ] Marketing  [ ] Office Administration

Committees: SDA offers the following standing committees. Please check the committee(s) that you would be interested in learning more about nationally.

[ ] Awards  [ ] Bylaws  [ ] Connections (Public Relations/Publications/Social Media)  [ ] Education/Programs  [ ] Membership

What is the number one reason you joined SDA?

[ ] Educational Opportunities  [ ] Member Discounts  [ ] Networking Opportunities  [ ] Recommended by a Colleague/Friend

[ ] Volunteer Opportunities

SDA Headquarters
8190-A Beechmont Ave., #276
Cincinnati, OH  45255-6117
Phone: 513.268.5302
Fax: 513.448.1921
E-Mail: admin@sdanational.org
Web Site: www.sdanational.org
Tax ID#: 23-7070549

*See Page 2-3 for membership types, eligibility requirements & chapter dues schedule.
**Membership Types**

**Professional:** Those persons employed as administrative personnel for an architect, engineer, or design professional related to the construction industry, whether in private practice, on the staff of a licensing or registration board, a school, or any other public or private institution or company, and consultants who perform design services administration for the entities described above. They shall pay Chapter and National Dues, and shall have the right to vote and hold Chapter and National office. If no chapter is available in your area, no chapter fees are assessed.

Professional members are office managers, marketing directors, business managers, bookkeepers, administrative assistants, human resource managers, etc., who work for architecture, engineering, interior design, and general contracting firms. Persons who offer marketing, finance, word processing, desktop publishing services, etc., to such firms are also professional members.

**Associate:** Those persons whose products or services support the design profession. They shall pay Chapter and National Dues. An Associate member shall have the same eligibility requirements as a Professional Member. Associate members are vendors who provide products and other services to our member firms, such as office and drafting suppliers, travel agents, insurance agents, reprographic consultants, plan centers, etc.

**Student:** Those persons who are currently enrolled as full-time students in an accredited program leading to a certificate or degree in architecture, engineering, interior design, or with a professed interest in applying their studies to the professional administration of such businesses. They shall pay Chapter and National dues. They shall have the right to attend all meetings of SDA, to speak and take part in the discussions thereat, and to serve as committee members. They shall not have the right to vote, to serve as a committee chair, or to hold Chapter or National office.

**canstruction®**

canstruction® is the SDA’s non-profit trademarked national community service project. Sponsored in dozens of cities across the United States and Canada, canstruction® provides hundreds of thousands of meals annually to hungry people in need. As a public relations vehicle it heightens SDA’s national visibility and acts as a catalyst to establish new chapters and increase membership. A contribution to canstruction®, makes it possible for SDA to recruit cities and participants, engage the food industry, provide materials and assistance to sponsors, conduct a public relations campaign and ultimately increase the total amount of food donated to local food banks. Visit www.canstruction.org for info.

**Past President Council Foundation**

SDA’s Past President Council Foundation helps to provide scholarships for SDA members in good standing to attend EDSymposium – SDA’s national educational conference. Contributions to this foundation are tax-deductible.
## Chapter Dues Schedule

(located the chapter you belong to and include the dues amount with the total submitted to National)

<table>
<thead>
<tr>
<th>Chapter</th>
<th>Professional</th>
<th>Associate</th>
<th>Student</th>
<th>Lifetime/Emeritus</th>
</tr>
</thead>
<tbody>
<tr>
<td>Atlanta</td>
<td>$50.00</td>
<td>$50.00</td>
<td>$50.00</td>
<td>N/A</td>
</tr>
<tr>
<td>Baton Rouge</td>
<td>$50.00</td>
<td>$50.00</td>
<td>N/A</td>
<td>N/A</td>
</tr>
<tr>
<td>Dallas</td>
<td>$40.00</td>
<td>$40.00</td>
<td>$40.00</td>
<td>N/A</td>
</tr>
<tr>
<td>Denver</td>
<td>$65.00</td>
<td>$65.00</td>
<td>$65.00</td>
<td>$65.00</td>
</tr>
<tr>
<td>Hampton Roads</td>
<td>$50.00</td>
<td>$50.00</td>
<td>$25.00</td>
<td>$25.00</td>
</tr>
<tr>
<td>Houston</td>
<td>$50.00</td>
<td>$50.00</td>
<td>$50.00</td>
<td>$50.00</td>
</tr>
<tr>
<td>Minneapolis/St. Paul</td>
<td>$75.00</td>
<td>$75.00</td>
<td>$75.00</td>
<td>N/A</td>
</tr>
<tr>
<td>New York</td>
<td>$95.00</td>
<td>$105.00</td>
<td>$20.00</td>
<td>$45.00</td>
</tr>
<tr>
<td>Northern California</td>
<td>$85.00</td>
<td>$85.00</td>
<td>$65.00</td>
<td>$50.00</td>
</tr>
<tr>
<td>Orange County</td>
<td>$50.00</td>
<td>$50.00</td>
<td>$50.00</td>
<td>N/A</td>
</tr>
<tr>
<td>Orlando</td>
<td>$40.00</td>
<td>$40.00</td>
<td>$40.00</td>
<td>N/A</td>
</tr>
<tr>
<td>Portland</td>
<td>$75.00</td>
<td>$75.00</td>
<td>$75.00</td>
<td>$75.00</td>
</tr>
<tr>
<td>San Antonio</td>
<td>$50.00</td>
<td>$50.00</td>
<td>$50.00</td>
<td>N/A</td>
</tr>
<tr>
<td>San Diego</td>
<td>$80.00</td>
<td>$80.00</td>
<td>$80.00</td>
<td>N/A</td>
</tr>
<tr>
<td>Seattle</td>
<td>$85.00</td>
<td>$85.00</td>
<td>$25.00</td>
<td>$40.00</td>
</tr>
<tr>
<td>Southern Arizona</td>
<td>$35.00</td>
<td>$35.00</td>
<td>$35.00</td>
<td>$35.00</td>
</tr>
</tbody>
</table>

Make check payable to **Society for Design Administration** and mail to above address or pay by credit card.

( ) Master Card                        ( ) Visa                        ( ) American Express

Credit Card Number ___________________________ Exp. Date _____ Amt Total $ ________

Cardholder Name ___________________________ Signature ___________________________ V-Code ______

Address _________________________________ City __________________ State ________ Zip ______

Return completed form to:

Society for Design Administration
8190-A Beechmont Ave., #276
Cincinnati, OH  45255-6117

Phone: 513.268.5302
Fax: 513.448.1921

E-Mail: admin@sdanational.org
EXHIBIT 14
Chapter Officer Change Form
(Download form from SDA National website)
Please complete this form any time your Chapter changes officers/directors.

Chapter Name: ___________________________ Date Chapter Changes Officers: ___________________________

Date From: ___________________________ Date To: ___________________________

Chapter President: ___________________________ E-mail: ___________________________

Chapter President Elect: ___________________________ E-mail: ___________________________

Chapter Vice President: ___________________________ E-mail: ___________________________

Chapter Treasurer: ___________________________ E-mail: ___________________________

Chapter Secretary: ___________________________ E-mail: ___________________________

Chapter Director: ___________________________ E-mail: ___________________________

Chapter Director: ___________________________ E-mail: ___________________________

Chapter Director: ___________________________ E-mail: ___________________________

Provide past officer information. Outgoing names of officers will be put on the past officer form.

Date From: ___________________________ Date To: ___________________________

Past Chapter President: ___________________________

Past Chapter President Elect: ___________________________

Past Chapter Vice President: ___________________________

Past Chapter Treasurer: ___________________________

Past Chapter Secretary: ___________________________

Past Chapter Director: ___________________________

Please provide the Chapter Treasurer’s mailing address so that we are able to send them checks.

Name: ___________________________

Company: ___________________________

Address: ___________________________

City: ___________________________ State: ___________________________ Zip: ___________________________

Phone: ___________________________ Fax: ___________________________

Email Address: ___________________________

8190-A Beechmont Avenue, #276, Cincinnati, OH 45255
Email: admin@sdanational.org – Phone 613.268.6302 – Fax 613.446.1921
www.sdanational.org

Rev. 11/17
6. COMMUNICATIONS

This information is intended to assist the chapter with a program of communications and public relations (PR). In its most basic form, communication brings your organization's message to the attention of an audience. A solid communications program builds a more effective organization. By raising the visibility of your chapter, you can gain credibility interest in programs, and increase membership.

6.1 Program Structure

Designate a spokesperson. Establish a policy stating who may speak on behalf of the chapter. The spokesperson should be well briefed on the chapter's mission, issues, and activities. Typically, this would be the President or President-Elect.

Establish a PR Committee. Designate a chairperson in accordance with your chapter bylaws. Screen candidates carefully; look for someone who: demonstrates skill, experience, and a successful track record in this area, is familiar with chapter policy, mission, and goals, and has knowledge of SDA as a professional organization.

Develop a PR plan. Include mission statement, specific goals, tasks, timeline for completion of tasks, persons responsible, and funds needed.

Communication begins at home. Since every member in some way represents your chapter to an outside audience, you must keep them informed about chapter policy, programs, and activities. Several effective methods for keeping members in the loop are a web site, newsletter, monthly communiqué, phone calls, and letters.

6.2 Internal Communications

6.2.1 SDA Graphic Standards

The SDA Graphics Standard Manual (Exhibit 15) is a vital part of our communications efforts because it documents our accepted standards for current and future applications by the National Office. The Manual is available for download and should be referred to as a means for helping us keep these standards in place. These guidelines should be used for all chapter promotional materials.

6.2.2 Web Sites

There is no better or more economical way to make information available to members and non-members alike than a chapter website. (See Exhibit 16 for a complete listing of chapter web sites.)

Basic website content usually consist of the following:

- **Home Page.** Introduction and information about SDA (chapter and national) in addition to navigation bars and buttons, webmaster ID, dates, address, phone, etc.
- **Contacts.** List of officers and committee chairs along with their contact information.
- **Programs.** Annual calendar of chapter events, detailed information per program, downloadable program registration forms.
- **Member Directory.** List of local members with contact information.
- **Newsletter.** Post PDF files for downloading.
- **Public Relations.** Post press releases and articles.
- **Links.** Industry links, sponsor links, research links, etc.
- **Members Only.** Optional, depending on what your chapter offers as member benefits. Password protected.
6.2.3 Newsletter

It is a chapter’s duty to inform members about SDA-sponsored activities and to report on other news of general interest. Your newsletter projects an image. If it appears professional in design and content, your chapter will come across as professional and organized as well.

Determine newsletter content by the purpose it is designed to serve. You probably have a general idea about what the purpose of your newsletter is; put it in writing. When drafting a statement of purpose, think about the goals and needs of your chapter and how its newsletter can support them. Pitch the statement of purpose to your board of directors and get buy-in.

There are various components that can be incorporated into a newsletter. Those marked with an ⊘ are considered “must-have” inclusions:

- Masthead
- List of officers and staff
- Chapter address, phone number, e-mail, URL
  - Major news/information story
- Chapter program coverage
- Upcoming programs
  - Upcoming national events such as regional conferences or convention, scholarship programs, Calls to entry
  - Expert column – Use the 5 PEG areas and look for local consultants in these fields
  - New members/member moves
  - Editorial
- Photos
- Advertising
- Report on chapter activities other than monthly program
  - Summary of national industry news
  - Links to other A/E industry organizations
  - canstruction® Corner (if applicable)

6.2.4 Periodic Communications

Following is a sampling of communication tools many chapters are using:

- A monthly e-mail or broadcast fax. These fulfill the ‘news’ timeliness requirement that a quarterly newsletter cannot. Content is directed toward chapter business (e.g., program dates, due dates, calls for volunteers, venue changes, opinion polls, etc.)
- A phone call from a chapter leader. A “reach-out-and-touch” program is a way to talk to individual members and solicit their input.
- A letter from the chapter President can be used to educate members about a specific issue that is too lengthy or complicated to be handled in newsletter format.
- Membership surveys. The most direct way to find out what members think is to ask them. Surveys can be conducted using any or all of the above media. SurveyMonkey is an easy-to-use, web-based utility. Check it out at www.surveymonkey.com.
6.2.5 Mailing Lists

Most chapters maintain a mailing list composed of:

- Their chapter members
- Non-members who have attended chapter programs
- Prospective members in the area

6.2.6 External Communications

External communication typically consists of either getting event information published in local newspapers and business publications or obtaining coverage of a program or special event.

6.2.7 Methods

This is a step-by-step process. Develop a media list, gather event information, write and distribute press releases to the appropriate audience, and assemble a media kit.

Media List Development: Target the news media you need: daily newspapers, business weeklies, local magazines, television, and radio stations. Keep in mind that chapter news is generally of local interest.

The best sources for compiling a media list include:

- www.newsdirectory.com
- Gale Directory of Publications and Broadcast Media (www.galegroup.com)
- Bacon’s 2001 Newspaper Directory and Bacon’s 2001 Magazine Directory (www.bacons.com)

The Gale and Bacon directories can be found in most large public libraries.

All reporters develop “beats” or areas of specialty; invest the time to educate a few reporters and keep them informed about news of interest in your chapter. Your goal is to become a valued news source for the reports that cover your industry.

Press Releases: Press releases convey basic information: the who, what, where, and when of chapter news. When preparing a chapter press release, keep the following in mind:

- Use chapter stationery
- Do not exceed two pages (double or 1.5 spacing, 11-12 pt. type)
- Date the release
- Include the name, phone number, and e-mail address of a chapter contact
- Stick to the facts; keep the writing clear and concise.

Fact Sheet. A fact sheet is a quick reference about SDA in general and your chapter specifically that can be of great help to the media or organizations you are partnered with for a program or event. It answers questions such as:

- How many members do you have?
- Who are your members?
- What trades do your members represent?
- What is your organization’s purpose?
- What services do you provide for your members?
- What issues are of concern to your members?
**Question and Answer/Backgrounder.** A “Q & A” can be kind of “backgrounder”. It is helpful in answering commonly asked questions about your chapter. It can serve as a reference to member prospects, the media, and outside organizations and can also be used to supplement a fact sheet.

**Community Outreach.** Analyze your chapter’s public relations goals. How do you want the public to perceive you? Is there a public service project that will help you achieve your goals? Many SDA chapters have found that public service projects increase their community visibility, promote the professionalism and civic responsibility of their members, and build an esprit de corps within the chapter.

The following factors can contribute to the success of community outreach projects:

- A project that inspires a majority of members and taps into their special strengths
- A volunteer willing to spearhead the effort and a dedicated committee
- A full appreciation of the time involved and a serious commitment by the chapter as a whole
- Cash and in-kind contributions, since almost all public service projects require a financial investment.

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**canstruction®** is the national SDA community service project and includes the entire design and construction industry. Trademarked and organized by the Society for Design Administration (SDA), it is organized under a separate 501(c)(3) non-profit charitable organization, canstruction® Inc.

canstruction® allows non-technical business administrators and managers to develop a camaraderie with the professional and technical side of the firm. It enhances the idea that both sides of house can and should work together to form a team, one side organizing the fund-raising and food solicitation and the other the creativity to design an award-winning structure. The entire firm benefits from winning and knowing you have provided the community with worthwhile service.

Other community service projects that chapters have organized are:

- Kidstruction (So. Arizona)
- Dream Treasures (San Antonio)
- TGIF charity events
- Habitat for Humanity

**6.3 Industry Liaisons**

Maintain ongoing communication with affiliated industry and business organizations.

- Exchange monthly newsletters.
- Volunteer to write guest articles for their newsletter.
- Put them on your chapter’s mailing list.
- Offer to provide speakers on topics of common interest.
EXHIBIT 15
SDA Graphic Standards Manual
(download from SDA Website and place here for reference)
### SDA Chapter Online Locations (website/social media)

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EXHIBIT 17
Understanding the CAN-SPAM ACT of 2003
The CAN-SPAM Act of 2003 was written because Spam remains a significant intrusion into the lives of ordinary Americans. According to some estimates, Spam makes up more than 50% of all email. Approximately 45% of the U.S. populations have an email account.

Most Chapters have developed email lists for mass distribution of chapter events, educational programs, newsletters, etc. You have an obligation when sending these messages to comply with the CAN-SPAM Act.

Most of the email the Chapter sends will fall under the category or either 1. Relationship/Transactional or Commercial Electronic Messages. Since Commercial Electronic Messages are the type that have the most stringent requirements, it is good practice to make sure that all your electronic communications follow these rules:

- Electronic mail comes from a valid email address.
- Subject line is not misleading
- Email address is working and available for at least 30 days (for responders who wish to “unsubscribe”)
- Size of email address is sufficient to hold bounced/returned messages.
- Physical Postal address is included in the message
- Domain name registration information is accurate
- Opt-out/remove system is working properly
- Your mail server is not an open relay or gives non-authorized users access.
- You have permission to send the message via the appropriate mail server.
- The list was gathered appropriately.
- You have spellchecked the message
- Common sense test: Does the message make sense to a potential recipient?
- Message is relevant to target audience, i.e. it somehow adds value to their lives.
- Personalization is used properly.
- You have tested the message to make sure it renders properly in different email platforms.

**Names are NOT all pasted into TO: line.**

To insert an opt-out/remove line in your email, Type in a line with the verbiage: “To unsubscribe from the SDA [chapter name] electronic messaging service, click here Unsubscribe” To create this unsubscribe hyperlink, right-click, choose Hyperlink from the menu, or on the tool bar, select INSERT, then Hyperlink.

Text to Display = Unsubscribe
E-mail address = email address to receive the unsubscribe messages. Must be active for at least 30 days after the message is sent
Subject: Unsubscribe
Click OK.

Result: The Word “Unsubscribe” will be embedded in the body of the message, and clicking the word will generate an email response.

(See below)

Send the message To: yourself, the sender. Insert the recipient’s email addresses in the BCC: line on the email form. This shows only the recipient’s address upon receipt, not 100 others, too.

(See below)
The CAN-SPAM Act of 2003: Requirements for Commercial Emailers
Source: [http://www.ftc.gov/bcp/online/pubs/buspubs/canspam.htm](http://www.ftc.gov/bcp/online/pubs/buspubs/canspam.htm)

The CAN-SPAM Act of 2003 (Controlling the Assault of Non-Solicited Pornography and Marketing Act) establishes requirements for those who send commercial email, spells out penalties for spammers and companies whose products are advertised in spam if they violate the law, and gives consumers the right to ask emailers to stop spamming them.

The law, which became effective January 1, 2004, covers email whose primary purpose is advertising or promoting a commercial product or service, including content on a Web site. A "transactional or relationship message" – email that facilitates an agreed-upon transaction or updates a customer in an existing business relationship – may not contain false or misleading routing information, but otherwise is exempt from most provisions of the CAN-SPAM Act.

The Federal Trade Commission (FTC), the nation’s consumer protection agency, is authorized to enforce the CAN-SPAM Act. CAN-SPAM also gives the Department of Justice (DOJ) the authority to enforce its criminal sanctions. Other federal and state agencies can enforce the law against organizations under their jurisdiction, and companies that provide Internet access may sue violators, as well.

What the Law Requires. Here’s a rundown of the law's main provisions:

- It bans false or misleading header information. Your email's "From," "To," and routing information – including the originating domain name and email address – must be accurate and identify the person who initiated the email.
- It prohibits deceptive subject lines. The subject line cannot mislead the recipient about the contents or subject matter of the message.
• It requires that your email give recipients an opt-out method. You must provide a return email address or another Internet-based response mechanism that allows a recipient to ask you not to send future email messages to that email address, and you must honor the requests. You may create a "menu" of choices to allow a recipient to opt out of certain types of messages, but you must include the option to end any commercial messages from the sender.

• Any opt-out mechanism you offer must be able to process opt-out requests for at least 30 days after you send your commercial email. When you receive an opt-out request, the law gives you 10 business days to stop sending email to the requestor's email address. You cannot help another entity send email to that address, or have another entity send email on your behalf to that address. Finally, it's illegal for you to sell or transfer the email addresses of people who choose not to receive your email, even in the form of a mailing list, unless you transfer the addresses so another entity can comply with the law.

• It requires that commercial email be identified as an advertisement and include the sender's valid physical postal address. Your message must contain clear and conspicuous notice that the message is an advertisement or solicitation and that the recipient can opt out of receiving more commercial email from you. It also must include your valid physical postal address.

Penalties
Each violation of the above provisions is subject to fines of up to $11,000. Deceptive commercial email also is subject to laws banning false or misleading advertising.

Additional fines are provided for commercial emailers who not only violate the rules described above, but also:

• "harvest" email addresses from Web sites or Web services that have published a notice prohibiting the transfer of email addresses for the purpose of sending email, generate email addresses using a "dictionary attack" – combining names, letters, or numbers into multiple permutations
• use scripts or other automated ways to register for multiple email or user accounts to send commercial email
• relay emails through a computer or network without permission – for example, by taking advantage of open relays or open proxies without authorization.

The law allows the DOJ to seek criminal penalties, including imprisonment, for commercial emailers who do – or conspire to:

• use another computer without authorization and send commercial email from or through it
• use a computer to relay or retransmit multiple commercial email messages to deceive or mislead recipients or an Internet access service about the origin of the message
• falsify header information in multiple email messages and initiate the transmission of such messages
• register for multiple email accounts or domain names using information that falsifies the identity of the actual registrant
• falsely represent themselves as owners of multiple Internet Protocol addresses that are used to send commercial email messages.

See the FTC Web site at www.ftc.gov/spam for updates on implementation of the CAN-SPAM Act.

The FTC maintains a consumer complaint database of violations of the laws that the FTC enforces. Consumers can submit complaints online at www.ftc.gov and forward unwanted commercial email to the FTC at spam@uce.gov.
7. EDUCATION

This section has been included to assist chapters with developing and conducting its educational programming. Adopted from the SMPS 2005 Chapter Management Manual, the following 13-step process offers a quick and easy method for sustaining your chapter’s educational focus.

13 Easy Steps to Conducting an Educational Program

1. Select a topic.
2. Identify volunteers to staff the program.
3. Select a date and location.
4. Select speakers(s).
5. Assemble the program structure.
6. Determine CEUs and AIA LU hours for your program.
7. Create supplemental material.
8. Set a price.
9. Market the program.
10. Accept registrations.
11. Monitor attendance and resource levels.
12. Conduct the seminar.
13. Recognize the volunteers and speaker(s).

Step 1. Select a Topic

Each chapter differs from the others according to its unique locale, mix of members, and other dynamics. It is therefore extremely important that you examine the demographic composition of your chapter (age, experience, market affiliation, role in the firm, etc.). This information will help you identify your potential audience and allow you to focus your efforts on providing a proportionate number of educational activities for each member audience group. Each activity is planned in response to educational needs that have been identified for a target audience.

An educational need is defined as “something individuals should learn for their own good, for the good of their organization or profession, or for the good of society.” (Knowles, 1970) A need represents a gap between an individual’s current level and some desired level of knowledge, skills, or attitudes. Needs differ from interests, which are personal preferences. Interests change often while needs are deficiencies that remain until they are resolved. When interests are assessed, the only source of information is the individual. Needs assessments, however, use a variety of sources including experts, leaders, literature, and individuals. Some suggested means of assessing the needs of your chapter members include:

- Discussions with Key Individuals: Key individuals can be board members from your chapter, management within the organizations where your members work, or well-known practice management consultants in the A/E/C industry. Keep it simple-phone calls or e-mail correspondence will suffice. Ask what their opinions are in regard to current problems or issues, general industry trends, changes in the industry, and social, economic, and political concerns.
- Literature: Most of us read some type of professional journal, newsletter, or trade magazine. Clip articles you come across that uncover current issues and future trends.
- Questionnaires or Surveys: Send a short questionnaire or survey to the members of your chapter. Ask them what the top issues are right now for professional service marketers.
- Evaluation Forms: At each educational program your chapter hosts, ask members to list the top three issues they are dealing with right now.

More than one type of delivery method should be used for education. Once you have a good idea of what the interests are among your membership, you are then ready to choose appropriate
topics for your educational programs. It is recommended that you develop a plan for the year rather than planning just one program at a time. Think about which topics lend themselves best to the specific types of formats-speaker programs, seminars, or workshops. For example, if you learn from your needs assessments that members are in need of training in developing marketing plans, this would require a more “hands-on” type of program, a workshop rather than a lecture-based program. In your program planning, don’t forget to include all target audiences-entry-level to senior-level participants. Be aware of your chapter’s demographics and plan programs accordingly. Be realistic in your goals and don’t assume that all members will support every program the chapter offers.

Step 2. Identify Volunteers to Staff the Program

Just like any other work you do, the first step to planning a successful seminar program is to staff the operation.

Task 2.1 -- Select a Chairperson. It is critical for the chapter leaders (usually the President and/or President-Elect) to select a Seminar Chair as soon in the planning process as possible. This often is incorporated into the Vice President role. This person assumes responsibility for the complete operation of the seminar – from site and speaker selection through filing of the final report.

Task 2.2 -- Form your Team. The Chair will want to secure enough volunteers to make the program work. How many is enough? It completely depends upon how much time the Chair wants to invest in the programs—it is not impossible for a single individual to do all of the work! Obviously, this isn’t the best approach, but may be necessary for small chapters, but the Chair will likely want to recruit a team, if available.

It is recommended your team include the following positions. This may vary depending on the size of the event. A monthly luncheon program may not warrant all these positions, but an all-day workshop may.

- Chair: overall responsibility for the program; reports to the Chapter President; builds and maintains the team; develops the budget; approves expenditures; evaluates the program and communicates lessons learned to the chapter leadership; recognizes and rewards the volunteers.
- Registrar: receives registrations and payments; prepares a list of who is coming to your seminar; makes sure there is an appropriate number of seminar manuals and other materials prior to the seminar; coordinates check-in of attendees at the seminar; records who actually attends.
- Finance Chair: keeps track of the money; receives payments from the registrar and deposits money into the chapter’s treasury; pays bills; prepares and issues invoices; collects payments for purchase orders and training forms; prepares and submits a final report.
- Arrangements Chair: works with the hotel or host facility to coordinate the seminar room, audiovisual equipment, and refreshments; reviews and approves hotel and catering bills.
- Publicity Chair: gets the word out to your chapter and the local community; writes for the newsletter and web sites; prepares and distributes brochures; issues press releases; coordinates with news media; puts SDA promotional material on display at the seminar.
- Program Chair: selects and coordinates the speaker(s); prepares an agenda; acts as master of ceremonies; introduces speaker(s); presents speaker gift(s).
- Certification Chair: obtains the pre-approval of the program with the Certification Committee, passes out/collects the sign-in sheets, distributes the attendance records, files the sign-in sheet with the approval.

The reality of it is, you may not find enough volunteers to fill out your team in this manner. Emphasize that any help is welcome, even for the smallest of tasks. One hour of their time on the morning of the seminar to help check in attendees is terrific! Also, don’t allow yourself to become
overwhelmed and feel that you must do every task suggested above. Remain realistic and stay within your budget. In most cases, an extravagant host site, gourmet refreshments, a multitude of speakers, and a CD-ROM and/or program binder are not necessary.

The secret to success is having a plan for the work, and then working to the plan. Apply sound program management discipline; develop a milestone schedule and budget. Spread the work across as many volunteers as you can dig up, but make sure you know who is committed to doing which tasks. Remind your volunteers to only bite off what they can chew: Don't over commit!

One last word on forming your team: It is important to separate the Registrar and Finance Chair tasks. Different people should be responsible for the sensitive tasks of handling people’s (and your chapter’s) money. Separating the tasks will serve as a sort of check and balance against potential impropriety and will give your chapter leaders peace of mind.

**Step 3. Select a Date and Location**

Picking a date for your seminar should be given serious consideration. The following task should help you through this process.

Task 3.1 -- Select a date. Questions to ask include:

- What month do we want to hold the seminar? You need to start with a large target and narrow dates down as you ask the subsequent questions. Pick a month that on the surface appears to work with your chapter’s program schedule. Summer months (from late June through August) may not work, as this is prime time for family vacations.
- What will the weather be like? Think about whether the weather will create undue risk for your program. Particularly if the seminar is your chapter’s big fundraiser, you may want to schedule it when weather likely won’t cause a cancellation or make it difficult for participants to travel.
- Is there a holiday nearby? Allow several days before and after holidays for people to get back to work. You want to avoid major holidays (New Year’s Day, Memorial Day, Labor Day, Christmas, Yom Kippur, etc.) by as much as a full week or more as people tend to take vacations then.
- When is your preferred facility available? Most chapters tend to conduct their events at a favorite location. Don’t assume that because that your chapter is a great customer, a property will hold space for you. Get a list of available dates before you call your speaker, so as not to waste their time. And most importantly, once you agree on the date with the property, get it in writing (a verbal contract is harder to enforce, if not impossible).
- When is your preferred speaker available? Once you have some dates your facility is available, contact the instructor and give them some wiggle room. The more flexibility you have, the greater the chance that you will get your speaker of choice. By the way, the best speakers tend to get a lot of invites, but they can only accommodate so many engagements, so start early and work fast!
- Are there any events competing for your members’ time or money? Ideally the Chairperson will be included in your chapter’s strategic planning meetings, so they can coordinate plans with chapter leaders. Make sure you provide separation from other major chapter programs or you will be competing with yourself for the same customers! Brainstorm with your team to identify other events in the area that may conflict with your preferred dates. Remember this may include non-business events; protests, strikes, parades, etc., have been known to wreak havoc upon seminar plans.
- What day of the week is best? Conventional wisdom in the seminar industry (yes, there is such a thing) suggests the best days for seminars are Wednesday, Thursday, Friday, and Tuesday, in that order.
• Can you pull this thing together that quickly? The bottom line is to develop a plan that your team can comfortably accomplish. Accelerating the schedule to meet arbitrary deadlines will increase the risk of program failures.

Task 3.2 -- Select a location. There are a lot of factors to consider when selecting the location for your seminar. Here are some important ones:

• How much are we willing to spend for room and refreshments?
• Where are our key customers located?
• Do they have a desirable facility?
• How many people do we expect?
• What are the parking arrangements?
• What food plans do we have?
• Will there be other events to consider, like a chapter membership meeting (repeat business can improve your negotiation position)?

Task 3.3 -- Establish a written agreement.

It is common to hear about problems with seminar arrangements because of poor contracting practices. Once you have selected your location and settled on everything, remember to execute a contract. Most hotels, caterers, and meeting facilities use standard forms. You will want to review these forms carefully as they are written for the host facility and will generally favor them. Feel free to question and negotiate any terms, conditions, and clauses that you do not understand or are not comfortable with. Also, make sure whoever signs the contract is authorized to sign on behalf of the chapter; refer to your chapter bylaws for guidance. The Arrangements Chair and Finance Chair will need copies of the signed contract.

Step 4. Select Speaker(s)

Selecting a speaker(s) can be a daunting task. One resource to consider is the variety of audio conferences offered by SDA National throughout the year. This resource is accessible through the national web site at www.sdanational.org

Members of the National Executive Committee or other national committee chairs also may be available to conduct industry programs for your chapter. For information, contact the SDA Headquarters.

When evaluating the qualifications of a presenter, keep these key criteria in mind:

• Command of Subject Matter: The instructor should have content expertise. While this is important, it should not be the sole reason why an instructor is chosen.
• Willingness to Teach: While someone may have a command of the subject matter, this does not mean that he/she enjoys teaching and is willing to put forth effort to create a memorable learning experience for the participants. Ask the potential instructor to provide you with a list of programs that he/she has taught. The amount of teaching experience is a good indicator of an instructor’s interest in teaching.
• Effective Interpersonal Skills: The ability to read and react to audiences is a prerequisite for a good communicator. An effective instructor is most concerned with what the audience is learning rather than his/her ego.
• Use of Sound Instructional Methods: People learn more when they are actively involved. Find out what teaching methods the instructor uses and how he/she gets the audience involved.
• Willingness to Improve: If you are using an instructor on an ongoing basis, it is important that the instructor have a willingness to improve. Based on evaluations from the participants, audience comments, and your observation, make suggestions for future learning activities.
Copyright is an issue worth mentioning. It is often overlooked, but definitely worth discussion. Keep in mind that you must acquire reprint permission for all copyrighted materials. Copyright is a form of protection provided by the laws of the United States (title 17, U.S. Code) to the authors of “original works of authorship”, including literary, dramatic, musical, artistic, and certain other intellectual works. This protection is available to both published and unpublished works.

It is a good idea to have your speaker(s) sign a statement that addresses copyright and essentially says that the material they are presenting is their own, comes from the public domain, or that they have written permission to use it for your program. This paragraph is not intended to be a template for your own use and is not to be construed as formal legal advice. There are many templates available for your chapter’s uses that are available to the public via the Internet, libraries, etc.

**Step 5. Assemble the Program Structure**

Create clear and concise written statements of intended learning outcomes. Learning outcomes are statements that specify what learners will know or will be able to do as a result of a learning activity. These encompass knowledge, skills, or attitudes. Learning outcomes accomplish the following:

- Focus on a learner’s behavior that is to be changed
- Serve as guidelines for content, instruction, and evaluation
- Identify specifically what should be learned
- Convey to the learner exactly what needs to be accomplished.

Learning outcomes are truly learner-centered, observable, measurable, actions by the learner. Learning outcomes contain three elements:

1. Who is to perform?
2. What actions they are to take
3. An outcome that must result from their action

A sample-learning outcome might be:

**Participants will Identify** the key elements of an *effective press release*.

(Who) ![arrow] (Action) ![arrow] (Result)

Some additional examples of learning outcomes are:

- Workshop attendees will create a blueprint for a disaster recovery plan for their companies.
- Participants will discuss ways that technology is impacting project management in their firms.
- Learners will define the elements of Employee Handbook and write a sample section.

It is important to use action verbs when writing learning outcomes. Some of the most common verbs used are:

- define
- summarize
- create
- describe
- demonstrate
- explain
- identify
- examine
- generate
- write
- interpret
- develop
- distinguish
- use
- discriminate
- discuss
- analyze
- prepare
- explain
- differentiate
- interpret
SDA awards Continuing Education Units (CEUs) for the purpose of certification/recertification. SDA chapters are also recognized to award American Institute of Architects (AIA) Learning Unit hours (LU Hrs.). Each chapter should be registered as a Continuing Education Provider through the AIA/CES program. A Registered Provider Renewal Form is attached as Exhibit 7D.

Each year SDA chapters offer educational events based on the six Professional Emphasis Groups (PEGs) for Society of Design Administration. We encourage chapter to touch on each of the six PEGs at least once during the programming year.

Earning CEUs

- Certified Design Firm Administrators *(CDFAs) inquire about where they can earn hours of continuing education needed for recertification. We tell them that chapter educational events are one of the best sources of continuing education. SDA/Cs may use any chapter educational activity (e.g., program, roundtable, and luncheon speaker) based on the PEG toward the CEU requirement if it has been pre-approved by the Certification committee and it is at least 1 hour in length.
- Advertising that you provide SDA CEUs toward recertification is a great marketing tool. We encourage you to indicate that “Participants may earn ___ SDA CEUs towards recertification by attending this educational program.”
- To calculate the number of CEUs for a program, simply add up the number of contact hours (not including registration, meals, and breaks) of the program. This is equivalent to the number of CEUs. The same calculation can be used to calculate AIA LU hours.
- It’s a good idea to have pre-populated copies of the SDA Sign-in Sheets, Attendance Certificates, and AIA Provider B Forms available at the seminar. Attendance will need to be verified by the chapter proctor, so there should be someone available at the registration desk to sign the forms. A sample SDA Sign-in Sheet and Attendance Certificate can be downloaded from the SDA website.
- Please remember that Chapter Presidents should disseminate CEU reporting information to appropriate volunteers, such as Certification Chairs, as soon as the volunteer takes office.

Step 6. Set a Price

One of the most critical aspects of program administration is developing a budget. The expense side of a budget should be completed before setting a registration fee. It should at least offset the expenses or bring in revenue for the chapter, should that be a goal of the program. When determining a registration fee, important considerations would include the chapter’s fundraising objectives; the costs of course materials, the meeting space, refreshments, and other expenses; local market conditions; and comparability to other chapter programs.

An important consideration when setting your price is to know what your local market will bear. It is not unheard of for seminar providers to charge up to $400 for a one-day seminar. It is highly recommended that you conduct some market research to find out what other associations, colleges, and professional training organizations charge for similar, one-day seminars in your local market. The bottom line is not to leave money on the table when setting your price.

You should also take into consideration the type of program you are offering. Naturally, if it were a two-hour workshop, a lower fee would be charged as opposed to the fee for a full-day course. Nonmembers can be charged a higher fee than members. You also may want to charge a higher fee if your audience consists of senior-level executives as opposed to recent college graduates.

To avoid price competition pressures for your seminar, check to see if any competing groups in your local area are running similar programs that might compete with yours. One way of doing this is to ask your speaker if he/she is speaking around the same date as your chapter event.
Many times, you may not be the only group that has tapped a particular speaker to address your topic.

To keep your expenses to a minimum, you may want to cut some of your food and beverage cost by not providing a coffee break or by allowing attendees, typically it is less expensive to order pastries by the dozen rather than to order the per-person continental breakfast on the menu. Another money saver is to offer a plated lunch (if you are providing one) over a buffet.

Sponsorship is another excellent way to cover expenses. Find a local vendor whose products are used by many members of your chapter. Ask the vendor to sponsor a coffee break or lunch. Highlight this sponsor in your program materials and with a sign in the registration area. Sponsors who contribute a significant amount of funds typically are invited to set up a display table of their products or services in the registration area.

(See Exhibit 6.B for sample Educational Program Planning Budget.)

Step 7. Market the Program

Promotions for your program should begin as early as possible. There are a number of venues to promote your educational event including:

- Website: Listing your program on your chapter website can promote your event to non-members not currently on your prospect list.
- Advertising in Chapter Newsletter: Create an attractive ad that provides potential attendees with the basics of the program: title, date, location, price, why they should attend, and a contact name with phone number/e-mail address.
- Press Release: Issue a press release a couple of months before your program to local and topic related press.
- Flyer at Chapter Events: Distribute a flyer at all of your chapter events leading up to the program.
- Cross-promotion with other associations: If there are other related professional associations in your local market, you can ask them to promote the meeting to their members. Establishing a relationship with other groups for the purposes of cross-promotion can be extremely resourceful and could eventually lead to increased membership in your own chapter.
- Brochure: Create a brochure highlighting your event. The rule of thumb for mailing the brochure is 10-12 weeks’ advance notice for a regional/state program and 6-8 weeks for a local program.
- Personal Contact: Smaller chapters may want to make personal phone calls to each of their chapter members inviting them to attend the upcoming event. Enlist the help of other chapter officers by splitting up the list of chapter members and having each person make some calls each week.

Step 8. Accept Registrations

Now that you have created and marketed your program, you are ready to accept registrations from your participants. You'll need to track who attends the seminar and who has paid for their attendance and collect payment from those participants who may have submitted a purchase order as payment.

Task 10.1 -- Maintain registration list. Keep the list up to date; keep an eye on the projected attendance, the caterer and facility. The anticipated number is important when planning to have the right size room, amount of refreshments, and number of seminar materials. Remember, extra space, food, and materials all affect your bottom-line!

Task 10.2 -- Deposit Payments. Take cash and checks and deposit them into your chapter’s bank account; a separate account is usually not necessary. You will need the money for operating funds.
capital (e.g., deposit on room, supplemental material printing, caterer). If your chapter has the ability to process credit card payments, you should charge the cards upon receipt of registration.

Task 10.3 -- Provide new and renewal membership information. Educational events are a fantastic opportunity for your chapter to promote membership. They provide a hands-on example of a member benefit, and membership has its privileges in reduced member pricing. You are encouraged to promote membership at these programs and to have membership applications and renewal forms available to participants. All membership marketing materials and applications are on the SDA website under Chapter Resources \ Membership Recruitment.

Task 10.5 -- Be aware of the Americans with Disabilities Act. Title III of the Americans with Disabilities Act (public Law 101-336) prohibits discrimination against disable individuals by those who operate places of “public accommodation” such as hotels, restaurants, retail stores, arenas, and other places where the public is likely to enter or congregate. In its “public accommodation” section, the act not only prohibits discrimination but also requires organizations to take affirmative steps, such as providing ramps for wheelchair patrons or sign interpreters for hearing-impaired customers, to provide access to facilities for those with disabilities.

In issuing regulations implementing the act, the Department of Justice has stated that entities not normally considered “public accommodations” – such as trade associations and professional societies – nevertheless become subject to the act when they lease space for a meeting, convention, or trade show at a hotel, convention center, or similar facility.

As a “public accommodation,” therefore, chapters are responsible for compliance with the act and, accordingly, must take steps to ensure that displays and/or meeting functions are accessible to individuals with disabilities. Additionally, the sponsoring organization must provide what the regulations call “auxiliary aids” (such as qualified interpreters, Braille programs, assertive listening devices, closed-caption decoders, etc.) for meeting participants who need them.

To determine who may need special accommodations, you can include a question on your program registration form for attendees to indicate if they have special requirements.

**Step 9. Monitor Attendance and Resource Levels**

Once the registrations start rolling in, your chapter needs to closely monitor how many registrations it has and how many you reasonably expect to receive. Monitoring attendance helps you to plan to have enough sets of seminar materials on site the day of the program. If you overproduce the materials, this is often money you can’t recover.

As with seminar materials, you do not want to have and/or pay for extra food or meeting space. Most catering agreements allow you to adjust your food order prior to the event. You can usually increase without financial penalty, if done in a timely manner; however, you often cannot decrease your food commitment without penalty. Thus, you will need to monitor your attendance, be conscious of deadlines with caterers and facilities, and weigh your options for adjusting orders for food and space against any additional fees for doing so.

**Step 10. Conduct the Seminar**

If you’ve followed the steps thus far, you should expect a successful event. Doing your homework definitely has its rewards! Plus, you’ll be able to relax and enjoy the program without needless worry.

Approximately one to two weeks before the scheduled seminar date, consider the following checklist as a handy exercise to ensure all goes smoothly on the day of the seminar.
1. Review room setup and equipment. Have you arranged for the hotel/conference center or your own facility to set up the meeting room accordingly to your specifications (e.g., lecture hall style, classroom, table rounds of eight, etc.)? Have you reserved or obtained the necessary audio-visual equipment for the presentation (e.g., PowerPoint projector, screen, microphones, etc.)?

2. Greet speaker(s). Be sure to make your guest speaker(s) feel right at home. Decide who will meet them, and make sure that they’re comfortable with the room setup and audio-visual arrangements. Make a badge for the speaker.

3. Check in attendees and distribute program materials. It’s convenient to set up a table by the entrance to the meeting room where one or two chapter volunteers can welcome the attendees and check off the roster.

4. Network. Each program is not solely an educational session. It’s a wonderful opportunity for your members and guests to meet each other, catch up on the latest news and welcome new members into your chapter. As chapter leaders, encourage more involvement and interaction among your guests. Breaks throughout the day provide the perfect occasion for networking.

5. Making announcements. Determine the best time to make your general housekeeping announcements. Perhaps after lunch, between speakers, or before a break. Restrict this to essential information and keep it brief.

6. Introduce speaker(s). Among your chapter volunteers, decide who will introduce the instructor(s) to the audience. Some speakers like to mingle with the audience before the program starts to get a sense of who is in the room or to network. It is perfectly all right to ask your speaker if there is anyone in particular whom they would like to meet, like a chapter president or other senior members. They are often very appreciative of the invitation.

7. Schedule breaks. As mentioned earlier, breaks provide the perfect opportunity for networking. Equally spaced throughout the session, they’ll also keep the participants sharp and focused on the material.

8. Offer refreshments. It may be best to provide a continental breakfast (e.g., bagels, Danish, muffins, coffee, tea, etc.) for attendees starting approximately an hour before the scheduled start time. Select a caterer or restaurant you know has wide appeal. During breaks, your guests would appreciate fresh coffee, cookies, or other sweets and perhaps soft drinks. If you provide lunch, the same caterer would probably have creative and cost-effective ideas that would best meet your requirements.

9. Collect evaluation forms and distribute certificates of attendance. Following completion of the seminar, ask the attendees to complete the evaluation form and distribute the certificates of attendance to your guests. Again, advance planning pays off; be sure to prepare these forms ahead of time.

Evaluations should answer the following questions:

- Did the program accomplish what was planned?
- If the program did not accomplish what was planned, where did it fall short and why?
- How should the program be revised if it is offered again?

A sample evaluation form is included in this section (Exhibit 6.A). Chapters may reproduce this form and distribute it at their programs.

**Step 11. Recognize the Volunteers and Speaker(s)**

This is the last step in the process, and it is the most often overlooked step as well. To this point, your program has been successful in large part to the hard work of your volunteer team and the skill of your speaker(s). Don’t forget to thank them!

Task 13.1 -- Recognize and thank the speaker. It is customary to provide a small but meaningful gift as a token of your appreciation to the speaker. Cost is not the most important consideration when selecting a gift; something that brings your chapter or area to mind works well, like a framed picture. If you want to make a donation to an organization on the speaker’s behalf (such as a
favorite charity), it is best to ask the speaker for their approval before announcing the donation. Don't forget to publicly thank the speaker for the presentation, and follow up within a couple of weeks of the seminar with a written note (instructors may need the written letter for recertification credit or continuing education credits).

Task 13.2 -- Recognize and thank the volunteers. Chapter volunteers donate their time and energies to make your program successful. It is customary to recognize them individually; small gifts, like pen sets or gift certificates, work well. However, many volunteers are quite satisfied with less tangible recognition such as publicly introducing and thanking them at the seminar and putting their picture and a write-up in your chapter newsletter or on the web site. Follow up within a couple of weeks following the seminar with a written note.
EXHIBIT 18
Sample Program Evaluation Form
Program Evaluation Form

Note: This short evaluation would also work very well emailed as a SurveyMonkey request

Course Title ____________________________________________
Instructor __________________________ Date ______________

Circle your response for each item using a scale from 1-5. 1 = poor, 5 = excellent.

<table>
<thead>
<tr>
<th>Category</th>
<th>1</th>
<th>2</th>
<th>3</th>
<th>4</th>
<th>5</th>
</tr>
</thead>
<tbody>
<tr>
<td>Content and value of information</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Level of complexity/detail</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Usefulness of handouts/AV</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Relevance to my job</td>
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<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Overall rating of content</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Delivery and clarity of speaker</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Connection with audience</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Organization with audience</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Overall rating of speaker</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

The level and complexity of the program presentation were:
☐ Too elementary ☐ On target ☐ Too advanced

(i) GENERAL COMMENTS

______________________________________________________________________________
______________________________________________________________________________
______________________________________________________________________________

(ii) OPTIONAL

Name ____________________________________________
Company ____________________________________________

Society for Design Administration 79 May 2018
# Educational Program Planning Budget

**Title of Program**

**Date of Program**

<table>
<thead>
<tr>
<th>INCOME</th>
<th>PROJECTED</th>
<th>ACTUAL</th>
</tr>
</thead>
<tbody>
<tr>
<td>Registration fees (SDA members)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Registration fees (nonmembers)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sponsorship (if applicable)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Exhibits (if applicable)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL INCOME</strong></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>EXPENSES</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Meeting facilities (room rental)</td>
<td></td>
</tr>
<tr>
<td>Speaker fee</td>
<td></td>
</tr>
<tr>
<td>Speaker travel/expenses</td>
<td></td>
</tr>
<tr>
<td>A/V equipment rental (hotel can provide a price list)</td>
<td></td>
</tr>
<tr>
<td>F&amp;B: Continental Breakfast</td>
<td></td>
</tr>
<tr>
<td>_____ attendees @ _____ per person =</td>
<td></td>
</tr>
<tr>
<td>F&amp;B: Morning Break</td>
<td></td>
</tr>
<tr>
<td>_____ attendees @ _____ per person =</td>
<td></td>
</tr>
<tr>
<td>F&amp;B: Lunch</td>
<td></td>
</tr>
<tr>
<td>_____ attendees @ _____ per person =</td>
<td></td>
</tr>
<tr>
<td>F&amp;B: Afternoon Break</td>
<td></td>
</tr>
<tr>
<td>_____ attendees @ _____ per person =</td>
<td></td>
</tr>
<tr>
<td>Promotion: Design of brochure</td>
<td></td>
</tr>
<tr>
<td>Promotion: Printing of brochure</td>
<td></td>
</tr>
<tr>
<td>Promotion: Duplicate of flyers</td>
<td></td>
</tr>
<tr>
<td>Duplication of speaker handouts</td>
<td></td>
</tr>
<tr>
<td>Badge stock and badge holders</td>
<td></td>
</tr>
<tr>
<td>Signs</td>
<td></td>
</tr>
<tr>
<td>Miscellaneous</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL EXPENSES</strong></td>
<td></td>
</tr>
</tbody>
</table>

**NET REVENUE**
EXHIBIT 20
Sample Educational Program Planning Checklist
## Educational Program Planning Checklist

<table>
<thead>
<tr>
<th>TASK</th>
<th>PERSON RESPONSIBLE</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>10 to 12 months before the date of the program</strong></td>
<td></td>
</tr>
<tr>
<td>- Begin conducting a needs assessment.</td>
<td></td>
</tr>
<tr>
<td><strong>8 to 10 months before the date of the program</strong></td>
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</tr>
<tr>
<td>- Complete the needs assessment.</td>
<td></td>
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<tr>
<td>- Determine topic of program.</td>
<td></td>
</tr>
<tr>
<td>- Find a speaker on the topic.</td>
<td></td>
</tr>
<tr>
<td>- Check speaker references.</td>
<td></td>
</tr>
<tr>
<td>- Send a letter of agreement to the speaker.</td>
<td></td>
</tr>
<tr>
<td><strong>6 to 8 months before the date of the program</strong></td>
<td></td>
</tr>
<tr>
<td>- Begin keeping a notebook to record all details of the planning arrangements. Add to the notebook copies of all materials, correspondence, contracts, etc. as they are produced.</td>
<td></td>
</tr>
<tr>
<td>- Draft a program budget.</td>
<td></td>
</tr>
<tr>
<td>- Contract for a meeting facility. Conduct a site inspection prior to selecting and contracting the facility.</td>
<td></td>
</tr>
<tr>
<td><strong>4 to 5 months before the date of the program</strong></td>
<td></td>
</tr>
<tr>
<td>- Write copy for program brochure.</td>
<td></td>
</tr>
<tr>
<td>- Print program brochure.</td>
<td></td>
</tr>
<tr>
<td>- Start distributing flyers at chapter newsletter.</td>
<td></td>
</tr>
<tr>
<td>- Begin promotion in your chapter newsletter.</td>
<td></td>
</tr>
<tr>
<td><strong>3 months before the date of the program</strong></td>
<td></td>
</tr>
<tr>
<td>- Mail program brochure (for regional programs).</td>
<td></td>
</tr>
<tr>
<td>- Make hotel reservation for speaker.</td>
<td></td>
</tr>
<tr>
<td>- Select food and beverages service.</td>
<td></td>
</tr>
<tr>
<td>- Arrange for audiovisual equipment.</td>
<td></td>
</tr>
<tr>
<td>- Recruit chapter volunteers to work the registration desk.</td>
<td></td>
</tr>
<tr>
<td><strong>2 months before the program</strong></td>
<td></td>
</tr>
<tr>
<td>- Obtain speaker’s handouts.</td>
<td></td>
</tr>
<tr>
<td>- Send confirmation letter to registrants. Confirmation letter should include program title, date, time, hotel name and address, and room name.</td>
<td></td>
</tr>
</tbody>
</table>
8. FUNDRAISING

8.1 SPONSORS

Sponsors enhance a chapter’s ability to deliver benefits to members. Examples of sponsorship opportunities include: regular events, seminars, special events, and newsletters.

It is important to remember that sponsorship is a business investment for the sponsor. To optimize sponsor interest, value must be provided to the sponsor. This is usually in the form of advertising opportunities. The true value of the sponsorship must be marketed. To generate interest and provide value, sponsors can be provided with guaranteed seats at speaker tables and private audiences with speakers or guests.

Provide success stories and testimonials from previous sponsors for value gained from investment. Develop an organized annual approach to sponsorship:

- Identify all events/venues for sponsorship
- Identify a specific board position responsible for overseeing sponsorship
- Define accountability
- Develop a marketing piece
- Identify potential sponsors
- Contact each prospect individually
- Follow up immediately with all sponsors—what worked, what didn’t, and secure a commitment for the following year.

You will need local event partners or event sponsors to help ensure the program’s success and, if necessary, to defray some of the costs associated with the event. Event sponsors would benefit from local publicity/promotion and an enhanced image within the A/E/C community.

8.2 Finding a Sponsor

When looking for a local sponsor, consider targeting a company whose products or services are required by the A/E/C industry, such as printers, photographers, and software manufacturers with a known commitment to promoting the industry and with a strong presence in the community.

8.3 Letter Development

When developing a sponsor letter, the body text should identify your need, define the purpose of the event, make a formal request, and promise a follow-up call within a specified time frame.

8.4 Other Steps in Sponsorship Development

- Identify exposure and promotional opportunities for sponsors in your chapter.
- Develop a benefits statement/package.
- Schedule face-to-face meetings with prospects.
- Recognize sponsors with links on the chapter web site and in promotional blast emails.
9. AWARDS PROGRAMS

9.1 National Awards Program

The National SDA organization has an awards program in place. Exhibit 9.A includes the 2018 Call for Entry as well as information on the Chapter Excellence Award, Star Award and Lifetime Achievement Award programs. Reference this document for information on the SDA awards program.

9.2 Chapter Awards Programs

Awards programs recognize excellence in practice management in the design and building industry. There are many possible categories of awards, including firm, sponsor, and member awards for service to the chapter as well as participation in community service and industry activities. It is an excellent way to honor the sustaining firms, sponsors and active members.

There is a wide range of benefits to a chapter organizing a chapter award program. These include peer recognition, publicity, and feedback from experts, networking opportunities, and firm morale building.

Award programs may be competitive or not. You may honor a particularly active member, a member who brought in the most new members, a firm that has been outstanding in support of the organization (e.g., hosting all the education seminars). You could also hold a competition to raise funds for your chapter or for an A/E industry cause.

- Bird house competition (with a local bird sanctuary or wildlife organization)
- Dog house competition (with the SPCA)
- Best Practices competition
- Best White Paper competition
- Play house competition (with Boys & Girls Clubs)

If you are to establish a competitive chapter awards program or competition, consider the following:

9.2.1 Judging Criteria and Scoring.

Point systems are typically used to evaluate entries. Point categories can include:

- Satisfaction of objectives
- Creativity
- Quality
- Content
- Results

9.2.2 Awards

Based on established criteria, the number of entries, and scoring systems, awards may be distributed for several places in each category. Awards should only be given if all identified criteria are met. As a result, some categories may have no qualifying entries.

9.2.3 Marketing

An aggressive and creative marketing program will emphasize the value of participating in award programs. A marketing plan should be developed with a schedule of events.
9.2.4 Jurors
Potential jurors should be selected for expertise in the area being judged, e.g. knowledge of the entrants, activity, and the industry. Including clients on the judging teams can heighten interest in awards programs.

9.2.5 Submittal Requirements
A “Call for Entries” should be widely publicized. It should include goals and objectives, eligibility requirements, submission guidelines, delivery instruction, contact information, submittal graphic standards, judging criteria, information on awards presentations, and an application form.

Requirements must be clearly stated. Actual submittal elements will be dependent on the category of award. In general, an award submittal should include:

- Entry form
- Entry fee (if applicable)
- Table of contents
- Clarification/intent statement which addresses:
  - Objective
  - Content
  - Results
  - Budget
  - Exhibits/examples

9.2.6 Award Presentation Event
Awards are typically presented at an evening event. Participating firms should be encouraged to send a representative to the event announcing final rankings. The event can include viewing of all entries, networking, keynote speakers, or other activities.

9.2.7 Additional Information
Chapters should establish a strong committee to develop an awards program, and research a variety of awards program. Six months to a year is not an atypical planning time span. A schedule and budget will need to be developed. Sponsorships are an important tool in developing many award presentation events. As part of the program development, chapters will need to decide whether submittal will be returned to entrants.

Information and criteria for all National awards programs are posted in the Awards section of the SDA web site in January of each year, announced in Marketer and communications to the chapters, and advertised in blast e-mails to the membership. Entry deadlines vary from program to program and can be found in communications and on the web site. Awards are presented during the Awards Gala at the annual conference each summer.
Compliance with the IRS Requirements for 501 (c)(6) organizations

Background:

Whether your chapter is incorporated in your state is generally optional. Please see Section 1., Paragraph 1.3 for an explanation of the reasons for incorporation. Obtaining and maintaining exempt status with the IRS is NOT. Any two people who come together to provide a service to the public and charge for that service are conducting business. For example, two SDA members who hold a luncheon meeting, charge money for it, and provide a program are conducting business. The IRS assumes that all business transactions have a profit and that that profit is taxable. The IRS also assumes that absent a specific business construct such as a corporation or LLC, any two people joining together to conduct business are a partnership. In our example, these two SDA members now have taxable income that must show up on a partnership return.

This is not your intent as an SDA chapter and that is why you organized into a chapter and wrote organizing documents such as your By-Laws and Standing Rules. When the chapter holds a luncheon meeting, charges money for it, and provides a program it is still conducting business, however, and unless it is expressly NON EXEMPT, the IRS still considers that transaction to be taxable. The chapter would need to be filing some “for profit” tax return whether corporate (1120) or partnership (1065).

Therefore, the IRS requires you to specifically seek exempt status.

What is a 501(c)(6) organization and how does it differ from a 501(c)(3) organization? A non-profit organization is one where the directors of that organization will not profit from the activities conducted under the auspices of the organization. There are many types of non-profit organizations. We are a 501(c)(6), professional organization. We are NOT a charitable organization which is also non-profit (using the above definition) but is organized under Section 501(c)(3) of the IRS code. 501(c)(3) charities have many more reporting requirements to the IRS, the state, etc. The IRS wants to get their share; if it’s tax deductible, they want a reporting mechanism to triangulate against the donor’s deduction. Because there is a “consumer” protection side to charities, most 501(c)(3) organizations have a requirement to register with the Attorney General’s Office or Consumer Affairs Office of the state. Consumers are protected and must have a way of knowing if a charity is legitimate.

How do I determine whether the chapter is exempt?

1. If you have copies of a Form 990 in your archived treasury files, you have exempt status. If you need a copy of your IRS letter granting exempt status, request it of them indicating last year 990 filed. (proforma letter included in manual)
2. If you have an exempt letter from the IRS, you are exempt.
3. Talk to an “old” member of the chapter – preferably a treasurer – and ask if they recall anything. Proceed as below depending on the answer.
4. Send a letter to the IRS requesting a copy of your exempt status letter. (proforma letter included in manual)
5. If you know you were exempt at one time, but can’t prove it, send a letter to the IRS asking for reinstatement. (proforma letter included in manual)
6. If you are not exempt, file a Form 1024 with the IRS requesting exempt status (a proforma Form 1024 included in manual)

In the meantime, how can I open/change a bank account? For the time being, for banking typically you can proceed with the following:

1. Have a Board resolution on your chapter’s letterhead which lists the officers and your federal ID # that authorizes the treasurer to set up the bank account and lists the signatories. Have this signed by the President and authorized by the Secretary. (proforma letter included in manual)
2. Make a copy of your By-Laws. They contain the verbiage which shows that you are a non-profit organization.
3. Take the Board resolution and By-laws to the bank with the signatories on the account.
You should be able to open an account with this information. You don’t have to be incorporated. They may or may not give you a “free” account depending on the bank. May I suggest that you always have a signatory on the account that “is going to be around forever” (an agent of sorts). I have been in situations where we couldn’t find any of the people that were signatories on an account (due to changeover, moves, etc.). It was difficult to remedy.

If you want the added benefit of being able to include a copy of your IRS exemption letter to further prove your exempt status, don’t change banks now, and follow the procedure outlined at Leadership as soon as possible to obtain that letter.

**How Do I File for Exempt Status?** The filing for exempt status does not require incorporation. However, you should research with the Secretary of State’s office in your state (a listing of SOS websites is included as Appendix 1.B) to determine what your state requirements are.

Included in this packet is a Form 1024, Application for Recognition of Exemption Under Section 501(a) filing, filled out for the Orange County Chapter. There are five parts:

1. Form 1024, Application for Recognition of Exemption Under Section 501(a)
2. Supporting Schedule
3. Letter declaration of formation (support of question #5)
4. Form 8718, User Fee for Exempt Organization, Determination Letter Request
5. Form 2848, Power of Attorney, if you wish to designate one person (other than an officer) with authority for contacting the IRS

**Form 1024**

1. Part I, #5 Date of your original By-Laws if not incorporated
2. Part I, #8 If the organization is an unincorporated association (i.e., it has no articles of incorporation) which the majority of the chapters are, the IRS requires a declaration that the organization was formed by an organizing document, the Chapter By-Laws for most chapters, that was adopted by more than two persons. Included is a real simple declaration, the instructions don’t seem to require more.
3. Part II. #1 The Form 1024 may include activities that you may not have had in the past, but may have in the future, e.g., Canstruction. It is important that the Exempt purpose of the organization include everything and anything you might want to do because, if not, in the future such revenue/expenses could be considered non-related business income if it doesn’t form part of the original exempt purpose.
   - The verbiage here comes from the original SDA national filing for exempt status.
   - Add to or delete from as the chapter sees fit.
   - Statement of Revenue and Expenses: Fill this out for the current year, i.e. if you fill it out on 30 April, then From: 1 January To: 30 April, and 3 prior tax years. Your tax year is a calendar tax year.
   - Balance Sheet: At 30 April (as above example) or date on which you are submitting.

Schedules A to J. Do not fill out. They do not pertain to 501 (c) (6) organizations.

**Supporting Schedule:**

- Head up the supporting schedule with the name of the chapter and the FEIN on each page.
- Add any information you could not fit in the form. Set up each addition with Schedule Number
- Part, Paragraph, and Title of paragraph you are adding to.
Letter declaration of formation (support of question #5) Create on the Chapter Letterhead with your officers’ names. They should match names on the Form 1024.

Form 8718, User Fee for Exempt Organization, Determination Letter Request

1. The Form 8718 is filled out with the assumption that the chapter has had an average revenue over the past 4 years of more than $10,000. If chapter has had less, change the form checking box a. If you only went over one year, file the lesser amount.

2. > $10,000 $500 filing fee
3. < $10,000 $150 filing fee

Form 2848, Power of Attorney, if you wish to designate one person (other than an officer) with authority for contacting the IRS. I would recommend that you designate someone who has/will be around forever with minimal address changes as a Power of Attorney. That way any communication will go to the chapter and the person holding the Power of Attorney. This way you have a failsafe if a person or address changes.

Look at the instructions for where to file your Form 1024, it depends on State.
EXHIBIT 22
Frequently Asked Questions (FAQs)
Annual Meeting. When does the SDA Board of Directors Meet?

SDA’s Board of Directors meeting annually during SDA’s National Convention, typically May or June of each year.

Awards Program. Does SDA have an awards program?

Yes. SDA offers awards annually in conjunction with its National Convention. Two awards programs are in place including the Chapter Excellence Award and STAR awards. In addition, one member is recognized for Lifetime Achievement. http://www.sdanational.org/page/LP2Awards

Certification Program. What is “CDFA”?

CDFA (Certified Design Firm Administrator) is the designation afforded those members obtaining their certification as a design administrator. SDA’s certification program serves as a tangible measure of competence and as a testimony to others of the member’s commitment to the design profession.

canstruction®. What’s all the talk about building structures with cans?

canstruction® is SDA’s National Community Service Project, whose mission is “To CANstruct a World Without Hunger.” It functions as an annual design/build competition sponsored by local chapters of SDA, often in association with AIA and engineering societies. Architects, engineers, administrators and others in the A/E/C industry across the country compete by designing and building structures built entirely out of canned foods. At the close of the competitions all of the food used in the structures is donated to local food banks. The winners from the local competitions go on to compete nationally. The national jurying is held in conjunction with the SDA EDSymposium each year.

Erma Bolick. Who is Erma Bolick?

Erma Bolick was the first national President of SDA. In her honor, SDA created the Erma Bolick Professional Development Grant which is now known as the Past Presidents Council Professional Development Grant. The grant provides financial assistance to qualifying members for the express purpose of participating in educational programs at the National Convention.

ExCom. What is the difference between SDA’s Executive Committee and SDA’s Board of Directors?

SDA’s Executive Committee (ExCom) is comprised of officers at the national level (president, president-elect, vice president, secretary, treasurer and immediate past president/director). SDA’s Board of Directors includes those national officers, and chapter presidents, and past national presidents in good standing.

Career Bank. Does SDA have connections to job openings in the industry?

The national SDA website has job listings from member and non-member firms. In addition, local chapters often have their own job listings.
Membership Categories. What are SDA’s membership categories?

SDA has five membership categories: Professional, Associate, Emeritus, Student, and Honorary. (See Bylaws.) [http://www.sdanational.org/default.asp?page=Governance](http://www.sdanational.org/default.asp?page=Governance)

Scholarships. Is it possible to get assistance to attend SDA’s national convention?

Yes. The Past Presidents Council Professional Development Grant offers financial assistance to attend the national convention. Many chapters also grant scholarships based on an essay submission.

Website. Where do I find SDA’s website?

Check out the national organization at [www.sdanational.org](http://www.sdanational.org). Once there, you can also find any of the local chapter’s websites.
APPENDIX 23
SDA Value Statement
Savings for the Firm
Value...so much greater than cost. Instant research at your fingertips. The PEG pages and SDA Forum save you time and money. Networking - if you use it well, you can make connections that can save you money, maybe even land your firm a project. Evaluate your firm’s procedures with the ability to implement those changes – all without the cost of a consultant. Hire new employees through the Career Center. Recruit new consultants through referrals. And much, much more! Now that is a return on an investment!

Resources
The Society for Design Administration (SDA) recognizes five core areas, called Professional Emphasis Groups (PEGs), as vital to better practice management in A/E/C firms. By centering its educational services on these areas, SDA’s education program provides members with both the breadth and depth necessary to excel in the design industry. The PEGs are the foundation for continuing education seminars, on-line resources, and networking opportunities.

- **Finance**
  This PEG keeps members current on design industry topics related to financial management and planning. Examples of topics include specialized A/E/C accounting software, bookkeeping and accounting procedures, liability insurance, contracts, payroll, and accounts receivable and payable.

- **Human Resources**
  The HR PEG provides administrative professionals with the tools to balance a host of HR topics, including federal and regional regulations, employee benefits, staffing, and other personnel issues.

- **Marketing**
  This PEG strives to educate administrators in business development, proposal requirements and generation, and methods for conducting market research. The Marketing PEG enhances the marketer’s personal skill set in networking techniques, fostering client relations, and developing and monitoring contact management processes.

- **Office Administration**
  The OA PEG provides networking and support for members who handle all aspects of office administration and information technology including electronic data, computer hardware and software and telephones.

- **Project Management**
  The PM PEG provides members with the tools to tackle the diverse aspects of project management. The PM PEG promotes awareness of the many software programs available to manage projects and specifications, as well as provides information on forms and shortcuts to help manage the day-to-day business of the project.

Members-Only Discussion Forum
The SDA Forum is an online discussion method that encompasses the SDA membership. Members are instantly networked with other experienced individuals with years of practice in finance, human resources, marketing, office administration and project administration/management. Identify a pressing issue, distribute through the SDA Discussion Forum, and receive recommendations, alternatives, and solutions within minutes.

SDA eWire Blog
A timely, electronic publication that is an exclusive member benefit. When industry news is released, SDA brings eWire right to your e-mail, making you one of the first to know, and giving you a competitive edge.
SDA EDucation Symposium and Annual Meeting
SDA’s EDSymposium offers opportunities to gain valuable education while earning continuing education credits. Topics and speakers provide information and insight into current trends, procedures, and changes facing administrators in the performance of their duties.

Annual Leadership Conference
The Annual Leadership Conference offers chapter leaders a venue in which to focus on sharpening their skills necessary for leading an effective chapter. The conference allows chapter leaders and members to network and share ideas for educational programs, fundraising, and chapter growth.

Networking Opportunities
The key to any association is the people who comprise it. SDA members develop lasting friendships and business relationships via local chapter meetings and events, affiliate organization meetings, community service events, regional conferences and national conventions.

National Career Center
SDA understands how difficult it can be to not only search for staff, but also obtain the right personnel. SDA’s web site (www.sdanational.org) offers 30- and 60-day position postings. It’s become a popular tool to utilize in the A/E/C employment search.

Members-Only Discount Programs
Kaplan, SpecText/MasterSpec, SnackNation, aeCredentialing.com—just to name a few! SDA Store is an electronic store in which to purchase items relevant to the design profession as well as educational recordings for review and learning. As an SDA member, you automatically receive discounts on items provided by SDA Marketplace merchants when you login with your member credentials. Check out what the store has to offer and take advantage of this opportunity! Chapters can also purchase certificate folders, gold foil seals, notecards and other items for use with chapter programming and recognition.

Canstruction
A national charity for the design and construction industries developed and trademarked by SDA. This event combines the fun of a design/build competition with an ingenious way to help feed the hungry. Nationally prominent architectural, engineering, and construction firms design phenomenal structures built entirely out of canned and boxed foods. Food products used to complete the structures are donated to local food banks, shelters and soup kitchens in the host cities.

Industry Demographics
Profile information provided by members creates a network of relevant information such as years in profession, corporate structure, and financial software used, etc. This is the first step to effective networking.

The Handbook of Forms
The Handbook of Forms and Letters is an easy-to-use and efficient resource of forms and documents for everyone in the A/E/C industry. SDA, in conjunction with AIA and its documents program, present a full repertoire of procedural forms, documents, checklists and spreadsheets used every day by design professionals in the areas of Administration and Project Management. Each section of templates is available for download from the SDA Store.

SDA SocialLink
SDA members have access to a number of discussion forums in which to share issues that relate to the day-to-day operations within a firm. This provides a unique venue in which to share resources, information, ideas, etc.

SDA Headquarters
8190-A Beechmont Avenue, #276
Cincinnati, OH 45255
Email: admin@sdanational.org
Website: www.sdanational.org
Exhibit 24
SDA Code of Ethics
Code of Ethics and Professionalism

The Society for Design Administration’s (SDA) members and officers, who represent the SDA and design administrators to others both within and outside the design industry, are dedicated to the highest standards of professionalism and integrity. The following Code of Ethics and Professionalism is established as a guideline for members within their firms and within the SDA.

**Professional Responsibility:** We are responsible for engaging in activities that enhance the competence and value of design administration professionals and for adding value to the organizations we serve. We endeavor to build respect and strategic importance for the design administration profession; to inform and educate our firms’ administrators and managers; and to assist our firms in achieving their objectives and goals through the implementation and management of effective business practices. We strive to adhere to the highest standards of professional conduct; to enhance knowledge and skills that support best design administration and management practices; to protect the proprietary interests of our firms; to respect the rights and acknowledge the aspirations and contributions of colleagues; and to accept responsibility for all our decisions and actions.

**Professional Development:** We recognize the importance of continuing education and professional expertise to meet the highest professional standards of competence. We endeavor to further our understanding of how our firms function and to pursue continuing education and encourage the same for our colleagues. We further seek to continue professional development throughout our careers. We are committed to continuous learning, skills development, and the application of new knowledge in design firm administration and management; to contributing to the body of knowledge through discussion, publication, and speaking; to assisting colleagues and SDA members in their professional development; and to pursuing professional certification as a measure of competency and knowledge.

**Ethical Leadership:** Our leadership, by virtue of their role as representatives of SDA to others within and outside the A/E Industry, shall model the highest standards of ethical conduct. Ethical leadership shall apply to every professional undertaking, and it shall govern our decisions as well as our actions. Our leadership shall seek guidance when in doubt regarding the ethical propriety of any situation and shall consider the mentoring of ethical leaders as a vital part of its leadership role.

**Conflicts of Interest:** The personal interest of members shall not interfere with the performance of duties to their organizations or to the SDA and shall not result in personal, financial, professional, or political gain at the expense of our organizations, the Society, its members, or its supporters. We shall avoid activities that are, or may appear to be, in conflict with any provisions of this Code of Ethics and Professionalism document. If at any time an SDA member believes they may be unable to maintain professional objectivity on any issue, the member shall abstain from any position on the subject. Full disclosure of any conflict of interest shall be made in writing to National Headquarters with written action or acknowledgement within 30-days.
Use of Information: As design firm administrators, we can significantly influence the image and success of our firms by contributing to the free exchange of information and ideas. We are, therefore, committed to building and sustaining trust among members by maximizing the open exchange of information and to protecting rights to privacy and confidential information shared, sought, or received. Members shall treat as confidential any information to which they are given access by virtue of their position or membership in SDA or by their presence at any functions where they are representing their firm or SDA. Members shall acquire and disseminate information only to the extent, and by means, which are both ethical and responsible. Members shall protect their individual firms’ proprietary interests, safeguard restricted or confidential information, and take appropriate steps to ensure the accuracy of all disseminated information.
# BYLAWS OF
# SOCIETY FOR DESIGN ADMINISTRATION

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II. ARTICLE I. NAME

Section 1.1 – Name
THE NAME OF THIS ORGANIZATION SHALL BE SOCIETY FOR DESIGN ADMINISTRATION, HEREINAFTER REFERRED TO IN THESE BYLAWS AS THE CORPORATION, NATIONAL, OR SDA.

III. ARTICLE II. PURPOSE

Section 2.1 – Purpose
THE PURPOSE OF THE SOCIETY FOR DESIGN ADMINISTRATION (SDA) IS TO PROMOTE THE PROFESSIONAL AND EDUCATIONAL ADVANCEMENT OF PERSONS ENGAGED IN PROFESSIONAL ADMINISTRATIVE SERVICES TO DESIGN FIRMS AND RELATED DISCIPLINES.

IV. V. ARTICLE III. OFFICES

Section 3.1 – Business Office
The Corporation's principal office shall be physically located at the discretion of the Executive Committee. Nevertheless, the Corporation's most current Annual Report, filed with the State of Washington Secretary of State, shall identify the location of the principal office. The Executive Director of the Corporation shall maintain a copy of the records required by Section 3.1 of Article III and Section 4.1 of Article IV at the principal office. The date of incorporation is April 15, 1975.

Section 3.2 – Registered Office
The Corporation's registered office shall be located within the State of Washington at the address of the Corporation's registered agent. The location of the registered office may be, but need not be, identical with that of the principal office if the latter is located within the State of Washington. The Executive Committee may change the registered agent and the address of the registered office from time-to-time, upon filing the appropriate statement with the Secretary of State.

Section 3.3 – Organization
3.3.1 Federal Identification Number of the Corporation is 23-7070549. Federal Tax Exempt Status as a 501(c)6 organization was granted as of December 28, 1976, Seattle, Washington 98112.

3.3.2 Fiscal Year of SDA: Shall be January 1 through December 31.

3.3.3 SDA is self-governing, non-profit corporation, non-partisan, non-sectarian and non-discriminatory. SDA shall function throughout the United States of America and/or its possessions and territories, and other countries as deemed appropriate, through its component
Chapter organizations or through International Affiliates. Subsidiary regional and/or state organizations may be formed by SDA as intermediate functioning agencies.

ARTICLE IV. RECORDS

Section 4.1 – Corporate Records

4.1.1 Minutes and Accounting Records. The Corporation shall keep a permanent record of the minutes of all meetings of its Board of Directors, and a record of all actions taken by the Executive Committee acting in place of the Board and on behalf of the Corporation. The Corporation shall maintain appropriate accounting records. A copy of the Annual Meeting Minutes shall be distributed to all National Officers and the Board of Directors within ninety (90) days from Meeting. The National Budget shall be distributed to all National Officers and the Board of Directors within thirty (30) days of the beginning of the fiscal year.

4.1.2 Form. The Corporation shall maintain its records in written and/or electronic format.

4.1.3 Other Records. The Corporation shall keep a copy of the following records at its principal office or at a location from which the records may be recovered within two (2) business days:

(1) Articles of Incorporation or restated Articles of Incorporation and all amendments to them currently in effect;

(2) its Bylaws or restated Bylaws and all amendments to them currently in effect;

(3) Resolutions adopted by its Board of Directors;

(4) the financial statements for the past three years as approved by the Board of Directors;

(5) a list of the names and business addresses of its current Directors and Officers; and,

(6) its most recent annual report delivered to the Secretary of State of the state wherein the organization is registered.

ARTICLE V. MEMBERS

Section 5.1 – Membership

Membership of SDA shall be accorded only to such persons who fulfill the requirements and qualifications set forth in these Bylaws and the adopted standards of the Corporation.

5.1.1 Classifications: National membership classifications are as follows:

(1) Professional: An individual who is currently employed as an administrative professional in the A/E/C industry including related educational institutions and industry associations, or who has been classified as a Professional member during the prior dues year. Membership belongs to the individual member and may only be transferred at termination of employment and at the member's discretion.

(2) Associate: Those persons whose products or services support the design profession. They shall pay Chapter and National dues.

(3) Emeritus: Those members in good standing at time of retirement from professional life in the design profession for a minimum of twelve (12) years and SDA for a minimum of ten (10) years. Retirees shall be assessed National dues. Local dues may be assessed as designated by the individual chapter. They shall have all the rights and privileges of membership afforded them prior to retirement, except the right to hold the office of National President-Elect or President. If an Emeritus member is certified (SDA/C or CDFA) at the time of retirement, she/he shall maintain that status without the need to renew certification.

(4) Member-at-Large: Member-at-Large is an individual member of SDA when there is no existing chapter in the same area. A Member-at-Large shall pay National dues.
(5) **Student**: Those persons who are currently enrolled as full-time students in an accredited program leading to a certificate or degree in architecture, engineering, interior design, or related design profession, or with a professed interest in applying their studies to the professional administration of such businesses. They shall pay Chapter and National dues. They shall have the right to attend all meetings of SDA, to speak and take part in the discussions thereat, and to serve as committee members. They shall not have the right to vote, to serve as a committee chair, or to hold Chapter or National office.

(6) **Honorary**: Those persons of esteemed character who are not otherwise eligible for membership but who have rendered distinguished service to SDA or the design profession. Nominations for honorary membership may be proposed by any Chapter or by three (3) or more individual members, in writing, addressed to the President, accompanied by a detailed statement of nominee's qualifications for the honor. They shall be elected by a two-thirds (2/3rds) vote of the Board.

Honorary members shall be privileged to attend all meetings of SDA, to speak and take part in discussions, but they shall not have the right to vote nor to hold office. Honorary members of a Chapter do not automatically become Honorary members of National. They may be nominated as outlined above.

(7) **Chapters**: at their discretion, may offer other membership options at reduced or regular Chapter dues, such as:

For those Professional and Associate members who reside or work too great a distance from a chapter to be able to attend meetings and participate in other chapter activities on a regular basis, a lower amount of Chapter dues may be assessed; however, they will pay the full amount of National dues under the National classification system.

**ARTICLE VI. CHAPTERS**

**Section 6.1 – Establishment and Accords**
SDA shall have Chapters, which may be designated by city, state, or region. Chapters shall be required to adopt and maintain Bylaws that are in compliance with National Bylaws and are submitted electronically for approval by the Bylaws Committee of the Corporation.

Chapters shall follow the affiliation procedures adopted by the Board of Directors. The Chapter will adopt the name SDA along with the Chapter’s name.

**Section 6.2 – Governance**
The members of each Chapter shall elect the governing Board and Officers of such Chapter. Each Chapter is subject to the authority of the National Bylaws, Standards and Code of Ethics, the Chapter Affiliation Agreement, the Board of Directors, and ExCom.

**Section 6.2.1 Voting Privileges**: Chapters must be in good standing per Article 6.5.1 in order to maintain voting privileges.

**Section 6.3 – Chapter Membership**
Every Chapter member shall be a member in good standing of the National SDA.

**Section 6.4 – New Chapters**
6.4.1 **Application for Admission**: A proposed new Chapter shall be sponsored by a Chapter of SDA or National Officer. Application shall be made in accordance with written procedures.

6.4.2 **Chartered**: A proposed new Chapter shall not use the National name or otherwise imply membership in National until it has been chartered.
6.4.3 Acceptance: Acceptance or rejection of a proposed new Chapter shall be by a majority vote of ExCom and it shall advise the applicant of its findings within thirty (30) days of the date application is made.

Section 6.5 – Existing Chapters
6.5.1 Established: Once established, in accordance with Section 6.4.1, a National Chapter shall remain in good standing so long as it abides by the rules established in these Bylaws and maintains a current Chapter Bylaws and Standing Rules document that is in conformance with the National Bylaws and Standing Rules and an annually executed Chapter Affiliation Agreement.

Section 6.6 – Ethics and Standards of Conduct
6.6.1 Standards of Conduct: Each member of the Society for Design Administration agrees to abide by the Society's Articles of Incorporation, Bylaws, and Standing Rules and to exhibit and uphold ethical and professional standards of conduct as stated in the Code of Ethics.

6.6.2 Violations:
   (1) A member believed to be in violation of the ethics and standards of this organization shall be investigated by the member's Chapter Board of Directors in accordance with Robert's Rules of Order Newly Revised. The decisions of the Chapter Board in accordance therewith shall prevail. Only if the Chapter Board fails to reach agreement shall they solicit assistance from or intervention by the National Executive Committee.

   (2) A member-at-large believed to be in violation of the ethics and standards of this organization shall be investigated by the National Executive Committee in accordance with Robert's Rules of Order Newly Revised. The decisions of the Executive Committee in accordance therewith shall prevail.

   (3) Any Chapter believed to be in violation of the ethics and standards of this organization may be investigated by the National Executive Committee in accordance with Robert's Rules of Order Newly Revised. The decisions of the National Executive Committee in accordance therewith shall prevail.

ARTICLE VII. DUES AND FEES

Section 7.1 – Annual Dues and Fees
7.1.1 Amount: Each member shall be obligated to pay annual dues in an amount as determined by the Board of Directors. Dues are non-refundable. Any member who fails to pay the applicable dues by the date the membership expires shall be terminated from membership and may not vote.

7.1.2 Renewing Members: National Headquarters shall provide an itemized breakdown of members in good standing, their classification of membership, and current mailing address to the Chapter Treasurer.

ARTICLE VIII. OFFICERS

Section 8.1 – President
The President shall be the principal executive officer of the Corporation. The President shall be subject to the control of the Board of Directors and ExCom, and shall in general oversee, in good faith, the affairs of the Corporation. The President shall, when present, preside at all meetings of the members and of the Board of Directors and ExCom, and shall be the principal spokesperson for the Corporation. The President may sign, with the Secretary or any other proper officer of the Corporation those documents that the Board has authorized, (Corporation deeds, mortgages, bonds, contracts, or other Board-authorized instruments). At the end of his/her one-year term, the President shall automatically remain on the Board of Directors and ExCom for a one-year term as Immediate Past President/Director.
Section 8.2 – President-Elect
The President-Elect shall perform the President’s duties if the President is absent, dies, is unable, or refuses to act. If the President-Elect acts in the absence of the President, the President-Elect shall have all Presidential powers and be subject to all the restrictions upon the President. The President-Elect shall perform any other duties that the President or Board may assign to the President-Elect. The President-Elect shall succeed to the office of President upon the expiration of the term of office of the President.

Section 8.3 – Vice-President
The Vice-President shall perform the President’s and/or President-Elect’s duties if the President and President-Elect are absent, die, are unable or refuse to act. If the Vice-President acts in the absence of the President, the Vice-President shall have all Presidential powers and be subject to all the restrictions upon the President. The Vice-President shall perform any other duties that the President, President-Elect, or Board may assign to the Vice-President.

Section 8.4 – Secretary
The Secretary shall: (1) create and maintain the minutes of the proceedings of the Executive Committee and Board of Directors; (2) provide that all notices are served in accordance with these Bylaws or as required by law; (3) when requested or required, authenticate records of the Corporation; (4) create and maintain current register of the mailing address of each Officer; and (5) in general perform all duties incident to the office of Secretary, and any other duties that the President or the Board may assign to the Secretary.

Section 8.5 – Treasurer
The Treasurer shall: (1) oversee and be responsible for all funds and securities of the Corporation; (2) chair the Finance Committee; (3) oversee the receiving and giving of receipts for monies due and payable to the Corporation from any source, and oversee the deposit of all monies in the Corporation's name in banks, trust companies, or other depositories that the Board shall select; (4) submit the books and records to a Certified Public Accountant or other accountant for annual audit or review; and (5) in general perform all of the duties incident to the office of Treasurer and any other duties that the President or Board may assign to the Treasurer.

Section 8.6 – Immediate Past-President/Director
The Immediate Past-President/Director shall: (1) act in an advisory capacity to the President; (2) chair the Resolutions Committee; (3) serve as liaison between ExCom and Past Presidents’ Council, and (4) perform such other duties as the President or Board may designate.

ARTICLE IX. MEETINGS

Section 9.1 – Meetings of the Board of Directors
9.1.1 Annual Meeting: The Board of Directors shall hold an annual meeting, herein referred to as “Annual Meeting,” generally incorporated within the National Convention. This meeting shall be designated as the Board’s annual business meeting. The Board of Directors may provide, by resolution, the date, time and place of the Annual Meeting. Regular Board of Directors and ExCom meetings may be held by conference telephone, if convened in accordance with Section 9.3.

9.1.2 Postponement: In event of an emergency, ExCom may by a two-thirds (2/3) vote, postpone the Annual Meeting. All members shall be notified of the postponement in a manner determined by ExCom to be fair and reasonable under the circumstances.

9.1.3 Agenda: The Meeting Agenda for the Annual Meeting shall be submitted to each Chapter thirty (30) days prior to the Annual Meeting.


9.1.4 Delegates: Delegates to the Annual Meeting shall be the members of the Board as described in Article X, Sections 10.2.2 and 10.2.3. Chapter Presidents, as members of the Board, may designate an alternate from the same Chapter. Chapters in good standing shall submit their voting credentials to National Headquarters on the appropriate form as provided to them prior to the Annual Meeting. The form shall be submitted in accordance with directions provided by National Headquarters. Each Delegate shall have one (1) vote on all business transacted at the Annual Meeting. The National President or equivalent of each International Affiliate of SDA shall have one (1) voting seat on the Board of Directors. They shall have the privilege of the right to make comments and recommendations on the business of the Corporation. Non-delegates may attend any meeting of the assembly, but may speak only by recognition of the Presiding Officer.

9.1.6 Election: The voting strength of each Annual Meeting shall be the Delegates present. Each shall be entitled to one (1) vote. Voting shall be by ballot, but in the event of only one candidate for an office, the Secretary will be instructed to cast a unanimous vote for that candidate. Officers shall be elected by a majority vote at the Annual Meeting.

Section 9.2 – Special Meetings of the Board of Directors and/or ExCom

9.2.1 Special Meetings: The National President or two-thirds (2/3) of the Board of Directors then in office may call and give notice of special meetings of the Board of Directors or ExCom. Those authorized to call special meetings may fix any place as the special meeting place. Full disclosure of said meeting shall be sent to the full membership of SDA. Special Board of Directors or ExCom meetings may be held by telephone conference or other electronic means, if convened in accordance with Section 9.3.. The voting strength shall be the Delegates present. Each shall be entitled to one (1) vote.

Section 9.3 – Board of Directors and/or ExCom Meetings by Telephone Conference and/or Electronic Equipment

The Board of Directors, ExCom or any designated committee of the Corporation may participate in a meeting by means of a telephone conference or similar communications equipment (computer email, fax, video conference, etc.), provided all persons entitled to participate in the meeting received proper notice of the meeting in accordance with Section 9.4, and provided all persons participating in the meeting can hear each other at the same time or can verify electronic voting. An Officer participating in a conference meeting via telephone and/or electronic equipment is deemed present in person at the meeting. The chairperson of the meeting may establish reasonable rules as to conducting the meeting by phone and/or electronic equipment. The chairperson of the meeting shall appoint a person to take minutes and attendance of the meeting before any issues at hand are dealt with.
Section 9.4 – Notice of and Waiver of Notice for Special Meetings

9.4.1 Notice: The Corporation’s Executive Director shall give written notice or send an electronic transmission of any special meeting at least fifteen (15) business days before the meeting. The notice shall include the meeting place, day and hour, and type of meeting to take place, and the Executive Director shall receive written confirmation of receipt of meeting notice. If the meeting is to be held by telephone conference (regardless of whether it is regular or special), the Executive Director shall provide instructions for participating in the telephone meeting.

9.4.2 Effective Date: If mailed, notice of any meeting shall be deemed to be effective at the earlier of:

(1) five (5) days after deposited in the United States mail, addressed to the Officer's business office with postage prepaid; or

(2) the date shown on the return receipt (if sent by registered or certified mail, return receipt requested, and the receipt is signed by or on behalf of the Officer); or

(3) the date when received.

9.4.3 Waiver of Notice: Any Officer may waive notice of any meeting. The waiver shall be in writing, signed by the Officer entitled to the notice, and filed with the minutes or corporate records. An Officer’s attendance at a meeting waives the Officer’s right to object to lack of notice or defective notice of the meeting. This shall be true unless the Officer, at the beginning of the meeting (or promptly upon arrival), objects to holding the meeting or transacting business at the meeting, and does not vote for or agree to take action at the meeting. Either the Executive Director or Officer needs to specify in the notice or waiver of notice the business to be transacted at, or the purpose of, any special meeting.

Section 9.5 – Quorum

9.5.1 Voting Strength: A majority of the voting strength shall constitute a quorum for ExCom and Board of Directors.

9.5.2 Quorum Determination: Determination of quorum shall be in writing or verbal at the time the vote is taken.

Section 9.6 – Manner of Acting

9.6.1 Required Number to Constitute Act: The act of a majority of the Officers present at a meeting at which a quorum is present shall be the act of the Board of Directors. If no quorum is present at a meeting of Officers, the Officers may not take action on any Board matter other than to adjourn the meeting to a later date.

9.6.2 Officer Approval: The Corporation shall deem an Officer to have approved of an action taken if the Officer is present at a meeting of the Board unless:

(1) the Officer objects at the beginning of the meeting (or promptly upon arrival) to holding it or transacting business at the meeting; or

(2) the Officer's dissent or abstention from the action taken is entered in the minutes of the meeting; or

(3) the Officer delivers written notice of dissent or abstention to the presiding Officer of the meeting before its adjournment or to the Corporation immediately after adjournment of the meeting. The right of dissent or abstention is not available to an Officer who votes in favor of the action taken.

Section 9.7 – Officer Action Without a Meeting

The Officers may act on any matter generally required or permitted to be resolved by ExCom without actually meeting if all the Officers take the action, each one signs a written consent
describing the action taken, and the Officers file all the consents with the records of the Corporation. Action taken by consent is effective when the last Officer signs the consent, unless the consent specifies a different effective date. A signed consent has the effect of a meeting vote and may be referred to as a meeting vote in any document.

ARTICLE X. EXECUTIVE COMMITTEE AND DIRECTORS

Section 10.1 – Executive Committee
10.1.1 The Officers of SDA National: The Executive Committee (ExCom or Officers) shall be comprised of a President, a President-Elect, a Vice President, a Secretary, a Treasurer, and Immediate Past-President/Director, except in a year when the position is unfilled.

10.1.2 Executive Director: ExCom may retain an Executive Director of the Corporation, and shall fix the terms and conditions of the Executive Director’s contract. The Executive Director shall be a member ex-officio of ExCom without the right to vote, but with the privileges of comment and recommendations on the business of ExCom.

Section 10.2 – Number, Tenure, and Qualifications of Officers
10.2.1 Officers: Each Officer shall have one (1) vote on any matter that comes before the Board. Officers shall serve one-(1) year terms, and shall be elected at the Annual Meeting of the Board of Directors. Each Officer shall hold office for a specified term of one (1) year, or until removed in accordance with Section 10.3. In the year following his/her term as President-Elect, the President-Elect shall succeed to the office of President for a one- (1) year term.

10.2.2 Board of Directors: Shall be comprised of all National Officers, all Past National Presidents who are members in good standing, all Chapter Presidents of Chapters in good standing, and the National President or equivalent of each International Affiliate of SDA.

10.2.3 International Affiliate(s) of SDA: Shall be comprised and structured similar to the National SDA Corporation. The National President or equivalent of each International Affiliate of SDA shall be a member of the Board of Directors.

10.2.4 Tenure: Officers shall take office at the conclusion of each Annual Meeting and serve through the following Annual Meeting or until successors have been elected. Once elected, such Officer may remain in office for that period regardless of whether the Officer’s employment status changes. The President, President-Elect and Immediate Past-President/Director shall not serve more than one (1) consecutive term of one (1) year in the same office except in years when both a President and President-Elect are elected at the Annual Meeting; the President may be elected to a second consecutive year. The other Officers shall be eligible to serve two (2) consecutive terms if nominated and elected. No Officer shall serve more than seven (7) consecutive years on ExCom. Past President may not run for National Office within three (3) years of serving a term as National President.

10.2.5 Eligibility: All candidates for National Office shall be a member in good standing for at least three (3) years, have served on a National SDA committee for at least one (1) year, have served on the Board of a professional or business organization for at least one (1) year, (qualifications for the office for which they are nominated to be validated by the Nominating Committee, and have attended at least one (1) SDA Annual Meeting and attended at least one (1) SDA Annual Convention prior to the annual meeting at which they are nominated. All candidates shall be in attendance at the Annual Meeting/Annual Convention at which they are proposed for election to office. Candidate for President-Elect shall have served on National ExCom for one (1) term or be currently serving on National ExCom.
10.2.6 Vacancies: If a vacancy occurs in the Office of President, the President-Elect shall serve as President for the unexpired term. If a vacancy occurs in the Office of President-Elect, it shall not be filled until the next Annual Meeting, at which time a President and President-Elect shall be elected. In the event vacancies exist in both Offices of President and President-Elect, the Board of Directors shall vote for a President from among the remaining Officers to fill the remaining term. If a vacancy exists in any of the other elective positions, it may be filled by appointment by the President and ratified by a majority vote of ExCom. Assuming any Office and completing the unexpired term for a period of less than six (6) months shall not affect eligibility to run for that Office in the succeeding year.

Section 10.3 – Removal of Officers
An Officer may be removed, with or without cause, if a majority of the Board of Directors present at a duly constituted meeting votes for the removal. Notice shall be sent to all Board of Directors giving more than two (2) weeks’ notice of the meeting and that the purpose of the meeting is for removal of that Officer. Removal is effective only if it occurs at a meeting called for that purpose.

Section 10.4 – Ex-officio Members of the Board

10.4.1 The Executive Director(s): Shall serve as a non-voting, ex-officio member of the Board.

10.4.2 Registered Agent in the State of Washington: Inasmuch as the State of Washington requires a non-profit incorporated organization name a Registered Agent for the State of Washington, the “Registered Agent” shall be a member ex-officio of ExCom without the right to vote.

Section 10.5 – Compensation, Loans to, or Guarantees for Officers

10.5.1 Officer Compensation: The Officers shall not be paid compensation, salary, or fee of any kind for their contribution to SDA or for attendance at any meetings. An Officer may not serve the Corporation as an employee or receive compensation.

10.5.2 Loans to or Guarantees for Officers: The Corporation may not lend money to or guarantee the obligation of an Officer or employee of the Corporation.

ARTICLE XI. COMMITTEES

Section 11.1 – Committees

11.1.1 Creation of Committees: The National President, with the approval of ExCom, shall appoint the Chair of each committee with the exception of the Nominating, Finance, Certification Committees and the Past Presidents’ Council. An ExCom liaison to these committees shall be assigned. Each Committee Chair shall report to the designated ExCom liaison.

11.1.2 Standing and Special Committees:

(1) Annual Convention Committee: Shall consist of a Convention Chair, Executive Director, and at least four (4) other members.

A. Annual Meeting Subcommittees: Shall include governance subcommittees, which includes at least:

i Minutes Approval Subcommittee: Shall consist of a chair appointed prior to the Annual Meeting and two (2) other members.

ii Tellers Subcommittee: Shall consist of a chair appointed prior to the Annual Meeting and two (2) other members.

iii Resolutions Subcommittee: Shall consist of the Immediate Past-President/Director as Chair by virtue of office and at least one (1) other member.

(2) Awards Committee: Shall consist of Awards Chair and at least one (1) other member.
(3) **Bylaws Committee**: Shall consist of Bylaws Chair and other members as determined by the Committee Chair and ExCom.

(4) **Certification Committee**: The Chair of the committee shall be appointed from within the committee or by ExCom, and shall consist of the Chair and other members as determined by the Committee Chair and ExCom.

(5) **Education Services Committee (ESC)**: Shall consist of ESC Chair and other members as determined by the Committee Chair and ExCom.

(6) **Finance**: The Chair of this committee shall be the National Treasurer by virtue of the office they hold, Immediate Past President/Director and at least one (1) other member.

(7) **Membership Committee**: Shall consist of Membership Chair and other members as determined by the Committee Chair and ExCom.

(8) **Nominating**: The Chair shall be named by and selected from within the Past Presidents’ Council and four other members. The Executive Director(s) and the President-Elect shall serve as non-voting, ex-officio members of the committee.

(9) **Past Presidents’ Council**: The Chair of the committee shall be appointed from within the committee by a committee consensus. This committee shall consist of all National Past Presidents who remain a member of SDA in accordance with Article VIII, and the Immediate Past President/Director who will act as an ExCom liaison.

(10) **Publications Committee**: Shall consist of a Publications Chair, Executive Director and other members as determined by the Committee Chair and ExCom.

(11) **Public Relations Committee**: Shall consist of a Public Relations Chair, Executive Director, and other members as determined by the Committee Chair and ExCom.

(12) **Other Committees**: The National President shall appoint Standing or Special Committees as ExCom shall from time-to-time deem necessary and approved by all members of ExCom, to carry on the work of SDA.

11.1.3 **Selection of Members**: Chairs shall appoint members to their committees and shall report respective members’ names to the President within thirty (30) days following the Annual Convention.

11.1.4 **Required Procedures**: Sections 9.1, through to Section 9.7 of Article IX, which govern meetings, notice and waiver of notice, quorum and voting requirements, conduct of the Board of Directors, and action without meetings apply to committees and their members. In addition, the committees shall keep regular minutes of their proceedings, report monthly to ExCom and annually to the Board of Directors. The committees are subject to all the procedural rules governing the operation of the Board itself.

11.1.5 **Authority**: Each committee may exercise only the authority as directed by the Board of Directors. A committee may not:

1. approve the dissolution, merger, sale, pledge, or transfer of all or substantially all of the Corporation's assets
2. elect, appoint, or remove Officers or fill vacancies on the Board of Directors
3. adopt, amend, or repeal the Articles of Incorporation or Bylaws.

**ARTICLE XII. DISSOLUTION, DISCONTINUANCE (SUSPENSION)**

**Section 12.1 – Notification of Secretary of State**
The Secretary of the Corporation shall notify the Secretary of the State of Washington when dissolution, indemnification, merger, removal of Directors, or the sale of assets (as defined in the State of Washington Nonprofit Corporation Act RCW 24.03.245) occurs. The Secretary shall
deliver notice in the manner required by each event and cooperate with the Secretary of State in providing necessary information.

12.1.1 Final Dissolution of the Corporation:

(1) In the event of final dissolution in accordance with RCW 24.03.220 of the Washington Nonprofit Corporation Act, ExCom shall adopt a resolution recommending that the Corporation be dissolved, and directing that question of such dissolution be submitted to a vote at a meeting of the members having such voting rights. Notice of such meeting shall be in the form of a record stating that the purpose, or one of the purposes, of such meeting is to consider the advisability of dissolving the Corporation, shall be given to each member entitled to vote at such meeting, with the time and date of the meeting. A resolution to dissolve the Corporation shall be adopted upon receiving at least a two-thirds (2/3) vote, of which members present at such meeting are entitled to vote.

(2) Upon the adoption of such resolution by the members, the Corporation shall cease to conduct its affairs except insofar as may be necessary for the winding down thereof, shall immediately cause a notice of the proposed dissolution to be mailed to each known creditor of the Corporation, to the Attorney General with respect to assets subject to RCW 24.03.225.(3) to the Department of Revenue, and to the Washington Secretary of State for the filing of the Article of Dissolution, and shall proceed to liquidate its assets and apply and distribute the proceeds as provided in these Bylaws.

(3) The Secretary shall file with the Washington Secretary of State the Articles of Dissolution. If the Corporation intends to dissolve at or before the time the Secretary delivers Articles of Dissolution to the Secretary of State. The notice shall include a copy or summary of the plan of dissolution.

(4) The Corporation shall not transfer or convey assets as part of the dissolution process until twenty (20) days after the Secretary has given the written notice required by section 6.1(1)(i) to the Attorney General or until the Attorney General has consented in writing to the dissolution or indicated that the Attorney General will not take action in respect to transfer or conveyance, whichever is earlier.

(5) Upon dissolution of the Corporation, any funds or other assets remaining after payment of all obligations of SDA shall be distributed to accomplish its purposes; to any other allied trade or professional association or society that is exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code, or for charitable purposes, or to any organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

12.1.2 Indemnification: The Secretary of the Corporation shall give the Attorney General written notice of its proposed indemnification of the Officers and Director(s). The Corporation may not indemnify the Officers and Director(s) until twenty (20) days after the effective date of the written notice.

12.1.3 Removal of Directors: The Secretary of the Corporation shall give written notice to the Attorney General if the Corporation commences a proceeding to remove any Director by judicial proceeding.

12.1.4 Sale of Assets: The Secretary of the Corporation shall give written notice to the Attorney General twenty (20) days before it sells, leases, exchanges, or otherwise disposes of all or substantially all of its property if the transaction is not in the usual and regular course of its activities, unless the Attorney General has given the Corporation a written waiver of this subsection.

12.2 Procedure for Dissolution or Discontinuance (Suspension) of an Existing Chapter:
(1) Written notice from the President or authorized acting Officer or Member of an existing Chapter shall be mailed to the members of ExCom of the Chapter’s intent to temporarily suspend operations or dissolve. Satisfactory explanation of reasons for such action shall be contained in the notice. ExCom shall, within thirty (30) days of receipt of such notice, consider the request and notify the Chapter either of its pending agreement with the request, or state reasons for denial of the request along with suggestions for remedial action in order to preserve the Chapter, either as an entity or by absorption of its members into another Chapter.

(2) Upon receipt of notice from ExCom, the existing Chapter shall consider this notice, both on a Board level and membership level. Within sixty (60) days of receipt of notice from ExCom, the Chapter will hold an election to temporarily suspend operations or dissolve. If such election results in a two-thirds (2/3) vote of members in good standing voting to temporarily suspend operations or dissolve, the Chapter shall again notify all members of ExCom.

12.2.1 Temporary Suspension:
(1) If the proposed action is to discontinue (suspend) the Chapter temporarily (a period not exceeding three (3) years), the Chapter shall render a financial report of assets and liabilities and satisfactory proof of their having satisfied obligations to the Internal Revenue Service and local State taxing authorities. The remaining funds shall either be distributed per the Chapter’s Bylaws or shall be surrendered to National for deposit in a custodial account pending reactivation of the Chapter. ExCom shall be notified of the Chapter’s Interim Custodian and address so that periodic contact may be maintained. The Chapter’s Minute Books and official documents shall be delivered to SDA National Headquarters for safekeeping until reactivation occurs.

(2) Upon the Chapter having satisfactorily discharged all suspension processes, ExCom shall grant said Chapter a suspension notice, and the SDA National Headquarters shall notify all Chapters, National Officers and National Committees of said action, including name and address of temporary Chapter Custodian.

(3) Reactivation shall be handled the same as a new Chapter applying for membership in the organization (Bylaws, Article VI, Section 6.4) and in addition, said Chapter shall be on a probationary period of at least one (1) year or more as determined by ExCom and under the active review by the Sponsoring Chapter. Upon having approved reactivation, funds in the custodianship of SDA National shall be remitted to the reactivated Chapter.

12.2.2 Dissolution of an Existing Chapter
(1) If the proposed action is to dissolve the Chapter, the Chapter shall include in its notice to all members of ExCom the results of voting, along with its program for dissolution, a financial report of assets and liabilities and its proposed program for distribution of said remaining funds and assets to a non-profit organization in accordance with its approved Bylaws.

(2) The Chapter shall furnish satisfactory proof of their having satisfied obligations to the Internal Revenue Service (having filed final return, discontinued Federal Identification Number) and to the State taxing authority, if any. If incorporated in the State, proper notice shall be given to State authorities of dissolution, as well as to SDA National Headquarters.

(3) Upon dissolution of the Chapter, any funds or other assets remaining after payment of all obligations of the Society shall be distributed to accomplish its purposes, to any other allied trade or professional association or society that is exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code, or for charitable purposes or to any organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

(4) Chapter Minute Books and official records shall be surrendered to the SDA National Headquarters for safekeeping. The Chapter shall return to the SDA National Headquarters...
all National guides, programs and data of whatever nature distributed by National to the Chapter. Upon the Chapter having satisfactorily discharged all dissolution processes, ExCom shall grant said Chapter a discharge notice. SDA National Headquarters shall notify all Chapters, National Officers and National Committees of said action.

12.2.3 Membership Disposition
Members of a dissolved or discontinued Chapter may request transfer to a Member-at-Large status or request assignment to another Chapter.

12.2.4 Absorption of Members Into Another Chapter: Any members requesting assignment to another Chapter shall pay to said Chapter required additional dues and fees applicable to the Chapter’s current fiscal year. Proper notice of transfer of said members shall be made to SDA National Headquarters.

12.2.5 Merger: Due to the complexity of tax regulations, no Chapter mergers shall be allowed.

12.2.6 A Chapter in Process of Dissolution or Discontinuance (Suspension):
(1) Relinquishes the vote of its President as Director of SDA although it may have a member in attendance at the Annual Convention as an observer, but not as a voting delegate participant.

(2) Any member of said Chapter who is a National Officer or National Committee Chair shall be declared as having resigned said National post which shall thereupon be declared open for appointment in accordance with these Bylaws, unless that person becomes a Member-at-Large or a member of another Chapter.

(3) Said Chapter members who do not retain their membership may not represent themselves in any way as members in good standing of SDA.
12.2.7 ExCom Request for Suspension:
(1) ExCom may request suspension or dissolution of a Chapter for good cause as determined by ExCom who shall thereupon report its recommendation to the Board of Directors, who shall vote to confirm ExCom’s decision, a two-thirds (2/3) affirmative vote being required to confirm said action.

(2) ExCom may have the option to suspend or dissolve a Chapter for good cause without making a recommendation to the Board of Directors, if the proposed Chapter has not held a yearly Chapter election before the end of the fiscal year, no new members are joining the said Chapter, or existing members are not renewing, or the Chapter Affiliation Agreement obligations are not being met. ExCom shall vote to confirm the Committee’s decision; a two-thirds (2/3) affirmative vote being required to confirm said action.

(3) National Headquarters shall advise the Board of Directors and Committee Chairs concerning status of said Chapter to effect revisions of all records and mailings of all kinds.

ARTICLE XIII. INDEMNIFICATION OF NATIONAL DIRECTOR(S), OFFICERS, AGENTS, AND EMPLOYEES

Section 13.1 – Indemnification
The Corporation shall indemnify the National Director(s), Officers, Agents and Employees of the Corporation in the manner and to the full extent in the Washington Nonprofit Corporation Act RCW 24.03.035(14), as now exists or hereafter amended. Such indemnification may be in addition to any other rights to which any person seeking indemnification may be entitled under any written agreement, recorded vote of ExCom or any provision of these Bylaws. The National Director(s), Officers, Agents and Employees of the Corporation shall be fully indemnified individually in making or refusing to make any payment or in taking or refusing to take any other action under this Article XIII in reliance upon the advice of counsel.

ARTICLE XIV. CONTRACTS, LOANS, CHECKS AND DEPOSITS; SPECIAL CORPORATE ACTS

Section 14.1 – Contracts
The Board of Directors of SDA may authorize the Executive Director, any Officer or Officers, agent or agents, to enter into any contract or execute or deliver any instruments in the name of and on behalf of the Corporation, and such authorization may be general or confined to specific instruments with approval of ExCom.

Section 14.2 – Loans
The Corporation shall not allow anyone to contract on behalf of it for indebtedness for borrowed money unless the Board of Directors authorizes such a contract by resolution. The Corporation shall not allow anyone to issue evidence of the Corporation's indebtedness unless the Board of Directors authorizes the issuance by resolution. The authorization may be general or specific.

Section 14.3 – Checks, Drafts, Etc.
ExCom shall authorize by resolution, which Officer(s) or agent(s) may sign and issue all Corporation checks, drafts or other orders for payment of money, and notes, or other evidence of indebtedness. ExCom shall also determine by resolution the manner in which these documents will be signed and issued.
**Section 14.4 – Deposits**
The Treasurer of the Corporation shall oversee the deposit of all funds of the Corporation in banks and other depositories; ExCom shall authorize by resolution the exact location of the banks and depositories.

**ARTICLE XV. PROHIBITED TRANSACTIONS**

**Section 15.1 – Prohibited Transactions**

**15.1.1 Prohibition Against Sharing in Corporation Earnings:** No Director, Officer, employee, committee member, or person connected with the Corporation shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation; provided that this shall not prevent the Corporation’s payment to any person reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes as determined by the Board of Directors.

**15.1.2 Other Prohibitions:** Neither the Corporation, nor its Director(s), nor its Officers have any power to cause the Corporation to do any of the following with Related Parties:

1. make any substantial purchase of securities or other property for more than an adequate consideration in money or money's worth;
2. sell any substantial part of its assets or other property for less than an adequate consideration in money or money's worth.

For the purpose of this subsection, *Related Parties* means any person who has made a substantial contribution to the Corporation, or with a brother, sister, spouse, ancestor, or lineal descendant of the person giving, or with a Corporation directly or indirectly controlled by the person giving.

**Section 15.2 – Prohibited Activities**

Notwithstanding any other provisions of these Bylaws, no Director, Officer, employee or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an exempt organization under Section 501(c)(6) of the Internal Revenue Code of 1986 and its regulations as they now exist or as they may later be amended, or by an organization, contributions to which are deductible under section 170(d)(2) of the Internal Revenue Code of 1986 and regulations as they now exist or as they may later be amended.

**Section 15.3 – Corporate Funds Used For Indemnification**

Corporate funds may be used to benefit Officers and Director(s) by way of indemnification, but only if such indemnification is authorized by Article XIII of these Bylaws.

VI.

VII. **ARTICLE XVI. PARLIAMENTARY AUTHORITY**

**Section 16.1 Parliamentary Authority**

*Robert’s Rules of Order Newly Revised* shall govern the proceedings of SDA in all cases not provided for in these Bylaws or Standing Rules. A Registered or Certified Parliamentarian may be employed for the Annual Meeting at the discretion of ExCom.

**ARTICLE XVII. AMENDMENTS**

**Section 17.1 – Amendments**

These Bylaws may be amended at any Annual Meeting where a quorum is present and any Special Meeting of the Board of Directors in accordance with Section 9.2.
Section 17.2 – Amendment with Notice Before the Annual Meeting
By a two-thirds (2/3) vote, provided the proposed amendment shall have been submitted to the Board of Directors forty-five (45) days prior to the vote.

Section 17.3 – Amendment with No Notice Before the Annual Meeting
By a three-fourths (3/4) vote, provided fewer than forty-five (45) days’ previous notice has been given to the Board of Directors.

Section 17.4 – Amendment at a Special Meeting of the Board of Directors
By a three-fourths (3/4) vote, provided previous notice and waiver of notice has been given in accordance with Section 9.4.

These bylaws were adopted by unanimous consent of the Board of Directors on May 14, 2016.

ORIGINAL BYLAWS ADOPTED: May 14, 1975
Bylaws Amendments Adopted:
MAY 21, 1975
MAY 5, 1976
JUNE 8, 1977
JUNE 6, 1979
JUNE 1, 1980
MAY 17, 1981
JUNE 9, 1982
MAY 25, 1983
MAY 9, 1984
JUNE 12, 1985
JUNE 9, 1986
JUNE 22, 1987
MAY 16, 1988
MAY 8, 1989
MAY 21, 1990
MAY 20, 1991
JUNE 20, 1992
JUNE 19, 1993
MAY 14, 1994
MAY 6, 1995
MAY 11, 1996
MAY 16, 1998
MAY 8, 1999
MAY 6, 2000
MAY 19, 2001
MAY 12, 2002
JUNE 12, 2004
MAY 20, 2005
JUNE 10, 2006
MAY 5, 2007
MAY 17, 2008
SEPTEMBER 24, 2009 (PER PHONE CONFERENCE BOARD OF DIRECTORS MEETING 9-24-09)
DECEMBER 10, 2009 (PER PHONE CONFERENCE BOARD OF DIRECTORS MEETING 12-10-09)
APRIL 16, 2010 (PER PHONE CONFERENCE BOARD OF DIRECTORS MEETING 4-16-10)
FEBRUARY 1, 2011 (PER ONLINE BOARD OF DIRECTORS VOTE 1-31-11)
May 3, 2012
May 16, 2013
May 8, 2015
May 14, 2016