



**icpi**

Interlocking Concrete  
Pavement Institute

# **Bylaws and Statement of Policy**

**Revised August 26, 2021**

***Vision:***

*ICPI is the authority for segmental concrete pavers, which are universally recognized as the best value for pavement systems.*

***Mission:***

*To deliver education and technical guidance leading to awareness, acceptance and use of segmental concrete pavement systems in the United States or Canada.*

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**Bylaws  
of the  
Interlocking Concrete Pavement Institute**

**ARTICLE I: Name**

**SECTION 1.** The name of the corporation shall be the Interlocking Concrete Pavement Institute, hereinafter referred to as the "ICPI" or the "Association."

**ARTICLE II: Purpose**

**SECTION 1.** The purpose of the ICPI is to develop and expand the use of segmental concrete pavement and other segmental concrete systems in North America.

**ARTICLE III: Membership**

**SECTION 1.** All companies which have been accepted by the ICPI as members that support the practices and technology prescribed by ICPI, and that maintain themselves in good standing are entitled to membership in the ICPI. Further, the company must meet the annual dues requirements of the ICPI. Companies or individuals that qualify for multiple Membership Categories must pay dues of the highest applicable dues rate of the category for which they are eligible. To become active participants, an authorized person in the member company must designate an appropriate member of the company as its representative to the ICPI by submitting their name in writing to the ICPI. The representative will act as the agent of the member company until such time as: 1) that person leaves the employ of the member company, or 2) that person resigns as the member representative to the ICPI, or 3) that person is replaced by notice in writing for an authorized person in the company or 4) the company discontinues its ICPI membership for whatever reason.

The Board of Directors shall at all times have the authority to terminate membership in the ICPI based upon conduct of a member that the Board of Directors reasonably deems to be detrimental to the best interests of the organization and its members and/or which is contrary to the stated purposes/objectives of ICPI. The specific procedures for termination of membership are set forth in the ICPI Statement of Policy under Section 10, Ethics.

**SECTION 2.** Members shall have voting, limited voting or non-voting privileges according to the membership definitions outlined in the Membership categories below:

**2.1 Voting Membership**

Concrete Paver Producers, Paving Slab Producers, Associates, Contractor Voting, Dealer Voting and Consultant membership categories shall have voting membership privileges. Voting membership privileges include the right to vote on amendments to the Articles of Incorporation and/or vote in the event of a merger, consolidation or sale of substantial assets of the association, the right to serve and vote on committees, the right to serve as an officer, on the Board of Directors or as a committee Chair or Vice Chair; or nominate or vote for members of the Board of Directors.

- 2.1.1 Concrete Paver Producer membership- in the ICPI shall be open to companies with manufacturing facilities in North America that make units as defined by ASTM and/or CSA segmental concrete paving product standards. All plants and machines producing segmental concrete paving units, which are commonly owned or controlled, must be placed under the dues schedule.
- 2.1.2 Paving Slab Producer membership- in the ICPI shall be open to companies that manufacture precast concrete paving slabs, units 12 x 12 in. (30 x 30 cm) to 48 x 48 in. (120 x 120 cm) in North America. Paving slab producer members make concrete paving slabs on dry cast, hydraulic presses and/or wet cast machines only and do not produce concrete pavers. Companies that make concrete paving slabs and interlocking pavers would be placed in the Concrete Paver Producer category. Paving Slab Producer members have a choice of

voting or non-voting membership.

- 2.1.3 Associate membership- in the ICPI shall be open to suppliers of products and services to the concrete paver or other segmental concrete systems industries. If a company/division is part of a conglomerate with businesses that do not produce pavers in the North American segmental concrete pavement industry the companies/divisions related to the industry may join ICPI as an Associate member. The membership and benefits of membership are limited to the company/division that is a member of ICPI.
- 2.1.4 Contractor-voting membership- in the ICPI shall be open to companies engaged in contracting services for the installation and/or maintenance of segmental concrete pavement systems.
- 2.1.5 Dealer voting membership- in the ICPI shall be open to companies doing business as dealers or distributors of segmental concrete paving units, and do not manufacture such units.
- 2.1.6 Consultant A company who is in the business of training and education for the segmental concrete pavement industry. Those who sell tools, machinery, add-mixtures, concrete, commissioning agents, auctioneers and/or pigment must be a member within the Associate member level.

## **2.2 Limited Voting Membership**

Design Professionals and Academic members shall have limited voting membership privileges which includes the right to serve and vote on committees.

- 2.2.1 Design Professional membership- in the ICPI shall be open to firms and corporations doing business as practicing engineers, architects or landscape architects of who do not manufacture, distribute or construct concrete paving units.
- 2.2.2 Academic membership- in the ICPI is an individual who is employed full-time or part-time by an accredited university/college in the architectural, engineering, construction management or professional planning fields.

## **2.3 Non-Voting Membership**

International, Contractor Informational, Contractor Affiliate, Informational and Dealer Informational shall not have voting privileges.

- 2.3.1 International membership- in the ICPI shall be open to companies, engaged in the manufacture of concrete pavers outside the United States, its possessions, Canada, or Mexico.
- 2.3.2 Contractor Informational and/or Affiliate membership- shall be open to companies engaged in the contracting services for the installation and/or maintenance of segmental concrete pavement systems.
- 2.3.3 Informational membership- in the ICPI shall be open to non-profit organizations, associations, governmental agencies (municipalities, state/provincial and federal agencies, etc.) and/or educational institutions interested in the industry and providing education to the segmental concrete pavement industry and/or promoting the industry's interests.
- 2.3.4 Dealer Informational membership- in the ICPI shall be open to companies doing business as dealers or distributors of segmental concrete paving units, and do not manufacture such units.

**SECTION 3. HONORARY MEMBERSHIP.** Honorary membership in the ICPI shall be open to individuals who have made a significant contribution to the advancement of the interlocking concrete pavement and segmental concrete pavement industry. Membership shall be bestowed upon such individuals, who are not currently serving as a representative of a member company, by a two-thirds vote of the Board of Directors. Dues for Honorary members shall be waived. Honorary members and lifetime achievement award recipients who are retired from the industry will have complimentary registration fees for meetings. Honorary memberships may be revoked by a two-thirds vote of the Board of Directors.

## **ARTICLE IV: Structure**

**SECTION 1.** The ICPI is a non-stock corporation incorporated under the laws of the Commonwealth of Virginia to accomplish the purposes described in Article II.



**SECTION 2.** Membership resides in those companies that have been accepted by the ICPI and which have designated an agent to represent them in the ICPI and its activities and which have paid established dues.

**SECTION 3. BOARD OF DIRECTORS.** The governing body of the ICPI is the Board of Directors, which has the authority and is responsible for the governance of the ICPI. The Board establishes ICPI policy and monitors implementation of policy by the ICPI staff under the direction of the Executive Director. The Board approves the annual budget.

**SECTION 4. OFFICERS.** The officers of the ICPI Board shall be the Chair and Chair-elect (hereafter referred to as "Chair" and "Chair-elect," respectively), the Secretary-Treasurer and the Immediate Past Chair. ICPI officers shall be elected by a majority vote of the Board of Directors.

**SECTION 5. REGIONAL STRUCTURE.** For the purposes of management and administration, the ICPI shall be broken down into the following countries and regions:

**United States - Region I**

Connecticut	Delaware	Dist. of Columbia
Maine	Maryland	Massachusetts
New Hampshire	New Jersey	New York
Pennsylvania	Rhode Island	Vermont
West Virginia		

**United States - Region II**

Alabama	Florida	Georgia
Mississippi	North Carolina	South Carolina
Tennessee	Virginia	

**United States - Region III**

Illinois	Indiana	Michigan
Ohio	Wisconsin	Kentucky

**United States - Region IV**

Arkansas	Iowa	Kansas
Louisiana	Minnesota	Missouri
Nebraska	North Dakota	Oklahoma
South Dakota	Texas	

**United States - Region V**

Alaska	Arizona	California
Colorado	Idaho	Montana
Nevada	New Mexico	Oregon
Utah	Washington	Wyoming

**Canada – Region VI**

Newfoundland	Nova Scotia	New Brunswick
Prince Edward Island		

**Canada – Region VII**

Quebec

### Canada – Region VIII

Ontario

### Canada – Region IX

Alberta  
Saskatchewan

British Columbia  
all Territories

Manitoba

### Non-Continental United States and Canada - Region X

All countries, states or territories outside of the Continental United States and Canada

#### ARTICLE V: Representatives

**SECTION 1.** The ICPI will maintain an up-to-date roster of ICPI members and representatives.

**SECTION 2.** The Producer, Associate and Voting Contractor member representatives listed on this roster are entitled to nominate members to the ICPI Board of Directors, to vote for Directors and on other matters presented to the membership for decision, to serve as Directors and Officers if elected, and to receive proper notification of meetings of the ICPI membership. Members from the roster with manufacturing sites or sales offices in more than one country may designate a representative for that company located in that country in which they have a manufacturing site or sales office, who will be entitled to nominate and vote for Directors – At – Large. Member designees must be serving in good standing on at least one ICPI committee to vote. Manufacturing sites are defined as member company owned locations that manufacture segmental concrete paving units, cement, admixtures, pigments, machinery, and/or molds used in the production of segmental concrete paving units. Sales offices are direct company offices staffed with company employees. Agents and/or distributors of the member companies do not qualify as designees.

**SECTION 3.** A meeting of the member representatives may be called, (1) by the Chair of the Board of ICPI; or (2) upon written request of a majority of the Board of ICPI. The purpose of a meeting of the member representatives would be a major decision of the association. Examples of a major decision would include amendments to the Articles of Incorporation or a merger, consolidation or sale of substantial assets of the association or other major decisions as determined by the Board of Directors.

3.1 The notice and agenda for a member representative meeting must be distributed to the representatives at least ten (10) days prior to the day of the meeting.

3.2 A quorum for the member representative meeting will be thirty percent (30%) of the voting member representatives listed in the roster. Proxies can be extended and accepted at meetings of the member representatives. Only voting member representatives can vote.

3.3 Decisions reached by the member representatives will be by a majority vote of the member representatives present, unless a greater vote is required elsewhere in these Bylaws, or the Virginia Non-Stock Corporation Act. These decisions will be acted upon by the ICPI Board of Directors.

#### ARTICLE VI: Board of Directors

**SECTION 1. DIRECTORS.** The ICPI Board of Directors shall consist of not fewer than ten (10) and not more than forty (40) directors.

**SECTION 2. ELECTED DIRECTORS.** There shall be a maximum of twenty-two (22) Elected Directors of the ICPI Board of Directors. ICPI Elected Directors are to be elected by the members from among their number. Any representative of a

Producer, Associate, or Contractor member company in good standing is qualified to become a candidate.

**SECTION 3. NOMINATION & ELECTION TO THE BOARD.** The following procedure will be maintained in nominating and electing the Directors.

- 3.1 At all times, a majority of the director positions shall be held by Producer members with at least two Producer members from Canada or the United States and at least one Contractor shall serve on the Board. The intent would be to have at least 25% of the Board reside in Canada
- 3.2 The Leadership Development and Succession Committee will consider that nominees to the Board be geographically balanced.
- 3.3 The Leadership Development and Succession Committee will determine a slate of directors and after the ICPI Secretary-Treasurer determines that all nominations are properly made, the nominations will be sent to the ICPI voting member representatives by country for election. Only eligible members in good standing are entitled to vote.
- 3.4 If an insufficient number of candidates are nominated, or if votes cast are less than the number required to fill the existing vacancies, the ICPI Board may appoint another qualified member at-large to fill the vacancy or vacancies for a maximum term of one (1) year.
- 3.5 These elected Directors will take their seats on the Board at the conclusion of the Annual Meeting of the Board. No more than four (4) members from the same company with not more than three (3) seats from one membership category. No more than two companies shall have four (4) members from that same company, its affiliates, divisions, or subsidiaries are eligible to serve or vote on the Board of Directors.
- 3.6 The Board Chair will appoint (1) one member for a one-year term. This appointment shall be approved by the ICPI Board.

**SECTION 4. TERMS OF ICPI ELECTED DIRECTORS.** The term of office for ICPI Elected Directors shall be three (3) years, except when elected to fill an unexpired term. A member may serve three (3) consecutive terms or nine (9) years. If a member serves three (3) consecutive terms they must wait one (1) year to be eligible for reelection.

**SECTION 5. EX-OFFICIO DIRECTORS.** Unless already serving as elected directors, the officers and the chairs of the Standing Committees as provided in Article VIII shall serve as Ex-Officio directors during their terms; and the immediate past Chair, if still a representative of a voting member, shall serve as an Ex-Officio director for a four-year term immediately upon conclusion of their term as Chair of the Board. Ex-Officio director positions shall not be considered in the regional limitations of Section 3, 1-7. If the Immediate Past Chair is currently an elected director, they will resign the elected director seat.

**SECTION 6. DUTIES OF THE ICPI BOARD.**

The governing body of the ICPI is the Board of Directors, which has authority and is responsible for the governance of the ICPI. The Board establishes ICPI policy and monitors implementation of policy by the ICPI staff under the direction of the Executive Director. The Board of Directors sets organizational direction, provides oversight and ensures necessary resources as well as hires capable leadership. They also elect the officers of association, appoint ICPI Foundation Trustees and fill vacancies on the Board of Directors as needed. The Board of Directors approves the annual budget and establishes and maintains a dues structure, while maintaining a fiduciary responsibility to the association.

**SECTION 7. REPLACEMENT**

- 7.1 Vacancies on the Board of Directors that occur outside of the scheduled expiration of the term shall be filled by an appointment by the Chair and approved by a majority vote of the Board.
- 7.2 Membership on the ICPI Board of Directors shall be vested in the elected director. In case the elected director resigns, or changes company affiliation and the new company is a voting member the elected director remains on the Board of Directors. If an elected director's company withdraws from membership in the Association, the elected director's place

on the Board will become vacant immediately. If a director of the Board has unexcused absences for two (2) consecutive regularly scheduled meetings the elected director shall be dropped from the Board of Directors.

**SECTION 8. MEETINGS.** Meetings of the ICPI Board of Directors may be called and held at such time and place as may be determined by the resolution of the Board or at the call of the Chair but will be held at least twice a year.

- 8.1 Notice by the Chair of all meetings of the ICPI Board shall be given by mail or email notice and agenda thereof to each Director at least fifteen (15) days prior to the meeting.
- 8.2 Teleconference/Video Conference. Members of the Board of Directors and Executive Committee may participate in Board of Directors and Executive Committee meetings respectively, by means of conference telephone or conference video in which all parties may speak to and hear all other parties.
- 8.3 Quorum. A quorum of the Board of Directors shall consist of not less than two-thirds of the then total membership of the Board. If a quorum is not represented, the meeting, teleconference or video conference vote shall be terminated without any business transpiring.
- 8.4 The ICPI Board is empowered to carry out all business for the membership of ICPI, and a majority vote shall control unless a greater number of votes is required elsewhere in these Bylaws or the Virginia Non-Stock Corporation Act.

**SECTION 9. PAST CHAIRS.** All previous past Chairs of the ICPI shall have privileges of discussion at ICPI board meetings. The immediate past Chair shall be an Ex-Officio member of the Board, if still employed by a voting member.

#### **ARTICLE VII: Officers**

**SECTION 1. OFFICERS.** The officers of the ICPI Board shall consist of a Chair, Chair-elect, Secretary-Treasurer and Immediate Past Chair.

**SECTION 2. QUALIFICATIONS.** Any voting member in good standing who has served on the Board of Directors for at least one (1) of the past five (5) years shall be eligible to serve as an officer.

#### **SECTION 3. DUTIES OF THE OFFICERS.**

- 3.1 Chair** - Shall preside at regular or special meetings of the ICPI Board or membership; shall approve agendas for meetings; shall make appointments as provided in the Bylaws; and shall perform such functions as may be appropriate to the position of Chair.
- 3.2 Chair-elect** - Shall act in the place of the Chair and with the same authority should the Chair be unable to do so.
- 3.3 Secretary-Treasurer** - Shall regularly report on the financial condition of the Association to the Board of Directors; shall insure that minutes of meetings of the Board of Directors or of the membership are kept; shall see that a Roster of membership is; maintained-shall fulfill such other functions as are appropriate; and shall delegate functions to the appropriate staff.

**SECTION 4. NOMINATION AND ELECTION OF OFFICERS.** Candidates for officers shall be nominated by the Leadership Development and Succession Committee at the Annual Meeting. Election shall be by majority vote of the Directors attending the Annual Meeting at a duly constituted meeting of the Board of Directors.

**SECTION 5. TERM.** Officers shall begin their terms at the conclusion of the Annual Meeting at which they are elected. They shall serve a term of one (1) year, or until they are replaced. No officer shall serve more than three (3) consecutive years in the same position.

**SECTION 6. REPLACEMENT.** Vacancy of an office that occurs outside the scheduled expiration of the term will be filled by

a majority vote of the Board upon nomination by the Leadership Development and Succession Committee.

#### **ARTICLE VIII: Committees**

**SECTION 1. LEADERSHIP DEVELOPMENT AND SUCCESSION COMMITTEE.** The Leadership Development and Succession Committee shall consist of the three (3) most recent past ICPI Chairs who are active members of the ICPI and two (2) voting members at large. The Immediate Past Chair shall serve as Chair of the Committee. The ICPI Chair shall appoint one (1) member at large and the ICPI Chair-elect shall appoint one (1) member at large for a two (2) year term. No more than one (1) member from the same company shall serve on the Leadership Development and Succession Committee. There shall be a minimum of at least one Canadian member on the Committee at all times. The Chair-elect appointment shall be a member residing in Canada if there is not already a Canadian member on the Committee. The Leadership and Development Succession Committee shall be responsible for nominations for ICPI Board Officers and Board of Directors. The Committee shall also assist in the training of new board members, leadership development and setting criteria and expectations for future board members and leaders. No member of the Leadership Development and Succession Committee may be nominated for the Board of Directors. If any member of the Leadership Development and Succession Committee desires to be nominated, they must recuse themselves from the Leadership Development and Succession Committee for that election period. If the Immediate Past Chair recuse themselves, the 2<sup>nd</sup> most recent past chair shall serve as the Chair of the Leadership Development and Succession Committee. The next most recent past chair shall replace any committee member that may recuse themselves. Nominations of Board Officers shall be submitted for vote at the Annual Meeting of the ICPI Board of Directors. Nominations of the Board of Directors shall be sent by mail or electronic means to all voting member representatives.

#### **SECTION 2. STANDING COMMITTEES.**

- 2.1 The ICPI Standing Committees are the Dues and Bylaws Committee, the Marketing Committee, the Technical Committee, the Construction Committee, the Government Relations Committee, the Education Committee and the Meetings, Membership and Trade Show Committee.
- 2.2 Members of ICPI who agree to serve on a Standing Committee shall be appointed by the ICPI Chair-elect.
- 2.3 The chairs and vice chairs of the Standing Committees shall be appointed by the ICPI Chair. During their terms as chairs they shall serve on the ICPI Board of Directors as provided in Article VI, Section 5.

**SECTION 3. EXECUTIVE COMMITTEE.** The Executive Committee shall be comprised of the ICPI Chair, the Chair-elect, the Secretary-Treasurer, the Immediate Past Chair and the Chairs of the Standing Committees. The Executive Committee may act upon ICPI administrative and operational matters that arise between Board meetings. The officers, the Chairs of the Marketing Committee and the Dues and Bylaws Committee and the Immediate Past Chair will act as a Financial Review & Audit Committee within the ICPI Board of Directors.

**SECTION 4. CREATION AND DISSOLUTION OF COMMITTEES.** The Chair of the Board shall monitor actions of committees and shall recommend to the Board of Directors on a regular basis the creation, dissolution and consolidation of those bodies.

#### **ARTICLE IX: ICPI Review**

**SECTION 1.** Minutes of all ICPI Board of Directors and membership meetings shall be kept by the Secretary-Treasurer and submitted to the Board of Directors for approval.

**SECTION 2.** Minutes of all committee meetings shall be kept by the committee Chair and submitted to the respective committee for approval.

#### **ARTICLE X: Amendments**

**SECTION 1. BY ICPI BOARD OF DIRECTORS.** These Bylaws may be repealed, modified, altered, or amended, or new Bylaws

adopted at any regular or special meeting of the ICPI Board of Directors by a majority vote of the members of the Board, provided that no such change shall take effect unless such proposed changes to the Bylaws are submitted to all members of the Board of Directors by mail or email at least thirty (30) days before the date of the ICPI Board meeting at which the proposed change is to be acted upon. Notice of such proposed change must be included in the notice of the Board meeting. In addition to meetings of the Board, amendments may also be made by mail or email ballot with at least thirty (30) days' notice and that all Board members provide unanimous written consent in favor of the amendment.

## **ARTICLE XI: Dissolution**

**SECTION 1.** In the event of the dissolution of the Association, any funds remaining after payment of all debts shall be distributed to one or more regularly organized and qualified non-profit organizations selected by the Board of Directors, whose purposes are in furtherance of the tax-exempt non-profit purposes of the Association.

## **STATEMENT OF POLICY**

### **Preamble**

The Interlocking Concrete Pavement Institute is governed by a hierarchy of documents: First the Articles of Incorporation, then the Bylaws and finally the Statement of Policy. The Statement of Policy should not conflict with the Articles of Incorporation or Bylaws. It also need not repeat the provisions of those governing documents. The Statement of Policy helps ICPI avoid reinventing the wheel and provides guidance for staff in managing the day to day activities of the association.

Members, committees and task groups can propose recommended changes or additions to the statement of policy through committees or directly to the Dues and Bylaws Committee. The Dues and Bylaws Committee is charged with oversight of the policies to ensure that they do not conflict with the Articles of Incorporation, Bylaws and other policies. Following that review they recommend changes to the Board of Directors for approval. From time to time the Dues and Bylaws Committee may establish task groups to review sections or the entire policy manual to keep current with governance and management changes. Violation of policies by members or individuals is considered a conflict of interest and can result in ethics violations as outlined in Section 10 Ethics.

## **1. PURPOSE**

### **1.1 Purpose**

**1.2 Vision-** ICPI is the authority for segmental concrete pavers, which are universally recognized as the best value for pavement systems.

**1.3 Mission-** To deliver education and technical guidance leading to awareness, acceptance and use of segmental concrete pavement systems in the United States or Canada.

### **1.4 Present Goals and Objectives**

1.4.1 The following are the goals areas established by ICPI's Board of Directors for 2019-2022:

1.4.1.1 Industry Growth: Increase understanding, awareness and adoption of segmental concrete pavement as the preferred pavement system.

1.4.1.1.1 Increase understanding among organizations that design, teach and use pavement systems

1.4.1.1.2 Establish credibility to demonstrate performance and value of ownership

1.4.1.1.3 Gain adoption within transportation agencies and municipalities

1.4.1.2 Industry Expertise: Deliver education and industry best practices as the recognized authority on segmental concrete pavement systems

1.4.1.2.1 Increase confidence and/or use by promoting lower maintenance and life cycle costs

1.4.1.2.2 Increase awareness of ICPI and its resources among educational institutions

- 1.4.1.2.3 Promote the value of industry certification
- 1.4.1.3 ICPI Strength: Grow ICPI membership through increased awareness of benefits, participation in programs and perceived membership value.
  - 1.4.1.3.1 Develop membership recruitment & retention programs
  - 1.4.1.3.2 Enhance the communication of value provided by ICPI
  - 1.4.1.3.3 Evaluate the effectiveness and efficiency of ICPI programs to maximize member engagement and perceived value
  - 1.4.1.3.4 Determine additional membership categories for growth
  - 1.4.1.3.5 Increase non-dues revenue sources
- 1.4.1.4 Workforce Development: Workforce Development: Empower the industry to attract, train and retain a highly qualified workforce to meet market demand.
  - 1.4.1.4.1 Create program and resources to attract new recruits into the industry
  - 1.4.1.4.2 Enhance and continue to develop education tracks for all users
  - 1.4.1.4.3 Develop strategic alliances with national organizations
  - 1.4.1.4.4 Promote industry career paths

## **1.5 Policy**

- 1.5.1 The ICPI Board of Directors may delete, modify, or change these goals and objectives as it deems necessary and advisable to the operation and mission of the organization.

## **1.6 Procedure**

- 1.6.1 Where a change to the ICPI mission or objectives is appropriate and necessary, the Chair shall appoint a Strategic Planning Committee to consider the change(s).
- 1.6.2 The Strategic Planning Committee shall perform a SWOT (Strengths, Weaknesses, Opportunities, and Threats) analysis, review the mission, objectives, and strategies of the Association and develop a strategic plan for recommendation to the committees and Board of Directors at the Annual Meeting. The approved strategic plan will be presented to the membership at the summer meeting and mailed following that meeting to all members.

## **2. MEMBERSHIP**

### **2.1 Membership Categories**

- 2.1.1 Members of the Association are companies, organizations and individuals, who support and work toward attainment of the stated objectives and mission of ICPI. The Board of Directors determines types of membership, eligibility, privileges, and dues. Voting member categories include Concrete Paver Producer, Paving Slab Producer, Associate, Dealer Voting, Consultant and Voting Contractor. Members in these categories may vote in committees, serve as committee chair, nominate, be nominated, and be elected to the Board of Directors. Contractors may join as voting, limited or nonvoting members based on tiers as outlined in the bylaws. Other membership categories include International, Design Professional, International, Dealer Informational, Academic and Informational. Members in these categories do not vote. Definitions of each category are fully explained in the ICPI Bylaws and are listed on the ICPI Membership Application. The Board may also suspend or expel members for cause. Cause is defined to include, but not limited to, action(s) or omission(s) to act on the part of a member or its designated representative that are or may reasonably be construed by the Board of Directors to be:
  - 2.1.2 Destructive, injurious or contrary to the stated purpose(s) of the ICPI; and/or
  - 2.1.3 Which subject the ICPI or its members to public or professional embarrassment or ridicule, and/or
  - 2.1.4 Where such actions or omissions are reasonably deemed by the Board of Directors to be contrary to the best interest(s) of the organization and membership as a whole.

- 2.1.5 The specific procedures for reviewing and undertaking the suspension or termination of membership in the organization shall be consistent with those procedures set forth in this Statement of Policy for reporting and investigating a claimed Ethics Violation (Section 10 B.)

## **2.2 Honorary Membership**

- 2.2.1 Any member of the Association may make a recommendation to the Secretary/Treasurer providing documentation necessary for consideration and evaluation.
- 2.2.2 An application including the resume of applicant's experience, achievement and accomplishments made to the industry. The form should list all the industry affiliations and if the applicant is still active in the industry, the application form must also be accompanied by letters of recommendation from two (2) voting members encompassing their reasons for recommendation.
- 2.2.3 The Board of Directors reviews and by two-thirds vote approves an award.
- 2.2.4 The Chair invites the recipient to be present at the subsequent meeting of the association to receive the award.
- 2.2.5 The executive committee approves the certificate or plaque, and the executive director procures it.

## **2.3 Membership Acquisition**

### **2.3.1 Policy:**

The following statement shall be included on will be added to the membership application and is understood by all members by signing this application, the applicant further agrees that in the event the applicant becomes an ICPI member and is subsequently terminated or suspended from membership, dissolved, liquidated, or is acquired by or merged with another entity that is not an ICPI member, the applicant shall be and remain liable to ICPI for any outstanding debts or obligations to ICPI, including, but not limited to, any unpaid membership dues and past member assessments. In the event the applicant becomes an ICPI member and is subsequently acquired by or merged with another ICPI member, the applicant shall remain liable for membership dues assessed and due through the fiscal year ending June 30th.

## **3. STRUCTURE**

### **3.1 Incorporation**

The Interlocking Concrete Pavement Institute, Inc. (ICPI), formerly the Segmental Concrete Systems Association came into being on September 29, 1993. The name of the association was changed on April 20, 1994 to the Interlocking Concrete Pavement Institute. ICPI is incorporated under the laws of the Commonwealth of Virginia.

### **3.2 Operations**

#### **3.2.1 Policy:**

- 3.2.1.1 The management and operations of ICPI are dictated by the laws of the Commonwealth of Virginia, the ICPI Articles of Incorporation, and the Bylaws and Policies of ICPI. Legal authority to manage and operate is vested in the Board of Directors which elects officers, defines their duties and authority, promulgates policies, procedures, and recommendation to the rules governing ICPI activities, determines organizational structure, and provides general direction of all business and other transactions conducted by the Association.

#### **3.2.2 Procedures**

- 3.2.2.1 The procedures for management and operations are identified under various topic headings of this manual.

### **3.3 Organizational Structure**

#### **3.3.1 Policy**

- 3.3.1.1 ICPI is organized in a manner that focuses the efforts and activities of its members and staff on accomplishing the objectives of ICPI. The Board of Directors may change the organizational structure as it deems advisable and as is permissible under its legal authority.



### 3.3.2 Procedures

- 3.3.2.1 Proposed changes in organization structure of ICPI are submitted to the Dues and Bylaws Committee for review.
- 3.3.2.2 The Dues & Bylaws Committee presents the proposed change(s) with or without recommendations to the Board of Directors for whatever action it deems advisable.

**3.4 Committee Process** The standing committees are defined in the bylaws under Article VIII, Section 2. Committees develop programs and budgets to enhance and accomplish the ICPI mission. Committees' present budget and policy recommendations through action items at meetings. All committee recommendations (Action Items) are reviewed by the Board of Directors for approval and funding.

**3.5 Annual Program Development-** As an association, decision-making through consensus and voting is the primary means for choosing its direction. All ICPI members have many opportunities to participate in developing programs both in the committee-meeting forum and informally through the membership network. These opportunities include:

#### 3.5.1 Summer Meeting

- 3.5.1.1 The fiscal year of the ICPI begins July 1 and ends June 30. Therefore, planning for the following year begins at the Summer Membership Meeting, typically held in August or September. Each committee meets to accomplish two objectives. First, each report on the progress of its programs for the current year. Second, each committee compiles a list of programs, ideas, and strategies for the upcoming fiscal year. Program suggestions from the staff, informal networking, and letters to the Chairs and presentations by consultants are reviewed at the committee meetings.

#### 3.5.2 Fall Executive Meeting

- 3.5.2.1 The Fall Executive Meeting, the officers, committee chairs and staff develop the suggestions made at the Summer Membership Meeting into programs and objectives. ICPI staff and the Executive Committee develop a preliminary budget based upon these programs. The programs and budget are returned to the committee members for their review and action at the Annual Membership Meeting.

#### 3.5.3 Annual Meeting

- 3.5.3.1 At the Annual (winter) Membership Meeting, each committee meets and, by voting, recommends programs and activities to be funded for the fiscal year beginning July 1. Each vote affecting the budget or policy is expressed as an Action Item. These committee recommendations are reviewed by the ICPI Board of Directors, and they compose and vote on a complete budget for the coming fiscal year. The Summer Membership Meeting program schedule is also finalized at the Annual (winter) Meeting. Programs approved by the ICPI Board of Directors at the Annual Meeting are generally implemented after July 1. Occasionally, there will be changes made to the budget throughout the year. This is done through the Executive Committee and if required, Board vote.

#### 3.5.4 Spring Executive Meeting

- 3.5.4.1 At the Spring Executive meeting, the officers, committee chairs and staff review the implementation of the activities and programs for the year and make appropriate adjustments. Plans are also put in place to begin implementation of the approved programs starting July 1.

### **3.6 Industry Associated Organizations**

#### 3.6.1 Purpose

- 3.6.1.1 An Industry Associated Organization is a local or regional organization that supports the ICPI mission and promotes the use and advancement of segmental concrete paving units, operating within a designated geographical area. The ICPI's Board of Directors is authorized to enter into an agreement with an Industry Associated Organization in North America. Those organizations wishing to be an Industry Associated Organization agrees to the terms and conditions of the Industry Associated

Organization memorandum of understanding. The ICPI Board may revoke the Industry Associated Organization memorandum of understanding any time if they violate any of the terms and conditions outlined in the memorandum.

### **3.7 Political Action Committee – ICPI PaverPAC**

#### **3.7.1 Articles of organization**

The name of the organization shall be the Interlocking Concrete Pavement Institute Paver Political Action Committee (hereinafter “ICPI Paver PAC”).

#### **Article II - Principal Office and Address**

The principal office of ICPI PaverPAC shall be the same as the principal office of the Interlocking Concrete Pavement Institute.

#### **Article III - Organization**

ICPI PaverPAC is a voluntary, non-profit, unincorporated organization operating as a separate, segregated fund of the Interlocking Concrete Pavement Institute, a 501(c) (6) trade association incorporated and doing business in the Commonwealth of Virginia. Solicitation of contributions to ICPI PaverPAC shall be made in accordance with the requirements of applicable federal statutes and regulations. ICPI PaverPAC shall be independent of any political party or candidate.

#### **Article IV - Purpose**

Section 1. The purpose of ICPI PaverPAC is to provide the opportunity for those interested in the future of the interlocking concrete pavement industry to contribute to the support of worthy candidates for federal office who believe, and have demonstrated their beliefs in the principles to which the industry is dedicated. To further these purposes, ICPI PaverPAC is empowered to solicit, directly or indirectly, and accept voluntary personal contributions and to make expenditures in connection with the attempt to influence the selection, nomination, or election of any individual to any federal office.

Section 2. ICPI PaverPAC, its PAC Candidate Contribution Task Group and any other subdivision shall and may exercise all powers and privileges set forth in these Articles and incidental thereto, together with all powers and privileges necessary and convenient to the conduct, promotion, or attainment of the purposes of ICPI PaverPAC or these Articles.

#### **Article V - Participation**

All U.S. citizens are eligible to contribute to ICPI PaverPAC and ICPI PaverPAC is authorized to solicit and accept contributions from any person from whom contributions may be lawfully solicited.

#### **Article VI - Contributions**

Section 1. All contributions to ICPI PaverPAC shall be voluntary and no contributions to ICPI PaverPAC shall be solicited or secured by physical force, job discrimination, or financial reprisal, or threat thereof, or as a condition of employment.

Section 2. Basic policies with respect to the expenditure or distribution of all contributions to ICPI PaverPAC shall be within the sole discretion of the ICPI Government Relations Committee.

Section 3. No contribution shall be accepted and no expenditure made, by or on behalf of ICPI PaverPAC, at a time when the office of Treasurer is vacant.

Section 4. No member of the Board shall have a right to share personally in any funds or assets of ICPI PaverPAC upon its dissolution or at any other time.

#### **Article VII - Separate Segregated Fund**

All contributions to ICPI PaverPAC shall be maintained by ICPI PaverPAC as a separate segregated fund in one or more designated campaign depositories and all expenditures by ICPI PaverPAC in support of any candidate or political committee shall be made from that fund and no other source.

#### **Article VIII - PAC Candidate Contribution Task Group**

The PAC Candidate Contribution Task Group is composed of the Government Relations Committee Chair, Vice Chair and the Treasurer of ICPI PaverPAC. The PAC Candidate Contribution Task Group is

empowered to implement basic policies with respect to expenditures to be made by ICPI PaverPAC and to approve or disapprove contributions to specific candidates. The PAC Candidate Contribution Task Group shall determine the procedures for collection and contribution of funds to the candidates and political committees. Assent by two-thirds of the Task Group, with no dissent, shall constitute approval of a recommendation for contribution of funds to a candidate. Task Group members have twenty-four hours, from notification by email or other available means, to express dissent. If any member of the Task Group dissents to a contribution within twenty-four hours of notification, contributions shall not be approved pending further consideration by the Government Relations Committee; contributions referred to the Government Relations Committee shall require a two-thirds affirmative vote to approve the contribution to a candidate.

#### **Article IX – Officers-**

Section 1. The officers of ICPI PaverPAC shall be the Treasurer and Assistant Treasurer of ICPI PaverPAC.

Section 2. The Treasurer of ICPI PaverPAC shall be the Executive Director of the Interlocking Concrete Pavement Institute. The Assistant Treasurer of ICPI PaverPAC shall be an ICPI staff member designated by the Treasurer.

Section 3. Subject to the determination of the PAC Candidate Contribution Task Group, the Treasurer shall administer and have general and active management and supervision of the affairs of ICPI PaverPAC. The Chair of the Government Relations Committee shall preside at all ICPI PaverPAC meetings.

Section 4. The Treasurer shall be the chief financial officer of ICPI PaverPAC, shall keep the financial and other records of ICPI PaverPAC, shall comply with all applicable requirements of law, and shall perform such other duties as may be assigned by the Chair of the ICPI Government Relations Committee.

#### **Article XI - Amendments**

These Articles may be amended from time to time by a majority of the ICPI Government Relations Committee with the approval of the Board of Directors; however, that Articles V, VI and VII above shall not be subject to amendment, so long as ICPI PaverPAC remains in existence, unless such amendment is necessary for compliance with applicable legal requirements.

#### **Article XII - Dissolution**

ICPI PaverPAC may be dissolved at any time by the majority vote of the ICPI Board of Directors. In the event of such dissolution, all funds contained in ICPI PaverPAC campaign depository shall be paid into the general operating funds of ICPI and no part of the funds of ICPI PaverPAC shall inure to the benefit of any private individual.

### **3.8 Canadian Activities Fund**

- 3.8.1 The purpose of the Canadian Activities Fund (CAF) is to support opportunities or events in Canada that are consistent with the ICPI mission and strategic objectives.
- 3.8.2 Sponsorship is open to all members of ICPI.
- 3.8.3 There are three (3) sponsorship levels which are renewed annually: Platinum, Gold and Silver. Contributions are paid in Canadian Dollars and collected annually, or as required.
- 3.8.4 Sponsorship benefits commence when a formal commitment is received. Payment is required within 4 weeks of commitment.
- 3.8.5 Each Canadian Activities Fund Platinum Sponsor will designate a person to participate in the group that will vote on funding opportunities/events. The number of people in the group will be equal to the number of current Platinum sponsors.
- 3.8.6 If the Canadian Activities Fund Platinum Sponsors decide to terminate the fund, the CAF Platinum Sponsors will determine how the remaining funds will be disbursed. Anticipated opportunities/events that the Canadian Activities Fund could support may include, but is not limited to,
  - 3.8.6.1 Sponsorship of receptions at conferences or meetings

- 3.8.6.2 Co-sponsor ICP and/or PICIP Symposium
- 3.8.6.3 Regional training for design professionals or government agency staff
- 3.8.6.4 The intent is to fund opportunities/events across Canada. Preference will be giving to opportunities/events, in geographical areas, that have not benefited from past funding.

## 4. BOARD OF DIRECTORS

### 4.1 Members

- 4.1.1 Composition, Election and Term - The composition, election and terms are defined in the Bylaws. In an effort to provide for continuity of the Board, the attempt should be to have one third (1/3) of the members of the Board elected each year for a three-year term. A member may serve three consecutive terms or nine (9) years. If a member serves three consecutive terms, they must wait one (1) year to be eligible for re-election.
- 4.1.2 Nomination - Each Fall the Secretary-Treasurer sends a request for candidates to fill the open positions on the Board of Directors for the upcoming year to all ICPI voting members requesting candidates which will be given to the Leadership Development and Succession Committee for consideration. Members may nominate one candidate for each open position. Thirty (30) days shall be allowed for nominations from the membership. Members nominating candidates must first contact the candidate prior to submitting the nomination form to confirm the willingness of the nominee to serve and attend the Board of Directors meetings. The Leadership Development and Succession Committee will determine the slate of directors and send advance notice to all voting members. Voting members will have fourteen (14) days to propose additional nominees to be added to the ballot. Voting members proposing additional nominees will provide written confirmation of nominee's willingness to serve on the Board and attend Board meetings.
- 4.1.3 Election - The Election of the Board of Directors will be made by mail ballot of all voting member representatives. Each member will be allowed to cast one ballot. Thirty (30) days shall be allowed for ballots to be returned. Ballots can be sent by mail, email or by facsimile requiring a signature of the member representative.
- 4.1.4 Installation - Directors are installed in a ceremony arranged by the Chair before the end of the Annual Meeting Board of Directors meeting.
- 4.1.5 Vacancies - Vacancies are described in the Bylaws Section 7.
- 4.1.6 Removal from Office - When a Director fails to carry out the duties of their office, fails to adhere to the laws under which the Association is incorporated, violates ethical standards, does not fulfill their duties according to the policies, procedures, and rules of ICPI, or does not perform to the satisfaction of the membership, action may be initiated to remove their from office. Such action must be approved by two-thirds (2/3) vote of the members of the Board of Directors.
  - 4.1.6.1 The Chair may declare the office vacant and submit their action for approval of the Board, listing the reason(s) for such action; or
  - 4.1.6.2 A member of the Board of Directors may move, during any meeting of the Board, to remove the Director. Such action must follow Roberts Rules of Order; or
  - 4.1.6.3 Member(s) of the Board of Directors may circulate a petition securing signatures of the Board members. If two-thirds (2/3) of the members of the Board of Directors sign the removal petition, the petition is presented to the Chair who immediately notifies the Director of their removal.

### 4.2 Open Board of Directors Meeting Policy

- 4.2.1 The Board of Directors meeting is open to all registered ICPI members at the Annual and Summer meetings.
- 4.2.2 Open Board of Directors meetings shall be announced in the Paver Express and communicated to members in the registration confirmation for the Annual or Summer Meeting.

- 4.2.3 All members attending the Board of Directors meeting shall be considered guests and shall sign in and be given an agenda along with these guidelines.
- 4.2.4 Guests shall be seated in the gallery and shall not speak at the meeting due to the limited time for the Board of Directors meeting unless the guest is invited by the Chair.
- 4.2.5 The chair can call the meeting into executive session and guests shall be asked to leave the meeting during that time. All other ICPI policies shall remain in place for ICPI meetings such as no recordings of meetings are allowed.
- 4.2.6 The Chair shall reserve the right to call a closed meeting of the Board of Directors.
- 4.2.7 Open to all Past Chairs of ICPI Board of Directors, in an advisory capacity.

#### **4.3 Duties of the Board**

- 4.3.1 Policy - The Board has supervision, direction, and control of the affairs of the Association. The Board will give undivided allegiance to the association when making decisions affecting the association. The Board appoints or terminates the Executive Director. It may appoint agents to assist with the carrying out of its duties as it deems advisable and may assign duties and delegate authority to its officers and committees as it sees fit. The Board must approve all positions taken on behalf of ICPI before legislative, regulatory and standard making bodies. The Executive Committee may act upon legislative and regulatory issues that arise between Board meetings as long as it still supports the best interest of the industry. All Board actions must be in compliance with the laws of the Commonwealth of Virginia and the Association Bylaws.
- 4.3.2 Procedures - All procedures for carrying out these policies are enumerated by section in this manual.

#### **4.4 Meetings**

- 4.4.1 Quorum - A quorum is defined in the Bylaws, Article VI, Section 8-3.
- 4.4.2 Order of Business - The Chair develops the order of business for Board meetings. When a quorum is established the agenda is presented and any necessary changes made then acted upon by the Board. The agenda may be altered or suspended by a majority vote of the voting members present.
- 4.4.3 Matters of Record - When any member of the Board believes a matter being acted upon is of questionable propriety, they may state their dissent and objection. The protest is recorded in the minutes. Also, they may register their protest by letter or memorandum that shall be made a part of the Association meeting records.
- 4.4.4 Minutes- The Secretary-Treasurer (who may designate this responsibility to staff) shall compile minutes of each meeting according to guidelines adopted by the Board and present them to the other Officers for review within two (2) weeks following the meeting. Following the Officers' review, the minutes are to be sent to each Board member within twenty-eight (28) days of the meeting.
- 4.4.5 Voting-Each member of the Board, whether elected or serving as an ex-officio member is entitled to one vote. No proxies can be extended, nor shall they be accepted at Board of Directors meetings.

#### **4.5 Special Meetings**

- 4.5.1 Special Meetings
  - 4.5.1.1 When it is deemed advisable, a special meeting may be called by the Chair, or by a resolution of the Board including one-third (1/3) of the members of the Board.
- 4.5.2 Time, place, agenda, quorum, minutes, etc., shall be handled the same as described in the Bylaws or this section.

### **5. OFFICERS AND STAFF**

- 5.1 Policy** - The elected officers of ICPI are the Chair, Chair-elect, Secretary-Treasurer and Immediate Past Chair. Qualifications duties, term and replacement are defined in the Bylaws. The immediate past Chair serves as an officer so long as their immediate successor is in office. Any officer may be removed for cause as determined by two-thirds (2/3) vote of the Board of Directors.

## 5.2 Procedures

- 5.2.1 Election - Officers are elected annually by the Board of Directors at the annual meeting. Election is by a majority of votes cast. If a candidate does not receive a majority vote, a runoff election is conducted between the two candidates with the largest number of votes.
- 5.2.2 Nomination and election of Chair - The Leadership Development and Succession committee presents candidates for each office separately. Candidates for Chair are first placed in nomination, the floor is then opened for other nominations and the Chair is elected.
- 5.2.3 Nomination and election of other Officers - Election of other officers follow with Chair-elect next, then Secretary-Treasurer.
- 5.2.4 Installation - Officers are installed in a ceremony arranged by the Chair before the end of the meeting in which they are elected.

**5.3 Taking Office** - Newly elected officers take office at the end of the annual meeting during which they are elected.

**5.4 Vacancies** - If an officer is unable to continue to serve in the office to which they have been elected, the Leadership Development and Succession Committee presents the name of a successor to the Board of Directors for approval to fill the unexpired term. The appointment is approved or rejected by vote of the Board of Directors. Should a vacancy occur during a meeting of the Board of Directors, the Leadership Development and Succession Committee will meet and present an appointee directly to the Board for a vote at that time.

- 5.4.1 If the Chair resigns, or for some other reason is unable to serve, they assume the position of immediate past Chair unless they are removed from office. The Chair-elect succeeds to the Chair. The Leadership Development and Succession Committee presents a Chair-elect whose name is submitted to the Board of Directors for approval as specified in the preceding paragraph.
- 5.4.2 If the Chair is removed from office, the office of Immediate Past Chair becomes vacant in the next year. The new Chair appoints a Past Chair to serve as Immediate Past Chair, following the above appointment procedure.

**5.5 Duties** - The duties of each officer are defined under the appropriate job description.

**5.6 Removal from Office** - When an officer fails to carry out the duties of their office, fails to adhere to the laws under which the Association is incorporated, violates ethical standards, does not fulfill their duties according to the policies, procedures, and rules of ICPI, or does not perform to the satisfaction of the membership, action may be initiated to remove themselves from office. Such action must be approved by two-thirds (2/3) vote of the members of the Board of Directors.

- 5.6.1 The Chair, or Chair-elect in the case of removal of the Chair, may declare the office vacant and submit their action for approval of the Board listing the reason(s) for such action; or
- 5.6.2 A member of the Board of Directors may move, during any meeting of the Board, to remove the officer. Such action must follow Robert's Rules of Order, or
- 5.6.3 Member(s) of the Board of Directors may circulate a petition securing signatures of the Board members. If two-thirds (2/3) of the members of the Board of Directors sign the removal petition, the petition is presented to the Chair who immediately notifies the officer of their removal.

## 5.7 Officer Job Descriptions

- 5.7.1 Policy - Officer Job descriptions are developed by the Leadership Development and Succession Committee and are submitted to the Dues and Bylaws Committee and Board of Directors for review and approval. They outline the authority, duties, and qualifications, of each officer. The Board may change staff job descriptions as it sees fit.

## 5.8 Chair

### 5.8.1 Distinguishing Features of Work

- 5.8.1.1 This is the top-level leadership position in ICPI. Authority is granted by the Board of Directors for the Chair to oversee the management of the Association, to make certain appointments and to

communicate matters of importance to the Board of Directors. Decisions are made within guidelines of legal provisions, the Association's Bylaws, and the policies and procedures adopted by the Board. The Incumbent provides direction to the Executive Director who supervises the day-to-day activities of the Association staff.

#### 5.8.2 Duties

- 5.8.2.1 Serve as chair of the Board of Directors, Executive Committee and the Compensation Committee;
- 5.8.2.2 Preside at meetings of the Association, the Board of Directors, the Executive Committee and the Compensation Committee;
- 5.8.2.3 Serve as an ex-officio member with the right to vote in all standing committees, ICPI Foundation Board of Trustees and Financial Review & Audit Committee;
- 5.8.2.4 Serve on the Literature Review Committee
- 5.8.2.5 Advise the Board of Directors of problems needing its attention and make suggestions to increase value for members of the Association;
- 5.8.2.6 Call special meetings as provided in the Bylaws;
- 5.8.2.7 Review and approve agendas for the Board of Directors meetings and the Executive Committee meetings;
- 5.8.2.8 Give general direction to the staff and membership in the operations of the Association;
- 5.8.2.9 Perform such other duties as may be necessary to the position of Chair and/or as assigned by the Board of Directors;
- 5.8.2.10 Serve as Immediate Past Chair upon leaving office as Chair as provided by the policies and procedures;
- 5.8.2.11 Appoint committee chairs and vice-chairs;
- 5.8.2.12 Appoint special committees and members of those committees;
- 5.8.2.13 Appoint a member of the Leadership Development & Succession Committee.

#### 5.8.3 Qualifications

- 5.8.3.1 Any voting member in good standing of the Association;
- 5.8.3.2 Ability to lead, make decisions, and direct activities of an organization;
- 5.8.3.3 Elected by the Board of Directors.

### **5.9 Chair-elect**

#### 5.9.1 Distinguishing Features of Work

- 5.9.1.1 This is the second highest level leadership position in ICPI. Duties are assigned and authority delegated by the Board of Directors and the Chair. The Incumbent reports to the Chair and to the Board. Decisions are made within legal provisions, Association Bylaws, Policies, and procedures.

#### 5.9.2 Duties

- 5.9.2.1 Serve on the Board of Directors, Executive Committee, Financial Review and Audit Committee, Compensation Committee and Literature Review Committee;
- 5.9.2.2 Serve as ex-officio member with the right to vote on the ICPI Foundation Board of Trustees;
- 5.9.2.3 Serve for the Chair as directed by the Chair or the Board of Directors when the Chair is temporarily unable to perform their duties;
- 5.9.2.4 Succeed to the Chair in the event the Chair cannot serve on a permanent basis, should resign, or should be removed from office;
- 5.9.2.5 Serve as Chair of the Strategic Planning Committee when this special committee is appointed;
- 5.9.2.6 Appoint members for all standing committees, subcommittees and advisory committees. Serve as liaison to a standing committee(s) as directed by the Chair;
- 5.9.2.7 Appoint a member to the Leadership Development & Succession Committee
- 5.9.2.8 Perform such other duties as are assigned by the Chair and/or the Board of Directors.

#### 5.9.3 Qualifications

- 5.9.3.1 Any voting member in good standing with the Association;
- 5.9.3.2 Elected by the Board of Directors;
- 5.9.3.3 Ability to lead, make decisions, and direct activities of an organization;
- 5.9.3.4 Elected by the Board of Directors.

## **5.10 Secretary-Treasurer**

### **5.10.1 Distinguishing Features of Work**

- 5.10.1.1 This position shall be responsible for oversight of official records, minutes, state corporate filings, elections of directors and officers, that an annual audit is compiled, and financial reports are made to the Board of Directors and membership, and shall perform such other duties as are assigned by the Chair of the Board of Directors. All decisions are made within legal provisions, Association Bylaws, and policies and procedures.

### **5.10.2 Duties**

- 5.10.2.1 Serve on the Board of Directors, Executive Committee, Compensation Committee and Literature Review Committee;
- 5.10.2.2 Review and approve minutes of meetings of the Board of Directors and the Executive Committee;
- 5.10.2.3 Serves as corporate secretary and ensures all corporate filings are filed and presents resolutions to the board;
- 5.10.2.4 Oversees the maintenance of financial records and document retention policies of the Association;
- 5.10.2.5 Serve as Chair of the Financial Review and Audit Committee and works with Executive Director to ensure preparation of the annual budget, financial statements are made available to the Executive Committee and Board of Directors and oversees selection of auditors and meets with auditors annually to review audited financial statements, management letter and that tax returns are filed timely;
- 5.10.2.6 Ensure that bills are paid promptly and financial obligations are properly met within policies and procedures imposed by the Association;
- 5.10.2.7 Authorize disbursements as described in Section 9 Financial Management b) Banking;
- 5.10.2.8 Implements Board reserve and investment policy;
- 5.10.2.9 Ensures that insurances are kept in place and that proper risk management is followed;
- 5.10.2.10 Presents annual treasurer's report to membership at the annual meeting and reports on behalf of the Financial Review and Audit Committee to the Executive Committee and the Board of Directors;
- 5.10.2.11 Conduct studies on matters of interest to the Association as directed by the Chair and/or the Board of Directors;
- 5.10.2.12 Perform such other duties as may be assigned by the Chair and/or the Board of Directors.

### **5.10.3 Qualifications**

- 5.10.3.1 Any voting member in good standing of the Association;
- 5.10.3.2 Elected by the Board of Directors;
- 5.10.3.3 Knowledge of accounting with the ability to supervise financial operations and investments.

## **5.11 Immediate Past Chair**

### **5.11.1 Distinguishing Features of Work**

- 5.11.1.1 This is an advisory, support position that involves sharing experiences with the new Chair and the Executive Committee. All duties are carried out and decisions made within legal provisions and Association Bylaws, policies and procedures.

### **5.11.2 Duties**

- 5.11.2.1 Serve as a member of the Board, Executive Committee, Financial Review and Audit Committee, Compensation Committee and Literature Review Committee;
- 5.11.2.2 Chairs the Leadership Development & Succession Committee;
- 5.11.2.3 Chairs the Past Chair Breakfast meeting;



- 5.11.2.4 Provide information, support, and assistance to the Chair and the Executive Committee in carrying out programs of the Association;
- 5.11.2.5 Perform such other duties as assigned by the Chair and/or the Board of Directors.
- 5.11.3 Qualifications
  - 5.11.3.1 Be the immediate past Chair of ICPI;
  - 5.11.3.2 Ability to support and counsel to the Chair in directing the Association's programs.
  - 5.11.3.3 Must have completed a full term as Chair of ICPI.

## **5.12 Executive Director**

- 5.12.1 Distinguishing Features of Work
  - 5.12.1.1 Serves as the Chief Staff Officer under the direction of the Board Chair and Board of Directors. Has the full authority and responsibility for managing the ICPI, its headquarters and all programs with the established policies and guidelines. Is responsible for all administrative and programs outlined below as well as other duties as required. All decisions are made within legal provisions, Association Bylaws, and policies and procedures.
- 5.12.2 Duties
  - 5.12.2.1 Participate in, develop and implement the strategic plan for the association
  - 5.12.2.2 Assist leadership in carrying out the Association mission
  - 5.12.2.3 Plan, direct, and control headquarter operation so that programs of the Association are efficiently and economically operated;
  - 5.12.2.4 Hire and terminate employees and propose compensations and benefits for Compensation Committee approval.
  - 5.12.2.5 Serve as staff liaison to the ICPI Board of Directors, Executive Committee, Leadership Development and Succession Committee, Financial Review and Audit Committee, Government Relations Committee and from time to time Special Committees as established by the Board.
  - 5.12.2.6 Serve as staff liaison to the ICPI Foundation Board of Trustees, Financial Review and Audit Committee, Nominating Committee and Development Committee
  - 5.12.2.7 Serve as Treasurer of the ICPI PaverPAC;
  - 5.12.2.8 Supervise the handling of all correspondence as directed by the Chair;
  - 5.12.2.9 Prepare annual budget for the review of the Financial Review and Audit Committee and Executive Committee for adoption by the Board of Directors;
  - 5.12.2.10 Design, implement and review financial resources systems that provide for timely cash receipts and disbursements, cash flow management, investment program, internal control and financial reports as required by the Executive Committee and Board of Directors. Report to the Board any variances for the budget and conditions or factors influencing the variances;
  - 5.12.2.11 Prepare and recommend bylaw revisions and policies to the Dues and Bylaws Committee appropriate to ICPI's mission and objectives and continually maintain current statements of policy;
  - 5.12.2.12 Assist with public relations for the Association;
  - 5.12.2.13 Plan, organize and direct membership recruitment and retention programs;
  - 5.12.2.14 Provide staff support to the standing, special committees or task groups as required;
  - 5.12.2.15 Represent the Association with other organizations as directed;
  - 5.12.2.16 Supervise arrangements for meeting rooms, hotel rooms, transportation, etc., for the Association, Executive Committee, and other meetings, as directed;
  - 5.12.2.17 Distribute and maintain Association records such as minutes, reports, member records, etc.
  - 5.12.2.18 Participate in Executive Committee, Board of Directors and all membership meetings;
  - 5.12.2.19 Perform such other duties as may be assigned by the Chair and the Board of Directors or Executive Committee.
- 5.12.3 Qualifications

- 5.12.3.1 Preferably an association management and educational experience background;
- 5.12.3.2 Preferably at least five years senior management experience with a trade association;
- 5.12.3.3 Ability to plan, organize, and direct a staff;
- 5.12.3.4 Knowledge of accounting procedures and financial reports.

## **5.13 Technical Director**

### **5.13.1 Distinguishing Features of Work**

- 5.13.1.1 This is a key technical position in the association requiring management and implementation of a broad range of Association programs. Duties are assigned by the Executive Director and directly reports to them. Technical work is reviewed by the Executive Director, Executive Committee, Committee Chairs and the Board of Directors through reports, articles, presentations and conferences. All decisions are made within the legal provisions, Associations programs, Bylaws and policies and procedures.

### **5.13.2 Duties**

- 5.13.2.1 Serve as a technical resource to members, design professionals, contractors, project owners, public agencies and other users of interlocking concrete pavement;
- 5.13.2.2 Interact, liaise and support the Technical Committee Chair, Chairs of Other of the Standing Committees and the Executive Committee in the development of programs that fulfill the ICPI mission and Strategic Plan;
- 5.13.2.3 Plan, direct and implement programs approved by the Board of Directors and as directed by the Executive Director;
- 5.13.2.4 Participate in Executive Committee, Board of Directors and all membership meetings;
- 5.13.2.5 Represent the Association on industry standards and technical committees;
- 5.13.2.6 Serve as a subject matter expert for development of and revisions to certification courses for concrete paver installers.
- 5.13.2.7 Serve as a subject matter expert for development and implementation of continuing education programs.
- 5.13.2.8 Negotiate and implement service agreements with outside service providers for technical programs;
- 5.13.2.9 Research, write and edit technical bulletins, technical manuals, research reports prepared by others, software, audio-visual presentations, and promotional brochures;
- 5.13.2.10 Write technical articles for user publications
- 5.13.2.11 Participate in the solicitation and retention of membership;
- 5.13.2.12 Serve as staff liaison to the ICPI Foundation Program Committee, solicit proposals, manage projects, review deliverables from ICPI Foundation projects, develop project summaries and presentations on same
- 5.13.2.13 Act as liaison, influence and give presentations to state, provincial and federal agencies state/provincial Departments of Transportation, municipal officials, local airport and port authorities, as well as associations that represent users of concrete pavers;
- 5.13.2.14 Consult with individual members on specific projects by rendering advice based on ICPI industry best practices construction guidelines and specifications for specific applications (verbal and written) while referencing ICPI technical documents;
- 5.13.2.15 Consult with design professionals (engineers, architects, and landscape architects) and contractors on specific projects by providing design and construction guidelines and specifications for specific applications;
- 5.13.2.16 Coordinate meetings, write and present instructional materials for, commercial sales schools and paver schools;
- 5.13.2.17 Oversee and build the ICPI library of technical papers and resource library;
- 5.13.2.18 Develop and coordinate research projects to advance the state of knowledge of the industry; by

- acting as the ICPI Foundation for Education & Research Program Committee liaison;
- 5.13.2.19 Perform such other duties as may be assigned by the Executive Director.

#### 5.13.3 Qualifications

- 5.13.3.1 Preferably professional degree in engineering, architecture or landscape architecture; graduate degree desirable
- 5.13.3.2 Preferably at least five years' experience in design and construction;
- 5.13.3.3 Ability to plan, organize and direct Association programs and support staff;
- 5.13.3.4 Proven writing and presentation skills.

### **5.14 Director of Engineering**

#### 5.14.1 Distinguishing Features of Work

- 5.14.1.1 This position expands the technical support in ICPI, which requires management and implementation of a broad range of Association programs. The Executive Director assigns duties to the Director of Engineering and the position reports to them. All decisions are made within the legal provisions, Associations programs, Bylaws and policies and procedures.

#### 5.14.2 Duties

- 5.14.2.1 Serve as a technical resource to members, design professionals, contractors and other users of interlocking concrete pavement;
- 5.14.2.2 Serve as staff liaison for the Construction Committee
- 5.14.2.3 Serve as staff liaison for the Canadian Government Relations Subcommittee
- 5.14.2.4 Interact, liaise and support the ICPI standing committees and Executive Committee in the development of programs that fulfill the ICPI mission and Strategic Plan;
- 5.14.2.5 Participate in Executive Committee, Board of Directors and membership meetings as directed by the Executive Director;
- 5.14.2.6 Participate as a subject matter expert in the development and revision of courses for in-person and online training
  - 5.14.2.6.1 Continuing education programs; for installers, instructors, academia, government agencies and design professionals;
  - 5.14.2.6.2 Present courses and continuing education programs for installers, instructors, academia, government agencies and design professionals;
- 5.14.2.7 Assist in the research, writing and editing (a) technical bulletins, (b) technical manuals, (c) research reports prepared by others, (d) software, (e) audio-visual presentations, (f) articles for ICPI publications and (g) promotional brochures;
- 5.14.2.8 Consult with individual members
- 5.14.2.9 Consult with design professionals (engineers, architects, and landscape architects) and contractors on specific projects directing them to relevant construction guidelines and specifications for specific applications (verbal and written);
- 5.14.2.10 Assist in the development and coordination of research projects to advance the state of knowledge of the industry;
- 5.14.2.11 Manage the Canadian Activities Fund, solicit support, prepare proposals, monitor budget and report activities to the membership;
- 5.14.2.12 Manage outdoor activities for Hardscape North America including demonstrations, installer championship and solicitation for materials.
- 5.14.2.13 Organize the Canadian Activities Meeting;
- 5.14.2.14 Represent ICPI at trade shows and conferences;
- 5.14.2.15 Participate in; technical committees of other related associations (ASCE, TAC)
- 5.14.2.16 Chair the CSA A231 Technical Committee;
- 5.14.2.17 Participate in the solicitation and retention of membership

5.14.2.18 Perform such other duties as may be assigned by the Executive Director.

#### 5.14.3 Qualifications

- 5.14.3.1 Registered professional engineer with a degree in civil or construction engineering
- 5.14.3.2 Minimum 5 years of experience in geotechnical g-design, pavement design and/or materials testing,
- 5.14.3.3 Ability to plan, organize and direct association programs and support staff;
- 5.14.3.4 Proven English writing, speaking and presentation skills;
- 5.14.3.5 Spanish and French language skills desirable
- 5.14.3.6 Experience in writing technical guides and publications preferred;
- 5.14.3.7 Excellent self-starter with strong time management skills;
- 5.14.3.8 Knowledge of safety issues preferred;
- 5.14.3.9 Ability to travel significantly to meetings, conferences and member locations;
- 5.14.3.10 Demonstrated interest on continuous improvement of their education;
- 5.14.3.11 Computer competence

### **5.15 Director of Marketing and Membership**

#### 5.15.1 Distinguishing Features of Work

5.15.1.1 This position is responsible for planning, development and implementation of all of ICPI's marketing and membership goals, objectives, strategies, and tactics. Oversees external public relations as well as internal membership communications, development of marketing materials and services in support of ICPI programs and member marketing needs. Directs staff assisting in membership data and development, marketing, communications and public relations. Coordinates strategic and tactical activities with ICPI education, workforce development, technical, construction, advocacy, HNA and meeting committee programs. The position reports to the Executive Director.

#### 5.15.2 Duties

- 5.15.2.1 Serve as marketing resource to members, design professionals, contractors, homeowners, municipalities and other users of segmental concrete pavement.
- 5.15.2.2 Interact, liaise and support the ICPI committees in the development of marketing programs that fulfill the ICPI mission and Strategic Plan goals, objectives and tactics.
- 5.15.2.3 Participate in membership meetings as directed by the Executive Director
- 5.15.2.4 Serve as staff liaison to the Marketing Committee and Meetings, Membership and Trade Show Committee
- 5.15.2.5 Supervise Manager of Membership and Administration including oversight of office administration and membership development, retention and member services
- 5.15.2.6 Supervise Marketing & Meetings Coordinator to implement marketing strategies, web site, social media and events.
- 5.15.2.7 Oversee association brand guidelines including public messaging, logos, fonts, use of color, images and narratives and graphics for all member and public communications.
- 5.15.2.8 Create and implement overall marketing and communications strategy, including the creation of strategic marketing plans and timelines
- 5.15.2.9 Manage social media outlets including Facebook, Twitter, and LinkedIn, YouTube, Pinterest and other social sites to ensure timely communication of association messaging
- 5.15.2.10 Initiate and collaborate internally and with external consultants in the design and production of marketing collateral, craft promotional messages for member and HNA event promotions, brochures, ICPI websites, videos, and other materials.
- 5.15.2.11 Oversee the design and management of all association websites, including content, design, navigation, SEO and integration with social media
- 5.15.2.12 Responsible for design, production, promotion, advertising and distribution of all print and electronic communication tools including: ICPI Annual Report, Summer and Annual Meeting Highlights, *Paver*

*Express*, bi-weekly newsletter, ICPI media center and serve as review and clearinghouse for all email communications to membership.

- 5.15.2.13 Oversee advertising sales efforts for all publications/electronic media
  - 5.15.2.14 Manage public relations efforts and placement of articles; Develop and maintain relationships with industry trade magazines and trade media in order to best promote segmental pavement systems and ICPI
  - 5.15.2.15 Conduct industry and association research to support the marketing goals and objectives including annual industry sales survey
  - 5.15.2.16 Develops, directs, and/or implements marketing plans for budgets, and logistics for events including ICPI exhibits at trade shows, ICPI's Hardscape North America Trade Show Exhibit, plus advertising/promotion of ICPI publications, software programs and services.
  - 5.15.2.17 Oversee membership development efforts, develop and monitor an ongoing membership plan with goals and metrics for projects for increasing and retaining membership
  - 5.15.2.18 Oversee HNA Awards program and ICPI exhibit booth and branding
  - 5.15.2.19 Develop budgets and track financial progress of member acquisition, retention, and marketing projects
  - 5.15.2.20 Represent association at events and trade shows, develop exhibit booths, manage logistics and budget
  - 5.15.2.21 Perform such other duties as may be assigned by the Executive Director
- 5.15.3 Qualifications
- 5.15.3.1 Bachelor's degree in Marketing, Communications, English or Public Relations
  - 5.15.3.2 Experience in product and association marketing preferable;
  - 5.15.3.3 Minimum of five years' experience in product and association marketing preferred
  - 5.15.3.4 Ability to plan, organize and direct association programs and support staff;
  - 5.15.3.5 Proven writing, speaking and presentation skills.
  - 5.15.3.6 Ability to pack and unpack boxes (up to 75 lbs) for trade show booths and stand at a trade show booth up to 10 hours a day.
  - 5.15.3.7 Ability to manage multiple projects at once and meet multiple deadlines
  - 5.15.3.8 Ability to lead meetings and conference calls and present programs and services in a clear and concise way.
  - 5.15.3.9 Ability to be a team player which means executing jobs small and large, i.e. taking meeting minutes, development and implementing marketing programs to packing boxes
  - 5.15.3.10 Ability to conduct market research and interpret the results using various research methodologies
  - 5.15.3.11 Experience in writing case studies and publications preferred
  - 5.15.3.12 Excellent self-starter with strong time management skills
  - 5.15.3.13 Knowledge of commercial and residential construction desirable
  - 5.15.3.14 Ability to travel significantly to conferences and member location
  - 5.15.3.15 Demonstrated interest on continuous improvement of their education

## **5.16 Director of Education and Workforce Development**

### 5.16.1 Distinguishing Features of Work

- 5.16.1.1 This position is responsible for overall development, delivery, administration and supervision of all ICPI education programs for design professionals, contractors and industry sales personnel. The position is responsible for workforce development programs, continuing education programs, courses, concrete paver installer certification and related installer and sales designations, the Hardscape North America trade show education program, the Virtual Hardscape North America education program, webinars, and a learning management system development and augmentation. This position is responsible for executing workforce development and education strategic plan tactics and is responsible for the supporting budgets, for those programs.

5.16.1.2 As the top education position in the association the Director of Education & Workforce Development reports directly to the Executive Director. All decisions are made within ICPI legal provisions, bylaws, policies, association strategic plan, education road map, programs, and proven procedures.

#### 5.16.2 Duties

5.16.2.1 Identify, implement and improve education programs. Including promotion of new plus improved educational offerings in support of the education road map and deliverables to audiences noted in it;

5.16.2.2 Serves as an education resource to members, design professionals, contractors and other users of segmental concrete pavement;

5.16.2.3 Direct, lead, liaise and support the Education Committee, Workforce Development Advisory Committee and the Executive Committee in the development of educational programs that fulfill the ICPI mission and Strategic Plan; work with ICPI Technical staff chairs and their committees as needed to gain consensus and direction on design, construction and maintenance best practices education;

5.16.2.4 Plan, direct and implement programs approved by the Board of Directors and as directed by the Executive Director;

5.16.2.5 Participate in Education Committee, Workforce Development Special Committee, Executive Committee, Board of Directors and membership meetings, twice a year, plus additional meeting(s) as needed;

5.16.2.6 Oversee development and promotion of annual education schedule including courses, webinars, continuing education, learning management system, and conferences.

5.16.2.7 Negotiate and implement service agreements with outside service providers for education and workforce development related programs;

5.16.2.8 Develop and implement certification courses and continuing education programs for concrete paver installers in coordination with subject matter experts;

5.16.2.9 Research, write and edit/update education bulletins, education manuals, audio-visual presentations and promotional brochures;

5.16.2.10 Develop relationships with third-party education providers (universities, community colleges/vocational schools, high schools, national and regional trades training organizations and design professional associations), that could provide training to current and future users of concrete pavers and related products;

5.16.2.11 Develop, liaise and support the Workforce Development Team, with the development and delivery of educational programs to third-party education providers;

5.16.2.12 Develop educational proposals for consideration of funding by the ICPI Foundation for Education and Research;

5.16.2.13 Supervise the Education Program Coordinator and Online Education Coordinator;

5.16.2.14 Participate in the solicitation and retention of membership;

5.16.2.15 Perform such other duties as may be assigned by the Executive Director.

#### 5.16.3 Qualifications

5.16.3.1 Bachelor's degree and direct experience in education, adult learning, business, marketing, communications or related field experience;

5.16.3.2 Preferably at least five years' experience in design and development of education programing; education in construction materials experience is a plus.

5.16.3.3 Demonstrated experience in program/content development and implementation, learning management systems, instructional design, program management, committee management and volunteer support;

5.16.3.4 Ability to plan, organize and direct Association programs and support staff,

5.16.3.5 Proven writing and presentation skills;

5.16.3.6 Supervisory skills;

5.16.3.7 Competence in Microsoft Outlook, Word, PowerPoint, Excel and Adobe Acrobat;

5.16.3.8 Ability to travel.

## 6. COMMITTEES

### 6.1 Committee Structure

6.1.1 Committees - The ICPI Board and Standing Committees are described in the Bylaws.

6.1.2 Composition – Standing Committees are composed of a maximum of thirty (30) members per committee, excluding Committee Chair, ICPI Chair of the Board (who automatically has voting rights on all committees. Any voting member in good standing is encouraged to seek representation on a committee.

6.1.3 Committee Chairs

6.1.3.1 Are appointed by the ICPI Chair of the Board. When there is a vacancy, the Chair will notify all respective committee members, requesting nominations to fill the seat;

6.1.3.2 Are appointed to take their seats at the conclusion of the ICPI Annual Meeting;

6.1.3.3 Serve a one-year term. Term will include one Summer Meeting and one Annual Meeting. Committee chairs will make a two-year commitment, giving the ICPI Chair of the Board the option to reappoint or appoint a new committee chair following each Annual Meeting;

6.1.3.4 Are required to attend and chair their respective committee meetings at Summer Meeting and Annual Meetings. They will also attend the Spring and Fall Executive Committee Meeting as well as any other meetings called by the ICPI Chair of the Board;

6.1.3.5 Are required to serve one (1) additional year as a committee member following their removal/end of term as chair of that committee;

6.1.3.6 Recommend appointments to the ICPI Chair-elect of the Board for committee appointment day and when a vacancy exists on their committee;

6.1.3.7 Develop an agenda for all meetings of the committee based upon ICPI's Strategic Plan;

6.1.3.8 Serve as a voting member of the Executive Committee and attend meetings of that committee;

6.1.3.9 Appoint task groups as necessary and monitor their work;

6.1.3.10 Expedite work assigned or referred to the committee by the Board of Directors and/or the Chair;

6.1.3.11 Submit written reports on committee actions and recommendations to the Executive Committee and Board of Directors as appropriate;

6.1.3.12 Keep all committee members informed of all meetings and committee reports;

6.1.3.13 Oversee staff's efforts to record, compile, and circulate minutes as required by association policy and procedure;

6.1.3.14 Perform such other duties as may be assigned by the Board of Directors, Executive Committee and/or the Chair;

6.1.3.15 No more than two committee chairs shall be eligible from the same company, its affiliates, divisions, or subsidiaries.

6.1.3.16 Committee Chair can excuse member's attendance at a committee meeting based on an emergency. The Chair will announce during the roll call that the member has been excused and it will be recorded in the minutes;

6.1.3.17 Serve on the Literature Review Committee

6.1.4 Committee Vice-Chairs

6.1.4.1 Are appointed by the ICPI Chair of the Board;

6.1.4.2 Are appointed and take their seats at the conclusion of the ICPI Annual Meeting;

6.1.4.3 Serve a one-year term. Term will include one (1) Summer Meeting and one Annual Meeting.

Committee Vice-Chairs will make a two-year commitment, giving the ICPI Chair of the Board the option to reappoint or appoint a new committee Vice-Chair following each Annual Meeting;

6.1.4.4 Are required to attend the Summer Meeting and Annual Meeting;---

6.1.4.5 In the event the Chair cannot attend a meeting, the Vice-Chair assumes the duties of Chair;

- 6.1.4.6 In the event the Chair cannot attend a meeting of the Executive Committee meeting or the Board of Directors, the Vice-Chair assumes the duties of the Committee Chair, with the right to vote.
- 6.1.4.7 Serve on the Literature Review Committee
- 6.1.5 Committee Members
  - 6.1.5.1 Are appointed by ICPI Chair-Elect of the Board who has the authority to appoint or remove committee members. ICPI Chair-Elect must use proper diligence and fairness in making appointments, assuring that all regions and membership categories are fairly represented;
  - 6.1.5.2 Term shall not exceed three (3) years;
  - 6.1.5.3 Will have staggered appointments to assure continuity.
  - 6.1.5.4 Are required to attend the Summer Meeting and Annual Meetings;
  - 6.1.5.5 Missing two (2) consecutive committee meetings, unless excused by the Chair, will automatically result in their removal as a committee member. Committee minutes will reflect both committee members present and those members not present in order to implement this policy. This will ensure accurate requirements for quorums. Staff will correspond to committee members who missed a meeting and notify them that if they miss a consecutive meeting, they are removed from the committee, unless they are excused by the committee chair. The Committee Chair may use discretion in determining whether to excuse an absence. Excused absences due to business or financial conditions are prohibited.
  - 6.1.5.6 Have voting status and can serve on a maximum of three (3) committees. No proxies can be extended, nor will they be accepted at committee meetings; Committee members shall not temporarily substitute another person to sit on the committee, even if they represent the same company.
  - 6.1.5.7 Committee members shall be from companies with voting status as described in the ICPI Bylaws;
  - 6.1.5.8 No more than three (3) members from the same company, its affiliates, divisions, or subsidiaries shall be eligible to serve on the same committee.
    - 6.1.5.8.1 In the case that an Associate member has been acquired by another member, one extra seat will be allocated, for a total of four (4) committee seats, to the parent company so a representative of their Associate member acquisition may remain active on the standing committee. In no event can the parent or associate company occupy all four (4) seats, it must be a combination of four. This extra seat must also be filled by the Associate member representative for that committee and the Associate member must remain in good standing in regards to their membership with ICPI.
- 6.1.6 Vacancy

A vacancy a committee during the year will be replaced for the current term of that member vacating the seat by the Chair-elect based on a recommendation from the Committee Chair. The member company from which the vacancy occurred may recommend a replacement from the same company to either the Chair-elect or Committee Chair. If the member company does not recommend for consideration a replacement from the same company, the Chair-elect shall then consider replacements from the waiting list and/or the membership at-large or leave the seat vacant.
- 6.1.7 Quorum

A quorum of a committee shall consist of a majority of the members currently appointed to that committee. Any less than a quorum may meet but no action may be taken.
- 6.1.8 Committee Minutes, Reports and Recommendations
  - 6.1.8.1 Committee chair provides for minute taking;
  - 6.1.8.2 Committee minutes will reflect a roster of committee member attendance;
  - 6.1.8.3 Committee action items are provided to all Board members preceding each Board meeting;
  - 6.1.8.4 Committee recommendations that will have a financial impact on the budget are to include revenue and expenses expected from the program or service;
  - 6.1.8.5 Staff shall compile minutes of each meeting according to guidelines adopted by the Board and present



them to the Committee Chair for review within two (2) weeks following the meeting. Following the Chair's review, the minutes are to be sent to each Committee member within twenty-eight (28) days of the meeting.

6.1.9 Budget

Each Committee Chair shall submit to the Secretary-Treasurer and Executive Director by January 15 any new anticipated budget items for programs from their committee for the next fiscal year.

6.1.10 Bylaws and Policies

Each Committee Chair shall submit to the Dues and Bylaws Committee Chair any proposed bylaw or policy changes prior to the Dues and Bylaws Committee meeting.

6.1.11 Setting of Committee Agendas and Distribution of Materials at Committee Meetings

6.1.11.1 All committee agendas shall be sent to all members of the committee at least 3 weeks prior to the meeting for ideas and additions. Agendas shall be and sent out 2 weeks prior to the meeting.

6.1.11.2 After that time any new items would be brought up under an item called "New Business" on the agenda. The Committee Chair has the authority to address "New Business" items at the meeting or table them to the next meeting. Any new items requiring financial resources shall be tabled unless determined by the Committee Chair to be an emergency.

6.1.11.3 All handout materials produced by members for all meetings shall be submitted on plain paper (letterhead not allowed) or e-mail and are expected to be submitted three weeks prior to the committee meeting to allow for distribution to the committee members. Last minute items shall be submitted to the ICPI Chair, Committee Chair or staff liaison for the committee for approval prior to distribution to the committee.

6.1.11.4 The committee Chair shall maintain the authority to move agenda items to facilitate members or guest's schedules and discussion as the Chair deems necessary.

**6.2 Executive Committee (Board Committee)**

6.2.1 Composition and Authority

The Executive Committee composition is defined in the bylaws under Article VIII, Section 3. No more than two (2) companies would be allowed to have two (2) members from the same company, its affiliates, divisions, or subsidiaries serving on the Executive Committee. In the case where a member of the Executive Committee has been acquired by another member who is also represented on the Executive Committee, or an Executive Committee member changes employment and the number of members from the same company would exceed two, the person from the acquired company can serve until the conclusion of the next Annual Meeting. The Executive Committee will never have more than three (3) members from the same company. The Executive Director serves as an ex-officio, non-voting member. The Chair may appoint ICPI members as advisors to the Executive Committee. The advisors would have a non-voting status during the term of the appointment. The Committee's duties are assigned and its authority delegated by the Board. All acts of the Executive Committee are submitted to the Board for review, revision, and approval as the Board deems advisable.

6.2.2 Meetings

The Executive Committee shall meet at least four (4) times per year: Annual Meeting, spring, Summer Meeting, fall meetings and other such times as called for by the Chair of the Board.

6.2.3 Duties

6.2.3.1 The Executive Committee may act upon matters that arise between Board meetings. In no case shall such actions reverse decisions made by the Board; the Executive Committee may, however, postpone Board decisions if it is decided that new information has come to light that may have influenced the decision made. Actions taken by the Executive Committee that have financial implications may be made only to the extent that no more than \$75,000 for any unbudgeted expense or increase of any approved budgeted line item is changed and requires three quarter majority vote in favor. In no case

shall the aggregate of changes made by the Executive Committee be greater than \$150,000 in a given fiscal year. The Board shall be notified in ten (10) days when the Executive Committee take such actions that reach the aforementioned limits or postpone a decision of the Board. Otherwise minor budget changes will be sent along with the minutes. In no case shall the Executive Committee approve budgetary changes greater than \$10,000 that result in the budgeted expenses exceeding revenues unless the current forecast for the fiscal year shows an excess of revenues over expenses or that the current reserve is greater than the Board reserve goal and, in either case, will cover the proposed budgetary change.

6.2.1.2 Review and approve annual staff objectives;

6.2.1.3 Responsible for the ICPI Annual Meeting and Summer Meeting schedule and activities.

#### 6.2.2 Procedures

6.2.2.1 In the interval between meetings, the Committee acts for the Association, handling routine affairs, and implementing changes as directed by the Board. For purposes of clarification, "routine affairs" do not include employing and/or terminating the Executive Director, disposing of Association properties, moving the office, or making final decisions on major contracts.

6.2.2.2 The Executive Committee maintains liaison with the Executive Director to ensure that the implementation of association programs and services are carried out.

6.2.2.3 The Executive Committee reports its activities to the Board at all Board meetings and at such other times as deemed advisable by the Chair.

6.2.2.4 Meetings of the Executive Committee are called by the Chair, as they deem necessary. They must call a meeting upon written request of three (3) members of the Committee, provided the written request is delivered ten (10) days before the desired meeting date to the Chair's designated official address. The Chair may waive this time requirement as they deem advisable.

6.2.2.5 In the event the Executive Committee perceives the need for termination and/or employment of the Executive Director or making a change in location of the ICPI national office, its recommendations will be made to the Board through the Chair. The Chair, under their authority to appoint special committees, may appoint a Search or Study Committee to address the problem or need and to make its recommendations directly to the Board. Should the Board deem it advisable, the Board may appoint such committee(s).

6.2.2.6 When a matter arises that is not covered by policy or procedure and/or the Chair determines an action or matter needs immediate action, the Committee may adopt and implement a temporary solution. The Chair reports this action to the Board at its next meeting. Action taken cannot bind the Board beyond its next meeting date, at which time the Board will approve, modify, or terminate the action taken.

6.2.2.7 Minutes of each meeting are kept by the staff, reviewed by the Secretary-Treasurer and distributed by the Executive Director as directed by the Chair. The final draft of the Executive Committee minutes is distributed to the Board of Directors within seven days after they are reviewed by the Executive Committee.

#### 6.2.3 Meeting Attendance

6.2.3.1 Open to other individuals invited by the Chair of the committee, who have business before the committee.

6.2.3.2 Closed to all others.

### **6.3 Literature Review Committee (Board Committee)**

#### 6.3.1 Composition

The Literature Review Committee shall consist of the ICPI officers, Immediate Past Chair, Committee Chairs, Committee Vice-Chairs and others as designated by the ICPI Chair.

#### 6.3.2 Duties

The Literature Review Committee shall review all ICPI publications, videos, software, press releases,

position papers and other assets prior to printing and distribution.

#### 6.3.3 Meeting Attendance

6.3.3.1 Open to other individuals invited by the Chair of the committee, who have business before the committee.

6.3.3.2 Closed to all others.

### **6.4 Financial Review and Audit Committee (Board Committee)**

#### 6.4.1 Composition

The Financial Review and Audit Committee is defined in the Bylaws, Section VIII, 3.1 The Secretary-Treasurer serves as the Chair. It shall prepare the annual budget for review by the Executive Committee and approval of the Board of Directors. The Committee shall review and make recommendations on policies and procedures governing the generation of and expenditure of funds. The Committee also reviews financial statements throughout the year to track actual income and expenditures against the budget and brings any major variances to the attention of the Board of Directors. The Committee has the authority to approve budget changes to the Hardscape North America trade show providing the changes do not affect the original budgeted income or expenses by more than 5%.

#### 6.4.2 Procedures

6.4.2.1 The Committee confers with the ICPI staff to determine anticipated income and expenditures for the following year.

6.4.2.2 It reviews the budget and submits it with recommendations to the Executive Committee and then the Board of Directors.

6.4.2.3 The Committee reviews policies and procedures governing income and expenditures. Where appropriate, it makes recommendations to the Dues and Bylaws Committee for its review and inclusion in proposals submitted to any Board of Directors meeting.

#### 6.4.3 Meeting Attendance

6.4.3.1 Open to other individuals invited by the Chair of the committee, who have business before the committee.

6.4.3.2 Closed to all others.

### **6.5 Compensation Committee (Board Committee)**

#### 6.5.3 Composition and Duties

The Compensation Committee shall consist of the ICPI officers. The Chair of the Board shall act as chair. The Compensation Committee will have primary responsibility to set performance objectives and standards, measure results and determine compensation for the Executive Director and compensation for staff as proposed by the Executive Director. The Compensation Committee will consult and report objectives and performance appraisal results with the Executive Committee and Board of Directors of ICPI.

#### 6.5.4 Meeting Attendance

6.5.4.1 Open to other individuals invited by the Chair of the committee, who have business before the committee.

6.5.4.2 Closed to all others.

### **6.6 Leadership Development and Succession Committee (Board Committee)**

#### 6.6.1 Composition

The Leadership Development and Succession Committee composition is defined in the Bylaws Article VIII, Section 1.

#### 6.6.1 Procedures

6.6.2.1 The Leadership Development and Succession Committee shall meet to identify desired board members characteristics based on the following items:

6.6.1.1.1 Reviews mission, vision, goals and strategies

- 6.6.1.1.2 Identify major issues facing the industry
- 6.6.1.1.3 Profile current Board – identify strengths and weaknesses, diversity gaps
- 6.6.1.1.4 Determines any new skills, knowledge, personal contacts and other attributes needed to advance the strategic plan
- 6.6.1.1.5 Identify gaps between current and desired Board profile and exceptional board characteristics
- 6.6.1.1.6 Set desired competencies
- 6.6.1.2 The Leadership Development and Succession Committee shall work to achieve a balance of companies on the Board of Directors with regard to diversity criteria (as defined in Bylaws) and desired competencies of the Board as follows:
  - 6.6.1.2.1 Diversity criteria (as defined in Bylaws)
    - 6.6.1.2.1.1 Geography
    - 6.6.1.2.1.2 Company size
    - 6.6.1.2.1.3 Membership category
    - 6.6.1.2.1.4 Ethnicity, sex, race, etc.
  - 6.6.1.2.2 Desired competencies
    - 6.6.1.2.2.1 Expectations required of all Board members
    - 6.6.1.2.2.2 Committed to the mission and vision of ICPI
    - 6.6.1.2.2.3 Contribute the time necessary to be an effective Board member
    - 6.6.1.2.2.4 Ability to place the association’s interests and purpose above their own personal and professional interests when making decisions as a Board member
    - 6.6.1.2.2.5 Ability to listen, analyze, think clearly and creatively, and work well with individuals and groups, express opinion, engage constructively in discussion and debate and commitment to work effectively within a collective decision-making body.
    - 6.6.1.2.2.6 Willingness to prepare for and actively participate in board and committee meetings, ask relevant questions, take responsibility and follow through on a given assignment, open doors in the community and evaluate oneself.
    - 6.6.1.2.2.7 Willingness to develop certain skills, such as cultivating and soliciting funds, cultivating and recruiting members and volunteers, reading and understanding financial statements, learning more about the substantive program areas of the association.
    - 6.6.1.2.2.8 Possess honesty, ethical integrity, sensitivity and tolerance of differing views, a friendly, responsive and patient approach, community-building skills, personal integrity, a sense of values, concern for ICPI’s development and a sense of humor.
    - 6.6.1.2.2.9 Ability to think strategically for the future
    - 6.6.1.2.2.10 Ability to influence others
    - 6.6.1.2.2.11 Ability to comply with individual legal responsibilities including:
      - 6.6.1.2.2.12 Duty of care (come prepared, be informed)
      - 6.6.1.2.2.13 Duty of loyalty (put personal interests aside, act in best interest of association, conflict of interest policy)
      - 6.6.1.2.2.14 Duty of obedience (compliance with legal issues, accountability, bylaws, policies and laws)
      - 6.6.1.2.2.15 Other desired competencies set by the Leadership Development and Succession Committee as needed (i.e. experience with governance, involved in committees, industry experience, senior executive, past ICPI participation)
- 6.6.2 Nomination of potential leaders
  - 6.6.2.1 Nomination process
    - 6.6.2.1.1 Communication sent to all voting members informing member candidates of duties, expectations and eligibility requirements, diversity criteria and desired competencies
    - 6.6.2.1.2 The Secretary/Treasurer will send a call for nominations by email to voting members and

other communication methods where applicable. Nominations can be made by voting members in good standing or by the Leadership Development and Succession Committee.

6.6.2.1.3 Potential candidates will be sent an application and a packet of information about ICPI (strategic plan, KPIs, policy manual, annual report, etc.)

#### 6.6.2.2 Screening Process

6.6.2.2.1 Nominees submit a one-page application that includes:

6.6.2.2.1.1 Statement of intent and level of interest in serving on the board

6.6.2.2.1.2 Description of how the candidate meets desired competencies

6.6.2.2.1.3 Statement of the skills/experience the candidate expects to contribute to the board

6.6.2.2.1.4 Description of how the candidate will help ICPI reach its vision and goals

6.6.2.2.1.5 Agreement to fulfill time requirements and abide by bylaws and code of conduct

6.6.2.2.1.6 Leadership Development and Succession committee reviews applications and ranks qualities based on eligibility requirements, diversity criteria and desired competencies

6.6.2.2.1.7 Top candidates are interviewed by Leadership Development and Succession committee

6.6.2.3 The Leadership Development and Succession Committee shall prepare a slate of directors. A single or double slate of nominees may be presented for one or all elective offices director or officer positions open.

6.6.2.4 Notice is sent to all voting members of the nominated slate of directors selected by the Leadership Development and Succession Committee and given the option for members to nominate additional candidates to run against the slate.

6.6.2.4.1 If a candidate decides to run against the slate - The Election of the Board of Directors will be made by mail ballot of all voting members. Each member will be allowed to cast one ballot. Thirty (30) days shall be allowed for ballots to be returned. Ballots can be sent by mail, email or by facsimile requiring a signature of the member representative.

6.6.2.4.2 If there are no additional nominations against the slate – The Secretary/Treasurer casts one ballot on behalf of the membership and the Leadership Development and Succession Committee’s proposed slate are installed.

6.6.2.5 The Committee announces the elected Board of Directors and presents a slate of officers at the Annual Meeting General Session to the membership.

6.6.2.6 The Committee prepares a slate of nominees for officers, having authority to nominate any member eligible to hold office. Other nominations may be made from the floor at the time of the election of officers at the Annual Board of Directors meeting.

6.6.2.7 New Board Members must attend a board orientation.

#### 6.6.3 Meeting Attendance

6.6.3.1 Open to other individuals invited by the Chair of the committee, who have business before the committee.

6.6.3.2 Closed to all others

### 6.7 **Dues and Bylaws Committee (Standing Committee)**

#### 6.7.1 Charge

Reviewing and oversight of the dues schedule, ICPI Bylaws, and ICPI Statement of Policy (operating policies). This Committee continuously reviews the Association's Bylaws and policies and procedures to ensure that they are designed to assist in operations and the attainment of ICPI goals. Any Association member may recommend a change in Bylaws, or policies and procedures for the consideration by the committee.

#### 6.7.2 Procedures

Recommended changes shall be submitted to the Dues and Bylaws Committee prior to a meeting of the Association. The Committee reviews the recommended changes and recommends them to the Board of Directors

#### 6.7.3 Statement of Policy and Bylaws

Recommended changes to the Statement of Policy and/or Bylaws must be sent to the Dues and Bylaws Committee at least fourteen (14) days prior a regularly scheduled meeting to be considered by the Committee at the regular meeting. However, if the ICPI Chair determines a matter needs immediate attention, they may direct the Dues and Bylaws Committee to consider the matter and prepare a recommendation for Board review. Bylaws amendments will not be approved by the Board of Directors unless they are notified with (30) days-notice. The ICPI Chair may direct that the Committee's recommendations be acted on at any Board meeting, in which case a majority of voting members will decide, or the ICPI Chair may direct that the recommendation be submitted for mail ballot

### **6.8 Marketing Committee (Standing Committee)**

#### 6.8.1 Charge

Developing of strategies and promotional programs for pavers and awareness of ICPI and its resources to users. Market promotion will be consistent with ICPI's strategic plan and the directives of the Board of Directors. The marketing committee is responsible for reviewing marketing plans, establishing key performance indicators (KPIs) and promoting awareness ICPI programs, publications, web sites and social media activities.

### **6.9 Technical Committee (Standing Committee)**

#### 6.9.1 Charge

The Technical Committee develops product and manufacturing guidelines, including best practices and QC/QA recommendations. The committee provides documents and presentations on guidelines and standards for pavement products and their design, performance and management including life cycle cost analyses, and product category rules for environmental life cycle analyses and environmental product declarations. The committee develops technical training subject matter for industry production and sales personnel, the Commercial Technical Promotion Team and design professionals. It liaises with the Construction Committee on construction and maintenance guidelines and supports the Education and Marketing Committees with technical content for instruction and promotion. The Technical Committee creates and reviews Tech Specs on products, structural design, and pavement performance as well as guide specifications and detail drawings. Committee activities include writing and editing manuals on pavement design, maintenance and management, as well as maintaining a resource library of technical papers and books. The Technical Committee provides input to the ICPI Foundation Program Committee on Foundation-funded research and demonstration projects and may implement and monitor same. The Committee also initiates and improves software programs, as well as develops and maintains NCMA, ASTM, CSA, ASCE, AASHTO, FHWA and supports other U.S. and Canadian national/provincial/state/municipal groups and user associations with standards and guidelines. Besides issuing technical papers and providing presentations and technical assistance to these and other user groups, the committee works within ICPI and with external groups to implement the ICPI strategic plan that furthers institutionalizing segmental concrete pavements into society.

### **6.10 Construction Committee (Standing Committee)**

#### 6.10.1 Charge

Improving installation practices, contracting, safety, insurance and contractor business operations. Activities include, but are not limited to, liaise with the Technical Committee in the review of constructability references within standards, guide specifications and technical publications covering the construction of segmental concrete pavements, development of construction and maintenance related Tech Specs,

development of documents and specifications relating specifically to constructability and liaison with other associations regarding construction matters.

#### 6.10.2 Criteria to Consider New Material or Methods

- 6.10.2.1 Provide details of 10 successful and any unsuccessful installation including construction date, usage, any maintenance and post-construction evaluations performed at one, two and three years after installation.
- 6.10.2.2 Provide documentation which may include photos, drawing, research reports, financial analysis, etc.
- 6.10.2.3 Provide letter of support from three Construction Committee member indicating their experience or interest in considering the new method or material.
- 6.10.2.4 If considering materials or methods that has been previously considered, provide the new information and research or document how the proposed new material or method is different from previously considered materials and methods.
- 6.10.2.5 Provide details of how the new material or method is relevant to from a national perspective.
- 6.10.2.6 Provide statement from staff indicating the number and type of requests staff has responded to related to the new material or method.
- 6.10.2.7 For a new material or method to be considered by the Construction Committee, a proponent should assemble the documents that demonstrates the requirements have been met and submit to the Construction Committee's staff liaison. The documents will be reviewed with the committee's chair and vice-chair and a determination made as to whether all the criteria requirements have been met. When the requirements are satisfied, discussion of the new material or method will be added to the agenda for the next Construction Committee meeting.

### 6.11 **Government Relations Committee (Standing Committee)**

#### 6.11.1 Charge

Developing an advocacy program to prioritize legislative and regulatory issues. Activities include, but are not limited to, working with outside counsel to advocate, promote and defend industry interests concerning government policy and regulatory issues in the United States, Canada, state/provincial departments of transportation and municipalities that might impact the ICPI mission, establishing ICPI as the voice for segmental concrete pavements. Promoting the use of segmental concrete pavements in government agencies' procurement policies, design guidelines and specifications. The committee will also make recommendations on where to spend Political Action Committee funds.

### 6.12 **Meetings, Membership and Trade Show Committee (Standing Committee)**

#### 6.12.1 Charge

Developing, engaging and assessing of member satisfaction. The scope of this responsibility will include the evaluation, development and communication of ICPI products, services and programs for the ongoing benefit of membership and in support of ICPI's strategic goals. The Committee is also responsible for the evaluations and recommendations related to Trade Shows, annual and summer meeting city selections, meeting sponsorships, golf tournaments, plant tours, networking opportunities, receptions and events.

### 6.13 **Education Committee (Standing Committee)**

#### 6.13.1 Charge

Developing, implementing, and evaluating all ICPI educational programs that serve contractors, industry sales personnel, design professionals, and academia. The committee is responsible for ensuring that ICPI's education programs support the association's strategic plan, goals, and objectives.

### 6.14 **Special Committees**

#### 6.14.1 Policies

From time to time, and as deemed appropriate and necessary, the Chair or the Board of Directors may appoint a special committee to study and make recommendations on special problems or needs of the

Association. Special committees serve in an ad hoc capacity and are dissolved upon completion of their assigned task. The Chair and/or the Board will appoint a Chair for each special committee established. The members of special committees can be voting or non-voting members and/or non-members. The majority of the special committee must be voting members and the Chair must be a voting member.

#### 6.14.2 Procedures

6.14.2.1 Special committees are appointed by the Board of Directors or the Chair and are responsible to the Chair.

6.14.2.2 The special committee utilizes authority as delegated by the Chair and the Board of Directors to address specific problems.

6.14.2.3 The special committee reports directly to the Board or to the Chair as may be appropriate.

#### 6.14.3 Meeting Attendance

6.14.3.1 Open to all members unless specifically designated as a closed committee by the Chair of the Board or the Special Committee Chair with permission from the Chair of the Board.

6.14.3.2 Missing two (2) consecutive in person committee meetings will automatically result in their removal as a special committee member. Minutes will reflect both committee members present and those members not present in order to implement this policy. This will ensure accurate requirements for quorums. Staff will correspond to committee members who missed a meeting and notify them that if they miss a consecutive meeting, they are removed from the committee, unless they are excused by the subcommittee chair.

### 6.15 Task Groups

6.15.1 Composition- Shall consist of a maximum of five (5) members, one being its Chair; Committee Chairs will appoint Task Group Chair and members;

6.16.1.1 Task Group Chair must be a member of the respective committee from which the task is initiated;

6.16.1.2 Task Group membership can include committee members and other voting and non-voting members.

#### 6.15.1 Duties

Task Groups will provide all respective committee members with written reports prior to the Summer Meeting and/or the Annual Meeting.

#### 6.15.2 Meeting Attendance

The Chair of a Task Group can also invite other individuals as guests to the meetings they chair.

### 6.16 Subcommittees

#### 6.16.1 Composition

6.16.1.1 Shall consist of a maximum of twelve members, one being its Chair and one being Vice Chair;

6.16.1.2 Subcommittee members may be members not currently on a committee, currently on a standing committee or on the related standing committee. Only the chair of the subcommittee is required to be on the parent standing committee.

6.16.1.3 Subcommittee members can be voting or nonvoting members:

6.16.1.4 Subcommittee chair and vice chair are appointed by the Chair of the Board based on a recommendation from the related committee chair. The Subcommittee Chair is a member of the related committee.

6.16.1.5 Subcommittee members are appointed by the Chair-elect

6.16.1.6 Subcommittee Chair, Vice Chair and members terms are two years.

6.16.1.7 Subcommittee balance of membership categories be taken into consideration by Chair-elect when appointing members

#### 6.16.2 Procedures

6.16.2.1 Subcommittees of committees can be established by the Board of Directors

6.16.2.2 Subcommittee work is subject to overall review of related committee and Board of Directors

#### 6.16.3 Meeting Attendance



- 6.16.3.1 Open to all members.
- 6.16.3.2 Missing two (2) consecutive in person subcommittee meetings will automatically result in their removal as a subcommittee member. Subcommittee minutes will reflect both subcommittee members present and those members not present in order to implement this policy. This will ensure accurate requirements for quorums. Staff will correspond to subcommittee members who missed a meeting and notify them that if they miss a consecutive meeting, they are removed from the subcommittee, unless they are excused by the subcommittee chair. The subcommittee chair may use discretion in determining whether to excuse an absence. Excused absences due to business or financial conditions are prohibited.

6.16.4 The Canadian Government Relations Subcommittee

Charge: The Canadian Government Relations subcommittee is responsible for identifying Canadian legislative and regulatory issues affecting the industry. Activities include, but are not limited to, promote and defend industry interests concerning Canadian government policy and legislative proposals that might impact the ICPI mission, establishing ICPI as the voice for segmental concrete pavements among Canadian legislative bodies and regulatory agencies, and promote the use of segmental concrete pavements in Canadian government agencies' procurement policies, design guidelines and specifications.

6.16.5 Emerging Leaders Subcommittee

- 6.16.5.1 Charge: To increase member involvement with younger professionals, grow industry knowledge, and educate them on the benefits of ICPI and how it can support industry growth.

6.16.5.2 Goals:

- 6.16.5.2.1 Increase industry knowledge amongst those newest to the segmental concrete pavement industry.
- 6.16.5.2.2 Increase knowledge about the mission, vision and purpose of the Interlocking Concrete Pavement Institute (ICPI).
- 6.16.5.2.3 Leadership development for ICPI and member companies.

- 6.16.5.3 Composition: Young and/or new professionals (currently 45 & under)

**6.17 Advisory Committees**

6.17.1 Formation

- 6.17.1.1 The Chair of the Board will entertain requests from the Board, Committee chairs and staff for the formation of an Advisory Committee
- 6.17.1.2 The proposal shall include a clear charge and purpose for the establishment of such committee with a full explanation as to why its role cannot be accomplished by a Standing Committee.
- 6.17.1.3 The charge will state to whom the committee will report and make recommendations to.
- 6.17.1.4 If the Chair deems the request well-founded, the proposed formation will be distributed to all members of the Board of Directors at least thirty (30) days prior to the establishment of the Committee.

6.17.2 Composition

- 6.17.2.1 An Advisory committee shall be comprised of Chair, Vice Chair and members.
- 6.17.2.2 The Chair of the Board shall appoint the Chair and Vice Chair.
- 6.17.2.3 The Chair Elect of the Board will appoint the members to serve on the committee.
- 6.17.2.4 The number of members will be determined by the charge and purpose of the committee.
- 6.17.2.5 No more than three (3) members from the same company, its affiliates, divisions, or subsidiaries shall be eligible to serve on an Advisory committee at the same time.
- 6.17.2.6 The members of the committee can be voting or non-voting members and or non-members. The majority of the committee must be voting members and the Chair and Vice Chair must be a voting member.
- 6.17.2.7 Terms for Advisory committee members shall be three years, except for the Hardscape North America Trade Show Advisory Committee whose members will have only one-year terms.

### 6.17.3 Procedures

6.17.3.1 An Advisory Committee will operate as described in the Statement of Policy, Section 6a Committee Structure with the exceptions noted herein.

6.17.3.2 An Advisory Committee will make recommendations to the Board of Directors and/or Standing Committees they report to. The related Standing committee(s), staff or other governing body will then take action on the Advisory Committee's recommendations by passing their own motions which will then be forwarded to the ICPI Board of Directors.

### 6.17.4 Meetings

6.17.4.1 The committee will meet at least two (2) times per year in advance of the committee(s) or Board to whom it makes recommendations.

6.17.4.2 Meetings will occur primarily by online meeting or conference call, or possibly by another method deemed acceptable by the Chair.

### 6.17.1 Meeting Attendance

6.17.1.1 Meetings are open to all individuals who are employed by member companies or are members of ICPI and others invited by the Chair of the committee, who have business before the committee.

6.17.1.2 Missing three (3) consecutive committee conference calls will automatically result in their removal as an advisory committee member. Minutes will reflect both committee members present and those with and without excused absences.

## **6.18 Commercial Technical Promotion Advisory Committee**

### 6.18.1 Charge

6.18.1.1 The Commercial Technical Promotion Advisory Committee will identify and recommend activities that will:

6.18.1.2 Provide training to Commercial Technical Promotion Team members regarding ICPI tools, best practices and research.

6.18.1.3 Have Commercial Technical Promotion Team members communicate to staff opportunities to promote ICP and PICP to broader audiences and identify obstacles to the adoption of ICP and PICP, so that ICPI staff can take action.

### 6.18.2 Procedures

The Commercial Technical Promotion Advisory Committee will make recommendations to the Education, Government Relations, Marketing and Technical Committees. The related standing committees will then take action on the Commercial Technical Promotion Advisory Committee recommendations by passing their own motions which will then be forwarded to the ICPI Board of Directors.

### 6.18.3 Composition

6.18.3.1 The Commercial Technical Promotion Advisory Committee is composed of a maximum of 14 members including the committee chair

6.18.3.2 Appointments to the committee will include:

6.18.3.2.1 The current vice-chairs of the Education, Government Relations, Marketing and Technical Committees. Their term will coincide with their appointment as vice-chair on their respective Standing Committees

6.18.3.2.2 Up to two (2) Regional Representatives from each of the following five (5) areas: Northeast United States, Southeast United States, Northwest United States, Southwest United States, and Canada. Their term shall not exceed three (3) years and their appointments will be staggered to assure continuity.

6.18.3.2.3 The chair of the Commercial Technical Advisory Committee will retain their regional representative seat while assuming the role of chair. Upon completion of their term as chair, they will return to their regional representative position.

## **6.19 Hardscape North America Advisory Committee**

### **6.19.1 Charge**

To foster communication between ICPI members, stakeholders and attendees to enhance the trade show and education program for exhibitors and attendees. Committee members will:

- 6.19.1.1 Advise ways in which the trade show and demonstrations could be improved for exhibitors and attendees
- 6.19.1.2 Approve the educational program for all audiences
- 6.19.1.3 Review and comment on current and proposed exhibit policies and procedures
- 6.19.1.4 Provide a forum for exhibitor and attendee feedback

## **6.20 Workforce Development Advisory Committee**

### **6.20.1 Charge**

The Workforce Development Advisory Committee will make recommendations for programs and activities that empower the industry to attract, train and retain a highly qualified workforce to meet market demand including

- 6.20.1.1 Create programs and resources to attract new recruits into the industry and promote industry career paths.
- 6.20.1.2 Enhance and continue to develop education tracks for all users.
- 6.20.2.3 Develop strategic alliances with national organizations.

### **6.20.2 Procedures**

The Workforce Development Advisory Committee will make recommendations to the Education and Marketing Committees or directly to the Board of Directors. The related standing committees will then take action on relevant WDAC recommendations by passing their own motions, which will then be forwarded to the ICPI Board of Directors.

### **6.20.3 Composition**

The Workforce Development Advisory Committee is composed of a maximum of 30 members excluding the committee chair. Terms are three (3) years in duration. Appointments to the committee will include: The current vice-chairs of the Education and Marketing Committees whose terms will coincide with their appointment as vice-chair on their respective Standing Committee. Consideration should be given to all categories of membership in addition to other audiences that could support workforce development such as academia, job placement organizations and other related associations.

## **6.21 Conduct of Committee and Board Meetings**

### **6.21.1 Principles of Decorum**

- 6.21.1.1 The following Principles of Decorum shall apply for attaining fairness and civility during meetings:
- 6.21.1.2 The principle of rights, that is, the right of the majority to rule, the right of the minority to be heard, and the right of the individual to participate in the decision-making process.
- 6.21.1.3 The principle of one matter at a time.
- 6.21.1.4 The principle of balance, that is, both sides of an issue must be given an equal opportunity to present their opinions. A side cannot be favored by recognizing proponents of an issue more often without balancing the discussion with opposing views. When a member has the floor, they the right to state their views without interruption.
- 6.21.1.5 The principle of preference, that is, the member who made the motion under consideration is entitled to be recognized as having the floor first if they have not already had it during the consideration of the motion. A member who has not spoken on the motion has preference over one who already has.
- 6.21.1.6 The principle of courtesy, that is, one debates measures, not members. Further, once a member has the floor, they cannot be interrupted, including a "call for the question," except by a "point of order" or "point of privilege."

## 6.21.2 Rules and Procedures

- 6.21.2.1 (Adopted from The Modern Rules of Order, by D.A. Tortorice, Pennsylvania Bar Institute, Harrisburg, PA, 1992.)
- 6.21.2.2 Role of the Chair - The Chair is the presiding officer who has the authority to conduct the business of the meeting. The Chair is responsible for timely, fair and reasonable conduct of the meeting's business. A Point of Order may challenge the Chair.
- 6.21.2.3 The Rules and Governing Law - The rules of the meeting are subordinate to the Bylaws.
- 6.21.2.4 Discussion - Action taken on all items requires a formal motion and a second, followed by discussion. Unless a motion to limit debate has been approved, the arguments for both sides of the issue shall be presented. After debate has ceased, the motion shall be re-stated and a vote taken by asking "all in favor" to show their support of the motion by raising their name placard. The count shall be taken by the Chair and staff liaison. The Chair will then repeat the steps with "all opposed", and "those in abstention" counts taken and the votes announced and recorded.
- 6.21.2.5 Principles of Discussion and Debate - The Chair will see that the Principles of Decorum are followed and respected. A person must obtain the right to speak from the Chair. The Chair may recognize members of the audience, although committee members shall receive preference. Only members of the Committee are permitted to vote. Only committee members, staff and invited guests should be seated at the meeting table.
- 6.21.2.6 Consensus or Sense of the Meeting - A "general consensus" applies to Executive Committee meetings. The body is small enough and the time for discussion on the matter under consideration is often lengthy enough to arrive at a general consensus. When the matter under discussion requires ratification by the Board of Directors such as, but not limited to, a vote that affects the budget as provided for in Section 6B3, or when a voting member of the Executive Committee requests a formal vote, a vote by general consensus shall not be permitted.
- 6.21.2.7 Motion Practice and Precedent - Motions, in order of precedent, are: Adjournment > Recess > Point of Order > Call for the Orders of the Day (compliance with a previous agreement, e.g., 10 minute limit to debate) > Lay on the Table > Order the Previous Question (Close Debate) > Limit Debate > Postpone Definitely > Commit or Refer > Amend > Postpone Indefinitely > Motion.
- 6.21.2.8 Adjournment - Upon completion of the meeting's agenda, if no further business is indicated, the Chair shall adjourn the meeting. Adjournment may be accomplished by motion or announcement of the Chair. A motion to adjourn prior to completion of the agenda is out of order.

## 6.21.3 Types of Motions

- 6.21.3.1 Point of Privilege - Used to obtain the attention of the Chair for a personal accommodation such as an inability to hear or see. It does not pertain to the specific motion under discussion. It may interrupt a speaker and does not require a second.
- 6.21.3.2 Withdraw A Motion - It is the maker's privilege to withdraw their proposal. It must be made by the person who originally moved the motion. It does not require a second and is not debatable.
- 6.21.3.3 Dividing a Motion - Generally used when a motion is complicated enough to be stated as two motions on the same subject. It is similar to an amendment; it requires a second but is not debatable. A majority vote decides how a motion will be divided.
- 6.21.3.4 Lay on the Table - Motion to remove the main motion from consideration until an unspecified time. It requires the floor, a second, is unamenable, requires a majority vote and cannot be reconsidered. When the assembly wishes to resume consideration, it requires the floor, a second, is unamenable, requires a majority vote, and cannot be reconsidered.
- 6.21.3.5 Order the Question a.k.a. Call the Question - Requires the floor, but no second. The Chair states that the question has been called or moved and takes a vote of those in favor of voting on the motion. A 2/3 majority is required to close debate upon which a vote is immediately taken on the motion under

consideration. Otherwise, debates continue.

- 6.21.3.6 Postpone Definitely - Motion to move debate on a motion under consideration to later time in the present session. It requires the floor, a second, is debatable and amendable.
- 6.21.3.7 Commit or Refer - Motion to refer the motion under consideration to the committee. It requires the floor, a second, is debatable and amendable. It requires a majority vote.
- 6.21.3.8 Amend - Motion to change the wording of a motion under consideration. Requires the floor, a second, is debatable and amendable (except that an amendment to an amendment is not amendable), and must be germane to the motion on the floor. Amendments are voted on by their order and require a majority vote. The main motion is voted on after the vote has been taken on the amendment(s).
- 6.21.3.9 Postpone Indefinitely - Motion indefinitely postpones consideration of a motion and essentially is used to kill it when it is more prudent to avoid a direct vote. Requires the floor, a second, is debatable, but not amendable and requires a majority vote.
- 6.21.3.10 Motion to reconsider - Allows a motion to be reconsidered after a vote on it has been recently taken. It must be made by a member who voted with the prevailing side. It requires the floor, a second, is debatable, but not amendable and requires a majority vote.
- 6.21.4 Antitrust guidelines for ICPI Meetings

The antitrust laws are the rules under which our competitive economic system operates. Their primary purpose is to preserve and promote free competition. It is our policy strictly to comply in all respects with the antitrust laws.

Association meetings or workshops by their very nature bring competitors together. Accordingly, it is absolutely necessary to avoid discussions of legally sensitive topics and especially important to avoid recommendations with respect to these sensitive subjects. Agreements to fix prices, allocate markets or customers, engage in product boycotts and to refuse to deal with third parties are automatically or per se illegal under the antitrust laws. It doesn't matter what the reason for the agreement.

Accordingly, at any association meeting discussions of prices, including elements of prices such as allowances and credit terms, quality ratings of suppliers, and discussions which may cause a competitor to cease purchasing from a particular supplier, or selling to a particular customer, must be avoided. Also, there should be no discussion that might be interpreted as a dividing up of territories or customers.

An antitrust violation does not require proof of a formal agreement. A discussion of a sensitive topic, such as prices, followed by parallel action by those involved in or present at the discussion is enough to show a price fixing conspiracy. As a result, those attending an association-sponsored meeting must remember the importance of avoiding not only unlawful activities, but even the appearance of unlawful activity.

As a practical matter, violations of these rules can have serious consequences for a company and its employees. The Sherman Antitrust Act is both a civil and criminal statute. Violations are felonies punishable by penalties of up to \$10 million for corporations and by imprisonment of up to three years or penalties of up to \$100,000, or both, for individuals. The Justice Department, state attorney general, and any person or company injured by a violation of the antitrust laws may bring civil actions for three times the amount of the damages, plus attorneys' fees and injunctive relief. Under the Canadian Competition Act, the penalties can be even more severe, with a maximum fine of \$25 million and a maximum prison term of 14 years.

Antitrust investigations and litigation are lengthy, complex, disruptive and expensive. Therefore, all companies and their employees must not only comply with the antitrust laws in fact, but must conduct

themselves in a manner that avoids even the slightest suspicion that the law is being violated. Associations, because they bring competitors together, are natural targets, along with members alleged to have participated with or through the association.

The following is a list of topics that must never be the subject of any type of agreement among competitors, whether explicit or implicit, formal or informal. Such topics should NEVER be discussed at association meetings. This list is not exhaustive of prohibited topics or subjects. Please consult legal counsel in the event of any confusion or question over whether a topic is permissible or appropriate for discussion among association members:

- 6.21.4.1 Prices to be charged to clients, customers or by suppliers;
- 6.21.4.2 Specific methods by which prices are determined, with directions as to "how to do it" or even less;
- 6.21.4.3 division or allocation of markets or customers;
- 6.21.4.4 coordination of bids or requests for bids;
- 6.21.4.5 terms and conditions of sales, including credit or discount terms;
- 6.21.4.6 terms for distribution of products;
- 6.21.4.7 targets for production of products or the level of production;
- 6.21.4.8 specific profit levels;
- 6.21.4.9 exchange of price information as to specific customers;
- 6.21.4.10 a boycott of or a refusal to deal with a customer or supplier;
- 6.21.4.11 Compilation of "approved" lists of customers or suppliers.
- 6.21.4.12 "Profit" levels...i.e., "here's what our members need to do to make money.
- 6.21.4.13 Whether a company's pricing practices are "unethical," "improper," etc.
- 6.21.4.14 Coordination of "bids" or "requests for bids" or requests for proposals ("RFPs").
- 6.21.4.15 Standards or codes to eliminate competition.

When in doubt about discussing any topic, consult with your own legal counsel, or with association staff or its legal counsel, to be sure you are on safe antitrust ground. When unsure, play it safe and avoid the topic.

## 6.22 Tech Specs

### 6.22.1 Primary Review Responsibility and Review Schedule

The following table identifies the committee with primary review responsibility. The secondary committee is always the other standing committee, in all cases. Staff may add to the table below as the Board of Directors approves new Tech Specs, recommended by a primary committee with responsibility or remove Tech Specs if the primary committee recommends that the Board ceases publication of selected titles. All Tech Specs shall be reviewed by the primary committee with responsibility three years after the meeting at which it was previously approved by the Board of Directors.

	Tech Spec Title	Primary Committee Responsibility
1	Glossary of Terms	Technical
2	Construction	Construction
3	Edge Restraints	Construction
4	Structural Design	Technical
5	Cleaning & Sealing	Construction
6	Reinstatement	Construction
7	Utility Cut Repair	Technical
8	Concrete Grid Pavement	Technical

9	Guide Specification	Technical
10	Application Guide	Technical
11	Mechanical Installation	Construction
12	Snow Melting Systems	Technical
13	Slip & Skip Resistance	Technical
14	Roof Deck Applications	Construction
15	Mech. Installation Guide	Construction
16	Sustainable Paving	Technical
17	Bedding Sand Selection	Construction
18	Construction of PICP Systems	Construction
19	Design & Const. Crosswalks	Construction
20	Const. Bituminous Sand Set	Construction
21	Capping & Compression Test	Technical
22	Geosynthetics	Construction
23	PICP Maintenance	Construction
24	Paving Slab Structural Design	Technical
25	Paving Slab & Plank Installation	Construction

6.22.2 Review Process for Existing and New Tech Specs

- 6.22.2.1 If not proposed by members at committee meetings, staff may place proposals for changing existing or creating new Tech Specs on the Technical and Construction Committee agendas.
- 6.22.2.2 A motion to develop to make substantive changes or create a new Tech Spec shall come from the Technical or Construction committee, or both.
- 6.22.2.3 The lead committee and any designated task groups will edit an existing or develop a new Tech Spec. The other committee will review and add edits or comments as needed. The final version (or final mark-ups) will be made available to both committees for final review. The lead committee provides final approval (i.e., motion and a vote recommending Board approval) taking into account comments and edits from the other committee.
- 6.22.2.4 Typographical errors and minor editorial changes such as updating references do not require committee review. In all cases, a 2/3 majority vote by the primary committee is required for a Tech Spec to be presented as an action item for vote by the Board of Directors. Upon lead committee approval and agreement by the other committee on edits, the final new or revised Tech Spec is submitted for approval by the Board of Directors

6.22.3 Guidelines

To help achieve our mission, ICPI publishes best practices and guidelines for the segmental concrete pavement industry. ICPI best practices include recommendations of hundreds of installers from across the United States and Canada providing guidance for different applications of segmental pavements that cover a wide range of site conditions and materials. These best practices are regularly reviewed and updated based on the latest information and experiences provided by members.

If an installer believes the site conditions or materials on their project vary from those represented in ICPI best practices, they should verify the suitability of their practices including, if necessary, consulting with the paver/slab manufacturer and a civil or geotechnical engineer versed in segmental pavement design. Ultimately the installer will be responsible for the practices used.

## **7. MEETINGS, TRADE SHOWS, DEMONSTRATIONS, PRESENTATIONS, & GROUP TRAVEL**

### **7.1 Meetings**

#### **7.1.1 Policies Applicable to ALL ICPI Meetings**

- 7.1.1.1 Registration - All members and prospective members must register and all members must pay to attend meetings and other association functions.
- 7.1.1.2 Cancellations - All registration forms must contain the Cancellation Policy. All cancellation requests must be in writing and be received by ICPI with the following requirements:
  - 7.1.1.2.1 Registrants must provide notice of cancellation at least seven (7) days in advance of the meeting start date in order to receive a refund less an administrative fee to be set by the Executive Committee.
  - 7.1.1.2.2 No refunds will be made for not attending or if notice of cancellation is received seven (7) days or less of the meeting starting date.
  - 7.1.1.2.3 Substitutions shall be permitted from the same company at any time prior to meeting start date without penalty.
  - 7.1.1.2.4 Fees shall be paid in full prior to meeting start date.
- 7.1.1.3 Member Funded Reception - If a member funded reception is held, then at least one (1) member must pay full registration in order for other members from the same company to enter the reception. Those accompanying the fully paid members will pay a set fee to enter.
- 7.1.1.4 Non-Member Attendance
  - 7.1.1.4.1 Prospective Members – Non-members who are interested in joining ICPI may attend ICPI meetings with the following constraints:
    - 7.1.1.4.2 The prospective member shall attend complimentary.
    - 7.1.1.4.3 The prospective member shall be allowed only one invitation to attend either the Canadian Planning Meeting, Annual or Summer Meeting.
    - 7.1.1.4.4 The Chair of the Board shall approve the invitation of the prospective member. Staff and members are encouraged to make prospective members aware of attendance opportunities.
    - 7.1.1.4.5 The prospective member may attend any open committee meetings they wish.
    - 7.1.1.4.6 The prospective members in attendance shall be announced at the general session membership meeting.
    - 7.1.1.4.7 Committee Meetings – Non-members, other than prospective members, may be invited to attend committee meetings by the committee chair with the approval of the Chair of the Board
- 7.1.1.5 Hospitality Suites – Members are prohibited from having or sponsoring hospitality suites at any ICPI sponsored meeting.
- 7.1.1.6 Voluntary Group Member Funded Activities (receptions, sporting tournaments, etc.) – Voluntary group activities are welcomed to encourage a spirit of strong camaraderie among all members. These planned activities shall be presented for review to the Executive Committee and to the Board of Directors for approval prior to holding the activity. The activity shall have written commitments of funding from members prior to presenting the proposal to the Board of Directors for approval.
- 7.1.1.7 Recording Devices – No recording devices are allowed at meetings other than that used by staff for reference purposes.
- 7.1.1.8 Meeting Sponsorship - Sponsorship opportunities shall be available at ICPI meetings. Sponsorships at ICPI meetings shall be open to all member categories and shall not be exclusive unless specifically stated.
  - 7.1.1.8.1 All voting members shall receive notice of sponsorship opportunities concurrently.
  - 7.1.1.8.2 Sponsorship events and opportunities shall be approved by the Executive Committee and fees determined by the Executive Committee.
  - 7.1.1.8.3 Recognition of sponsors may include signage at the event and recognition in promotion



material for the meetings and the program distributed at the meeting.

- 7.1.1.9 Member Hosted Events at ICPI Meetings – Member hosted events at meetings are recognized as an opportunity for local members to show hospitality, share ideas on manufacturing and production, and provide local experiences & culture to visiting ICPI members.
- 7.1.1.10 Member Hosted Receptions At Their Facility – The following procedures shall be followed for these receptions:
  - 7.1.1.10.1 The Meetings, Membership and Trade Show Committee shall establish, at the previous meeting, whether a member-hosted reception is desirable at the next meeting location.
  - 7.1.1.10.2 ICPI staff shall send out a "request for interest" 6 months in advance of the meeting date to all Producer and Associate members in close proximity to the planned meeting location.
  - 7.1.1.10.3 Selection of the submission shall be at the discretion of the Meetings, Membership and Trade Show committee and the following factors shall be considered in their selection:
    - 7.1.1.10.3.1 Whether the member company has already hosted a reception in the past
    - 7.1.1.10.3.2 Proximity of the member facility to the ICPI meeting location
  - 7.1.1.10.4 The costs of ICPI member receptions shall be paid by the host of such reception. The reception shall not conflict with any other ICPI event/meeting and shall be scheduled according to the rules that apply to meeting/activity scheduling.
- 7.1.1.11 Events Conflicting With ICPI Scheduled Events - No member is permitted to host, sponsor, plan or coordinate any meeting, social event, or presentation (at or near the meeting site) during ICPI meetings or functions which would be in conflict with events scheduled on the agenda for the ICPI meeting or function. ICPI members are encouraged not to attend outside events that are scheduled in conflict with ICPI scheduled events.

## **7.2 Policies Specific to the ICPI Annual Meeting**

- 7.2.1 Location Selection Criteria – This is currently defined in the ICPI – NCMA Joint Meetings guidelines until such time ICPI chooses to have an Annual Meeting as a standalone meeting. If ICPI chooses a standalone meeting, the Meetings, Membership and Trade Show Committee shall be responsible selecting and recommending to the Board of Directors for approval the location of the Annual Meeting.
- 7.2.2 Scheduling Criteria – The Annual Meeting shall be scheduled to be held in the first three months of the year.
- 7.2.3 Sponsoring Outside Events
  - 7.2.3.1 ICPI recognizes the desires of its members to have organized social and business interaction after scheduled events during the annual meeting. In doing so, ICPI encourages every member to not schedule any event during times that may cause members to leave early from an ICPI sponsored event or meeting.
  - 7.2.3.2 Non-member and member related social events that display products and sales materials in the same hotel the ICPI meetings are held are not allowed.
  - 7.2.3.3 ICPI Annual Meeting time is defined as the first day the EC meets or another ICPI committee, special committee, or task group meets and continues through the end of the Board Meeting.

## **7.3 Policies Specific to the ICPI Summer Meeting**

- 7.3.1 Location Selection Criteria - When co-locating the Summer Meeting with NCMA the Joint Meetings Guidelines will determine location selection criteria. If ICPI is meeting in a standalone meeting, the Meetings, Membership and Trade Show Committee will be responsible for selecting, and recommending to the Board of Directors, the location of the ICPI Summer Meeting. The Meetings, Membership and Trade Show Committee shall give consideration to travel schedules such that a location minimizes the overnight stay requirement for all members.
- 7.3.2 Scheduling Criteria - The Meetings, Membership and Trade Show Committee shall attempt to schedule the Summer Meeting such that the meeting is held either two weeks prior or two weeks after the NCMA Mid-

year meeting but the meeting may be scheduled as close as one week prior to or after the NCMA Mid-year meeting if the situation arises where it is not feasible to provide two weeks.

### 7.3.3 Sponsoring Outside Events

- 7.3.3.1 Non-member and member related social events that display products and sales materials in the same hotel the ICPI meetings are held are not allowed.
- 7.3.3.2 ICPI recognizes the desires of its members to have dinners with selected members and non-members after scheduled events. In doing so, ICPI encourages every member to not schedule any dinner during times that may cause members to leave early from an ICPI sponsored event or meeting.
- 7.3.3.3 The Summer Meeting time is defined as the first day the EC meets or another ICPI committee, special committee, or task group meets and continues thru the end of the Board Meeting or any ICPI scheduled function.

## 7.4 **Canadian Planning Meeting**

- 7.4.1 Location Selection Criteria – The Canadian Planning Meeting shall be held in a Canadian location agreeable to ICPI Canadian members.
- 7.4.2 Scheduling Criteria – The Canadian Planning Meeting shall be annually scheduled for November unless otherwise desired by a majority of the ICPI Canadian members.
- 7.4.3 Attendance – The Canadian Planning Meeting is open to all members in good standing of ICPI.

## 7.5 **ICPI Meeting Safety & Responsibility Policy**

- 7.5.1 ICPI is committed to providing a safe, productive, and welcoming environment for all meeting participants and ICPI staff. All participants, including, but not limited to, attendees, speakers, volunteers, exhibitors, ICPI staff, service providers, and others are expected to abide by this Meeting Safety & Responsibility Policy. This Policy applies to all ICPI meeting-related events, including those sponsored by organizations other than ICPI but held in conjunction with ICPI events, in public or private facilities.
- 7.5.2 Responsible Drinking
  - 7.5.2.1 At most ICPI networking events both alcoholic and non-alcoholic beverages are served. ICPI expects participants at our events to drink responsibly. ICPI and Meeting host event staff have the right to deny service to participants for any reason, and may require a participant to leave the event.
- 7.5.3 Personal Safety and Security
  - 7.5.3.1 ICPI works diligently to provide a safe and secure environment at its meetings and events by working with venue staff to make sure meeting participants are safe. We ask that all attendees report any questionable or concerning activity to ICPI staff so that they can take immediate action. No concern is too small, if you see something, say something.
  - 7.5.3.2 Be aware of your surroundings at all times.
  - 7.5.3.3 Use the buddy system when walking to and from the event venue, networking event locations during early or late hours.
  - 7.5.3.4 Don't wear your meeting badge on the street. Take it off as soon as you leave the building/venue.
  - 7.5.3.5 Don't carry a lot of cash or credit cards. Leave in your hotel room safe.
  - 7.5.3.6 Don't leave personal property unattended anywhere, anytime.
  - 7.5.3.7 If there is an emergency or if you need immediate assistance, you should ask any ICPI staff member or the on-site security personnel to help you.
- 7.5.4 Unacceptable Behavior
  - 7.5.4.1 Harassment, intimidation, or discrimination in any form.
  - 7.5.4.2 Physical or verbal abuse of any attendee, speaker, volunteer, exhibitor, ICPI staff member, service provider, or other meeting guest.
  - 7.5.4.3 Examples of unacceptable behavior include, but are not limited to, verbal comments related to gender, sexual orientation, disability, physical appearance, body size, race, religion, national origin, inappropriate

use of nudity and/or sexual images in public spaces or in presentations, or threatening or stalking any attendee, speaker, volunteer, exhibitor, ICPI staff member, service provider, or other meeting guest.

- 7.5.4.4 Disruption of presentations at sessions, in the exhibit hall, or at other events organized by ICPI at the meeting venue, hotels, or other ICPI-contracted facilities.
- 7.5.5 ICPI has zero-tolerance for any form of discrimination or harassment, including but not limited to sexual harassment by participants or our staff at our meetings. If you experience harassment or hear of any incidents of unacceptable behavior, ICPI asks that you inform either the ICPI Executive Director or Board Chair so that we can take the appropriate action.
- 7.5.6 ICPI reserves the right to take any action deemed necessary and appropriate, including immediate removal from the meeting without warning or refund, in response to any incident of unacceptable behavior, and ICPI reserves the right to prohibit attendance at any future meeting.

## **7.6 Trade Shows**

### **7.6.1 Policies Applicable to ALL Trade Shows**

- 7.6.1.1 Oversight – Unless otherwise stated, the Dues and Bylaws Committee is responsible for oversight and ensuring compliance with these policies in regard to all trade shows that involve ICPI.

### **7.6.2 Policies Specific to the Hardscape North America Trade Show**

- 7.6.2.1 Oversight – The Hardscape North America Advisory Committee established by the ICPI Board of Directors is responsible for oversight and ensuring compliance with these policies in regard to the Hardscape North America Trade Show.
- 7.6.2.2 Mission - Hardscape North America (HNA) is THE industry gathering place for interacting with new products, technology, experts, hands-on exhibits and demonstrations. HNA is THE place to become trained and certified.
- 7.6.2.3 Priority Point System – Companies exhibiting at HNA will earn points which will determine the priority order for selecting space for future HNA trade shows.
  - 7.6.2.3.1 Points are earned on the following basis:
  - 7.6.2.3.2 Each exhibiting company will receive one (1) point for every 100 square feet of paid indoor exhibit space. Outdoor exhibit space will accrue points at the rate of one half point (.5) for every 100 square feet of paid exhibit space.
  - 7.6.2.3.3 Each exhibiting company will receive an additional one (1) point for selecting space during the space draw process at the current year's HNA trade show.
  - 7.6.2.3.4 Each exhibiting company will receive one (1) point for each year it has exhibited in Hardscape North America.
  - 7.6.2.3.5 Each exhibiting company will receive one half point (.5) for every \$500 of sponsorship participation or advertising purchased in the Program and Exhibits Guide. Dollar amount will not be rounded up unless they are within \$100 of the next level.
  - 7.6.2.3.6 Exhibiting companies who are members of ICPI or any HNA endorsing associations will receive one (1) point for each association membership. Exhibiting companies who are ICPI members or members of HNA endorsing associations receive one (1) additional priority point every 100 square feet of paid indoor space. Outdoor exhibit space will accrue points at the rate of one half point (0.5) for every 100 square feet of paid exhibit space.
  - 7.6.2.3.7 If two companies want to be next to one another, they must use the company with the fewer points in order to select space at the same time.
  - 7.6.2.3.8 Companies that are legally bound by the same parent company, and want to exhibit alongside one another, may use the company with the greater points in selecting space at the same time.
  - 7.6.2.3.9 Companies will be invited, by appointment, to select space for future HNA trade shows starting with the company with the most points and ending with the company with the fewest points. Exhibiting companies will be notified of their assigned time based on priority points. If an

- exhibiting company misses its assigned time, a contract will be accepted any time after its assigned time. In the situation event of a tie, those companies will be selected the order for selecting space will be determined by a lottery to participate in the draw at the assigned time appropriate for companies with that number of points.
- 7.6.2.3.10 The exhibiting companies with the five highest accrued points will pre-select their space prior to the on-site space draw being opened. Exhibitors will be called in the order of points to pre-select their space and space will be drawn on the plan.
  - 7.6.2.3.11 Companies you prefer NOT to be located near” will not apply to on-site space draw. Show Management will work with exhibitors to select space based on space availability.
- 7.6.2.4 Hospitality Suite Policy
- 7.6.2.4.1 Only companies exhibiting in Hardscape North America are permitted to host hospitality suites in official hotels or at the convention center. Permission from show management is required and show management reserves the right to notify the hotel or convention center to cancel the function space of any exhibiting company that has cancelled its exhibit space.
  - 7.6.2.4.2 All suite and function room space for exhibitors must be cleared with Hardscape North America show management before the hotel or convention center can confirm that space.
  - 7.6.2.4.3 All hospitality suites and exhibiting company event functions must be scheduled during non-exhibit hours and cannot conflict with any official association functions. Show management should be consulted before booking any space in order to prevent any conflicting events.
  - 7.6.2.4.4 The exhibiting company shall be liable for all costs associated with its function.
- 7.6.2.5 Bartering – ICPI may elect to barter 10x10 booth spaces for advertising.
- 7.6.2.6 Non-Metallic Sponsorships - Nonmetallic sponsorships are only open to exhibitors and those who have contributed to metallic sponsorships.
- 7.6.2.7 Endorsing Association Program Policy - Endorsing associations may create seminars for Hardscape North America. The endorsing association and ICPI shall comply with following requirements in regard to these seminars:
- 7.6.2.7.1 The endorsing association will be responsible for:
    - 7.6.2.7.1.1 Developing the program content and determining the speaker.
    - 7.6.2.7.1.2 Responsible for expenses for speaker including travel.
    - 7.6.2.7.1.3 Promoting the program to their members through association newsletter, e-mails and communications. ICPI reserves the right to approve the message content of all promotional materials.
    - 7.6.2.7.1.4 Postage for mailing brochure to members.
- 7.6.2.8 Hardscape North America will be responsible for:
- 7.6.2.8.1 Providing a room for the seminar.
  - 7.6.2.8.2 Providing reasonable audio-visual equipment (data projector and screen, microphone etc.).
  - 7.6.2.8.3 Coordinating logistics for session.
  - 7.6.2.8.4 Promoting the session in all promotional outlets including web site, promotional printed materials, press releases, etc.
  - 7.6.2.8.5 Providing the endorsing association with printed brochures.
  - 7.6.2.8.6 Registering attendees and collecting registration fees.
  - 7.6.2.8.7 Posting handout materials to the HNA website.
- 7.6.2.9 Revenue Sharing
- 7.6.2.9.1 The endorsing association shall receive 40% of revenues from the seminars which they create.
  - 7.6.2.9.2 ICPI shall receive 60% of revenues from the seminars
- 7.6.2.10 HNA Material, Equipment and Prizes Donations

- 7.6.2.10.1 Hardscape North America will generate a list of required materials, equipment and prizes and issue a call for donations to go out 10 weeks in advance of the show opening date. If this is not possible, potential donors will be contacted with a revised date.
- 7.6.2.10.2 Hardscape North America will provide recognition of all material and equipment donors by including their company logo in the show guide, if the production schedule permits.
- 7.6.2.10.3 Hardscape North America will provide one sign at the entrance to each exhibit or demonstration area, displaying the company logos for all donors, particular to that location.
- 7.6.2.10.4 A call for donations will be sent to all Hardscape North America exhibitors
- 7.6.2.10.5 Potential donors will have two weeks to respond to the call for donations and will be required to rank the order of the items they wish to donate.
- 7.6.2.10.6 A task group consisting of the current HNA Advisory Committee Chair and an ICPI staff member will review and select the offers.
- 7.6.2.10.7 An offer will only be selected, if the items offered meet the requirements outlined in the call for donations.
- 7.6.2.10.8 Offers will be selected giving priority based on the group:
  - 7.6.2.10.8.1 Platinum Sponsors (including sponsorships totaling \$10,000 or more)
  - 7.6.2.10.8.2 Gold Sponsors (including sponsorships totaling \$5,000 up to \$9,999)
  - 7.6.2.10.8.3 Silver Sponsors (including sponsorships totaling \$2,500 up to \$4,999)
  - 7.6.2.10.8.4 ICPI and other endorsing association member exhibitors
- 7.6.2.10.9 Non-member exhibitors
- 7.6.2.10.10 Offers will be selected while trying to give all potential donors from within a group the opportunity to contribute. The selection process will consider the following details:
  - 7.6.2.10.10.1 Maximize the number of donors
  - 7.6.2.10.10.2 Higher priority given to items ranked the highest by the potential donor
  - 7.6.2.10.10.3 Lower priority given to items donated by the same donor in the previous year
  - 7.6.2.10.10.4 If, at the end of this process some items still remain undonated, ICPI staff will contact members of ICPI and other endorsing associations with the opportunity to contribute. Again, an offer will only be selected, if the items offered meet the requirements outlined in the call for donations. These offers will be selected on a first to respond basis.

7.6.2.11 Exhibit Discounts

Show Management has the ability to negotiate exhibit rates for a maximum of a two-year period for new or under-served product categories. Companies who receive discounted rates over a two-year period will increase their rate in year two to be midway between the discounted rate in year one and the published rate. Under-served product categories will be defined, annually, by a recommendation of the HNA Advisory Committee for approval by the Board of Directors at the ICPI Annual Meeting for the following year show. To qualify, a company must be a non-member of ICPI at the time of the discount and cannot have been a previous exhibitor at HNA. Priority points will be adjusted based on the percentage discount. All special pricing for the exhibitor must have the approval of the Executive Director, ICPI Chair of the Board, HNA Advisory Committee Chair and Vice-Chair.

7.6.2.12 Hardscape North America Trade Show Guidelines

The Hardscape North America Advisory Committee shall develop and approve guidelines specific for each show location based on local laws, codes, ordinances, and other governing regulations. These guidelines differ from policy in that policy is intended to ensure fairness and consistency from year to year on items that are not unique to a trade show location. All guidelines must be in compliance with ICPI's Statement of Policy. At a minimum, guidelines shall be developed and approved for the following areas:

Dimensions and height guidelines for booths	Transient vendors
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Exhibit set-up hours	Electrical code
Exhibit move-out hours	Gas hook-up
Display transport	Fire safety
Vehicle access	Building rules and city ordinances
Sound	Maintenance
Security	Liquor control policy
Insurance	Music licensing

### 7.6.3 Policies Specific to Trade Shows Where ICPI Is Exhibiting

- 7.6.3.1 Determination of Interest - Prior to a trade show where ICPI will exhibit, staff shall survey producer members for interest in the following:
  - 7.6.3.1.1 Supplying paver products.
  - 7.6.3.1.2 Supplying installation of paver products
  - 7.6.3.1.3 Supplying personnel to assist in manning the ICPI booth.
- 7.6.3.2 Survey & Member Support Guidelines - The survey and producer member support shall be done in accordance with the following guidelines:
  - 7.6.3.2.1 Responses from producers to the survey shall be received by a specified time deadline.
  - 7.6.3.2.2 If two or more producer members express an interest in the same area listed above, the member names shall be placed in a hat and drawn at random. The name drawn shall be given first choice in supplying resources for that area.
  - 7.6.3.2.3 First preference will be given to producer members who are willing to supply both paver products and installation over a producer member only willing to supply either paver products or installation.
- 7.6.3.3 Display Products - No proprietary products will be accepted or displayed in the ICPI booth. ICPI will only accept and display trade show caliber product. ICPI shall provide written specifications on the appearance of the product to the supplier.
- 7.6.3.4 Literature & Signs - No member company literature or signs shall be displayed in the ICPI booth area with the exception of a sign recognizing materials donated to the ICPI booth.
- 7.6.3.5 Booth Locations - Members who are exhibiting at the same show should try to locate their booth as close to the ICPI booth as possible (and ICPI to them) for maximum exposure.
- 7.6.3.6 Business Cards - Business cards of ICPI and producer members supplying resources for the ICPI booth may be handed out together in the ICPI booth.
- 7.6.3.7 Leads & Contacts - All leads generated in the ICPI booth area shall be turned over to ICPI staff.
- 7.6.3.8 Edging Around Product Displays - All edging around the pavers is to be designed to increase safety for those entering/exiting the booth. The edging will be covered to eliminate possibility of conflict with other edging companies.
- 7.6.3.9 Drayage - Drayage associated with paver products supplied to the ICPI booth by producer members shall be paid by ICPI or the producer member

## 7.7 ICPI Concrete Paver Installer Certification and Designations

- 7.7.1 Certified Concrete Paver Installer – Any individual installer completing the Concrete Paver Installer course, passing the exam with a score of 75% or higher, and completing and returning the Application for Certification documenting installation experience of at least five (5) paver projects and a minimum of 10,000 square feet is eligible to become a Certified Concrete Paver Installer. The Application for Certification must be completed and submitted within five (5) years of the completion of the Concrete Paver Installer course. Certifications and designations are credentials recognizing individual achievement only. Two (2) percent of applications will be audited each year. Certified Concrete Paver Installers must renew certification every two (2) years.

- 7.7.2 Installer Specialist Designations – Any individual who is a Certified Concrete Paver Installer is eligible to become an Installer Specialist in one (1) or more areas of experience. Installer Specialist designations do not need to be renewed; however, the installer must continue to renew their Certified Concrete Paver Installer certification every two (2) years or the Specialist designation(s) will be lost with certification.
- 7.7.2.1 Residential Specialist – To earn the Residential Specialist designation, an individual must:
- 7.7.2.1.1 Be an active Certified Concrete Paver Installer.
  - 7.7.2.1.2 Complete the Residential Specialist Installer course.
  - 7.7.2.1.3 Pass the Residential Specialist Installer course exam with a score of 75% or higher.
  - 7.7.2.1.4 Complete and return the Application for Residential Specialist Designation documenting cumulative residential installation experience of at least twenty (20) paver projects and a minimum of 25,000 square feet.
  - 7.7.2.1.5 The Application for Residential Specialist Designation must be completed and submitted within five (5) years of the completion of the Residential Specialist Installer course.
- 7.7.2.2 Commercial Specialist – To earn the Commercial Specialist designation, an individual must:
- 7.7.2.2.1 Be an active Certified Concrete Paver Installer.
  - 7.7.2.2.2 Complete the Commercial Specialist Installer course.
  - 7.7.2.2.3 Pass the Commercial Specialist Installer course exam with a score of 75% or higher.
  - 7.7.2.2.4 Complete and return the Application for Commercial Specialist Designation documenting cumulative commercial installation experience of at least ten (10) paver projects and a minimum of 50,000 square feet.
  - 7.7.2.2.5 The Application for Commercial Specialist Designation must be completed and submitted within five (5) years of the completion of the Commercial Specialist Installer course.
- 7.7.2.3 PICP Specialist – To earn the PICP Specialist designation, an individual must:
- 7.7.2.3.1 Be an active Certified Concrete Paver Installer.
  - 7.7.2.3.2 Complete the PICP Specialist Installer course.
  - 7.7.2.3.3 Pass the PICP Specialist Installer course exam with a score of 75% or higher.
  - 7.7.2.3.4 Complete and return the Application for PICP Specialist Designation documenting cumulative PICP installation experience of at least ten (10) paver projects and a minimum of 50,000 square feet or 20 projects and 25,000 square feet.
  - 7.7.2.3.5 The Application for PICP Specialist Designation must be completed and submitted within five (5) years of the completion of the PICP Specialist Installer course.
- 7.7.3 Installer Professional Designations – Any individual who has earned the Certified Concrete Paver Installer and at least one (1) Installer Specialist designation is eligible to become an Installer Professional in one (1) or more areas of experience.
- 7.7.3.1 Residential Professional – To earn the Residential Professional designation, an individual must:
- 7.7.3.1.1 Be an active Certified Concrete Paver Installer with a Residential Specialist designation.
  - 7.7.3.1.2 Complete the Residential Professional Installer course.
  - 7.7.3.1.3 Pass the Residential Professional Installer course exam with a score of 75% or higher.
  - 7.7.3.1.4 Complete and return the Application for Residential Professional Designation.
  - 7.7.3.1.5 The Application for Residential Professional Designation must be completed and submitted within five (5) years of the completion of the Residential Professional Installer course.
- 7.7.3.2 Commercial Professional – To earn the Commercial Professional designation, an individual must:
- 7.7.3.2.1 Be an active Certified Concrete Paver Installer with a Commercial Specialist designation.
  - 7.7.3.2.2 Complete the Commercial Professional Installer course.
  - 7.7.3.2.3 Pass the Commercial Professional Installer course exam with a score of 75% or higher.
  - 7.7.3.2.4 Complete and return the Application for Commercial Professional Designation.

- 7.7.3.2.5 The Application for Commercial Professional Designation must be completed and submitted within five (5) years of the completion of the Commercial Professional Installer course.
- 7.7.4 Documentation of Installation Experience for Installer Certification and Designations
- 7.7.4.1 Installation experience refers to active participation on-site in the construction of interlocking concrete pavement systems. Experience credit is not given for projects on which work has not yet begun or for which the applicant was not an on-site participant in the installation.
- 7.7.4.2 Installation experience can be taken from any period of time that an installer has been installed interlocking concrete pavement systems.
- 7.7.4.3 References are required if a certification record is audited. References may be either customers or supervisors. Certifications of applicants failing to provide required references may be suspended until references can be verified.
- 7.7.5 Certification Renewal – Initial certifications earned in the first six (6) months of the year will expire on December 31 of the calendar year one (1) year from the date of certification; initial certifications earned in the last six (6) months of the year will expire on December 31 of the calendar year two (2) years from the date of certification. From the first renewal date forward, all certifications will expire on December 31 of the calendar year two (2) years from the renewal date. Certification renewal requires a minimum of eight (8) continuing education (CE) hours within the certification period.
- 7.7.6 Continuing Education Requirements – Continuing education hours may be chosen from topics related to hardscape installation, equipment, materials, safety, design, business, marketing, or other administrative skills.
- 7.7.6.1 Continuing education courses for certification renewal must follow these guidelines:
- 7.7.6.1.1 Programs qualify for CE hours based on the length of instructional time only and shall be awarded in 30-minute increments. Each 30-minute increment earns 0.5 CE hours.
- 7.7.6.1.2 Programs that are mainly promotional in nature or are product-related will not be accepted.
- 7.7.6.1.3 Time spent at tradeshow exhibits does not qualify for continuing education hours.
- 7.7.6.1.4 Up to five (5) of the eight (8) hours required may be earned from service to the industry including:
- 7.7.6.1.4.1 2.5 hours awarded for actively participating on an ICPI Task Group or an ICPI Committee/Subcommittee.
- 7.7.6.1.4.2 1 hour awarded for presenting a program or session that would qualify as ICPI Installer Continuing Education.
- 7.7.6.2 Certified Concrete Paver Installers and Concrete Paver Sales Technicians may choose to retake the Concrete Paver Installer course for continuing education hours. Any applicable renewal fees will be assessed for late renewals under this option.
- 7.7.6.3 Renewal requirements for ICPI Authorized Instructors include an additional two (2) hours of continuing education related to adult education.
- 7.7.7 Renewal Fees – Renewal fees for certification are determined by the ICPI Board of Directors and are subject to change without notice.
- 7.7.7.1 Late Fees for Renewals After Expiration of Certification – In addition to the renewal fee, a late fee of \$25 must be paid for all renewals submitted after the expiration date of December 31. An additional \$25 in late fees will be assessed per year for up to five (5) years. After five (5) years, the individual must retake the course and exam to become recertified.
- 7.7.7.2 Certified Concrete Paver Installers whose certifications have lapsed for five (5) years or more may opt to retake the course exam for a fee as prescribed in section 7.7.5 Exam Retake for certification renewal. In addition, the individual must submit any late fees due and must complete and submit the required minimum of eight (8) continuing education hours.



- 7.7.8 Use of ICPI Certification Logos – Certification and certification references extend only to the individual who passed the certification exam and has documented meeting the minimum experience requirements for certification.
- 7.7.8.1 All ICPI Certification logos- are the sole and exclusive property of ICPI. These logos may be used only by ICPI certified installers and sales representatives in good standing if and only if such is made pursuant to the terms and conditions of the ICPI Certification Logo Usage Agreement. Any failure by a user to comply with the terms and conditions of that agreement may result in immediate revocation of the license to use certification logos in addition to any other sanctions imposed by ICPI. The interpretation and enforcement (or lack thereof) of the terms and conditions of the ICPI Certification Logo Usage Agreement, and compliance therewith, shall be made by ICPI in its sole discretion.
- 7.7.8.2 Certification logos are made available to ICPI certified installers and sales representatives in good standing whose certifications are maintained and current. If an ICPI certified installer or sales representative leaves a company, the company agrees to destroy all related promotional materials that contain the ICPI certification logos. The logos may not be revised or altered in any way, and must be displayed in the same form as produced by ICPI. It may, however, be displayed on a neutral background as long as the background does not interfere with the clear appearance, readability, and recognition of the logo. No other colors may be used, nor may the logo be displayed on patterned backgrounds (such as polka dots, wavy lines, etc.) that alter its character and message. The logo is a graphic symbol, not a text character. It is not to be used as part of a sentence or headline.
- 7.7.8.3 logos may be used in a professional manner on the user’s business cards, stationery, literature, advertisements, storefront window, vehicles, or in any other comparable manner to signify the user’s certification by ICPI. The logos may not be used in any manner that, in the sole discretion of ICPI: discredits ICPI or tarnishes its reputation and goodwill; is false or misleading; violates the rights of others; violates any law, regulation, or other public policy; or mischaracterizes the relationship between ICPI and the user, including but not limited to the use of the logos that might be reasonably construed as an endorsement, approval, sponsorship, or certification by ICPI of the user, the user’s business or organization, or the user’s products or services, or that might be reasonably construed a support or encouragement to purchase or utilize the user’s products or services.

## **7.8 Policies Specific to ICPI Sales Representative Designations**

- 7.8.1 Concrete Paver Sales Technician – Any individual involved in the sales of segmental concrete paving products to contractors and/or installers completing the Concrete Paver Installer course, passing the exam with a score of 75%, and completing and returning the Application for Technician Designation documenting at least one (1) year of sales experience is eligible to become a Concrete Paver Sales Technician. The Application for Technician Designation must be completed within five (5) years of the completion of the Concrete Paver Installer course.
- 7.8.2 Concrete Paver Sales Specialist Designation – Any individual who has earned the Concrete Paver Sales Technician designation is eligible to become a Concrete Paver Sales Specialist in one (1) or more areas of experience.
- 7.8.3 Concrete Paver Sales Residential Specialist – To earn the Concrete Paver Sales Residential Specialist designation, an individual must:
- 7.8.3.1 Be an active Concrete Paver Sales Technician.
- 7.8.3.2 Complete the Concrete Paver Sales Residential Specialist course.
- 7.8.3.3 Pass the Concrete Paver Sales Residential Specialist course exam with a score of 75% or higher.
- 7.8.3.4 Complete and return the Application for Concrete Paver Sales Residential Specialist Designation documenting cumulative residential concrete paver sales experience of at least three (3) years.

- 7.8.3.5 The Application for Concrete Paver Sales Residential Specialist Designation must be completed and submitted within five (5) years of the completion of the Concrete Paver Sales Residential Specialist course.
- 7.8.4 Concrete Paver Sales Commercial Specialist – To earn the Concrete Paver Sales Commercial Specialist designation, a Concrete Paver Sales Technician must:
  - 7.8.4.1 Complete the Concrete Paver Sales Commercial Specialist course.
  - 7.8.4.2 Pass the Concrete Paver Sales Commercial Specialist course exam with a score of 75% or higher.
  - 7.8.4.3 Complete and return the Application for Concrete Paver Sales Commercial Specialist Designation documenting cumulative commercial concrete paver sales experience of at least three (3) years.
  - 7.8.4.4 The Application for Concrete Paver Sales Commercial Specialist Designation must be completed and submitted within five (5) years of the completion of the Concrete Paver Sales Commercial Specialist course.
- 7.8.5 Concrete Paver Sales Professional Certifications – Any individual who has earned the Concrete Paver Sales Technician and at least one (1) Concrete Paver Sales Specialist designation is eligible to become a Concrete Paver Sales Professional in one (1) or more areas of experience.
- 7.8.6 Concrete Paver Sales Residential Professional – To earn the Concrete Paver Sales Residential Professional designation, an individual must:
  - 7.8.6.1 Be an active Concrete Paver Sales Technician with a Concrete Paver Sales Residential Specialist designation.
  - 7.8.6.2 Complete the Concrete Paver Sales Residential Professional course.
  - 7.8.6.3 Pass the Concrete Paver Sales Residential Professional course exam with a score of 75% or higher.
  - 7.8.6.4 Complete and return the Application for Concrete Paver Sales Residential Professional Designation documenting cumulative residential concrete paver sales experience of at least five (5) years.
  - 7.8.6.5 The Application for Concrete Paver Sales Residential Professional Designation must be completed and submitted within five (5) years of the completion of the Concrete Paver Sales Residential Professional course.
- 7.8.7 Concrete Paver Sales Commercial Professional – To earn the Concrete Paver Sales Commercial Professional designation, an individual:
  - 7.8.7.1 Be an active Concrete Paver Sales Technician with a Concrete Paver Sales Commercial Specialist designation.
  - 7.8.7.2 Complete the Concrete Paver Sales Commercial Professional course.
  - 7.8.7.3 Pass the Concrete Paver Sales Commercial Professional course exam with a score of 75% or higher.
  - 7.8.7.4 Complete and return the Application for Concrete Paver Sales Commercial Professional Designation documenting cumulative commercial concrete paver sales experience of at least five (5) years.
  - 7.8.7.5 The Application for Concrete Paver Sales Commercial Professional Designation must be completed and submitted within five (5) years of the completion of the Concrete Paver Sales Commercial Professional course.

## **7.9 Live Courses and Education Events**

- 7.9.1 Oversight - The Education Committee is responsible for oversight and ensuring compliance with these policies applicable to live courses and education events related to the installation of segmental concrete pavement systems. The Dues and Bylaws Committee is responsible for oversight and ensuring compliance with these policies for any other live courses and education events.
- 7.9.2 Registration- All individuals registering for a live course or education event must register using a unique user ID and email address. Course credentials and continuing education hours will be issued only the individual registered for the live course or education event.
- 7.9.3 Payment- Full payment is required before a participant is given access to any live course or education event.

- 7.9.4 Cancellations - All registration forms must contain the Cancellation Policy. All cancellations must be in writing and be received by ICPI either by mail, electronic mail, or facsimile with the following requirements:
- 7.9.4.1 Registrants who provide written notice of cancellation at least seven (7) days in advance of the course or education event start date shall receive a full refund less an administrative fee as determined by the Executive Committee.
  - 7.9.4.2 No refunds will be made for failure to attend a course or education event or if notice of cancellation is received seven (7) or fewer days in advance of the course or education event start date.
  - 7.9.4.3 In cases of inclement weather, the Executive Director may waive the seven (7) day cancellation notice requirement at their discretion.
  - 7.9.4.4 Substitutions shall be permitted from the same company at any time prior to the course start date and shall be assessed an administrative fee as determined by the Executive Committee.
  - 7.9.4.5 Registrants requesting a transfer to an alternate course shall be assessed an administrative fee as determined by the Executive Committee. Registrants may not transfer between live and online courses once courses have started. Credit balances must be used within a one-year period for future courses.
  - 7.9.4.6 ICPI is not responsible for expenses incurred due to cancellation of a course.
  - 7.9.4.7 Registrants must read and agree to the Disclaimer and Cancellation Policy.
- 7.9.5 Course Retake – If a paid course participant fails a course exam, they may attend another course at any location and complete the exam again one time only, at a cost determined by the Executive Committee, within twelve (12) months of the original course end date. Sponsors providing courses for participants involved in retakes will receive a reimbursement for each participant equal to the retake fee charged to the participant. If a paid course participant fails a course exam following a course retake, they must retake the course at the full registration rate before taking the exam again.
- 7.9.6 Exam Retake – If a paid course participant fails a course exam, they may retake the exam one time within twelve (12) months of the original course end date, without retaking the course, on the learning management system. All exam retakes on the learning management system must be in a secure proctored environment using the ProctorU service. The fee for exam retakes is determined by the Executive Committee. If a paid course participant fails a course exam following a stand-alone exam retake, they must retake the course at the full registration rate before taking the exam again.
- 7.9.7 Exam Score Appeal Process – If a paid course participant fails a course exam, they may appeal the results of the exam within ninety (90) days of the exam date. The following steps will be taken:
- 7.9.7.1 ICPI staff will re-score the exam by hand.
  - 7.9.7.2 The exam questions answered incorrectly will be compared to the number of times the same question has been answered incorrectly to determine if there is a trend indicating an unclear or biased question.
  - 7.9.7.3 If the comparison to answer data collected within the past year indicates any unclear or biased questions, the exam appeal will be brought before the Education Committee for review.
- 7.9.8 Course Sponsors– Course Sponsors are companies or other organizations hosting ICPI installer courses. Course Sponsors must comply with all ICPI policies, as stated in the course sponsorship agreement:
- 7.9.8.1 The Course Sponsor must be a member of ICPI, an Industry Associated Organization, a government agency, a municipality, an educational institution or an ICPI approved non-profit organization, that promotes the use of segmental concrete pavement systems.
  - 7.9.8.2 The Course Sponsor is solely responsible for payment of costs associated with the implementation and completion of the course, which include, but are not limited to, instructor fees and associated travel expenses, such as transportation to and from the course location, lodging, meals, venue room rental, audio-visual rental, promotional brochure printing, and any food or beverage for the attendees. In the event of a course cancellation, these costs include, but are not limited to, any pre-purchased non-refundable travel vouchers, incidental cancellation fees, and administration expenses related to the planning of the event.

- 7.9.8.3 The course must be conducted by at least one ICPI Lead Instructor, a Contractor Instructor or Lead Instructor, who is authorized to teach the specific course. Optional assistant instructors may either be Authorized Instructors or assistant instructors who have earned a Record of Completion for the course and have at least three years of industry field experience. Qualifications for instructors are outlined in Section 7.10.
- 7.9.8.4 Duplicate course offerings may not be scheduled within two weeks and within 75 miles or 120 km of another sponsored course of the same type. Exceptions to this policy may be made using the following procedure:
  - 7.9.8.4.1 ICPI staff contacts the sponsor of the first course scheduled and asks whether the first course sponsor will allow a second course be held within two weeks before or after its course within 75 miles or 120 km. If the sponsor of the first course agrees to allow a second course in that timeframe, both courses will be held.
  - 7.9.8.4.2 If the first course sponsor does not agree to allow a second course in that timeframe, the sponsor of the course scheduled second must hold a closed course, that ICPI will not promote.
- 7.9.8.5 The Sponsor must ensure the delivery of the course and exam in its entirety.
- 7.9.8.6 The course and its materials shall not be altered, amended or shortened in any way by the Sponsor.
- 7.9.8.7 The Sponsor further understands that ICPI has agreed to provide the Sponsor a reimbursement as determined by the Executive Committee for each paid attendee.
- 7.9.8.8 Prepayment for all courses and education events is required. Acceptance of on-site registrants is the responsibility of the Sponsor and payments must be made to the Sponsor. Any on-site registration fees and extra manuals not returned will be deducted from the sponsor reimbursement when the course is processed by ICPI.
- 7.9.8.9 Attendance is limited to 60 participants per course. Exceptions to this require prior written approval. All requests for exceptions shall be addressed to the ICPI Executive Director and will be considered by the Education Committee Chair.
- 7.9.8.10 When a sponsor collects onsite registrations and payments, registration forms and payments must be forwarded to ICPI immediately following the course, ICPI will not send out exam scores, completion documents, and certificates until registration forms are received and full payment is made by the Sponsor.
- 7.9.8.11 The sponsor agrees to charge registration fees at the current price as determined by the Executive Committee. The registration fee shall not be discounted by the Sponsor. The Sponsor may offer additional educational sessions or events and charge a separate fee for those sessions; however, the ICPI course must be a stand-alone option at the stated pricing.
- 7.9.8.12 ICPI allows approved nonprofit organization, educational institution, and government agency sponsors to offer a 10% discount on the current ICPI non- member price to their members or students, respectively.
- 7.9.8.13 ICPI shall provide the following for the course:
  - 7.9.8.13.1 Administration related to participant registration and payment
  - 7.9.8.13.2 Exam grading/marking
  - 7.9.8.13.3 Shipment of student manuals, teaching aids and other course materials
  - 7.9.8.13.4 Electronic distribution of Records of Completion, certification documents, and designation documents for all participants who qualify
  - 7.9.8.13.5 Sponsor reimbursement to the sponsoring organization for every paid registrant
- 7.9.9 Education Records Privacy

In compliance with federal education privacy laws, ICPI staff are prohibited from sharing participant exam scores and login information with anyone other than the participant.

**7.10 ICPI Authorized Course Instructors**

7.10.1 Authorized Instructors – Any member can become an ICPI Authorized Technical Instructor for ICPI installer courses, provided the member has attended the course and passed the exam with a score of 90% or greater. If the member scores below 90% on the exam, they may retake the test within twelve (12) months online at the cost of the ProctorU service to ICPI. The member is then required to attend the Course-specific Instructor Training Course and the ICPI Adult Educator Course. Required attendance at the ICPI Adult Educator Course may be waived by ICPI if the instructor has completed an ICPI-approved equivalent program. All instructors must be employees of ICPI member companies, and must hold a Record of Completion for any prerequisite courses for the course they wish to instruct. In order to teach a course independently, an instructor must be an Authorized Contractor Instructor or a Lead Instructor. Other Authorized Technical Instructors may not teach without an Authorized Contractor Instructor or Lead Instructor present.

7.10.2 Requirement for Authorized Contractor Instructors- Contractor Instructors must be Voting or Affiliate contractor members who have completed all requirements for Authorized Instructors, maintain ICPI Concrete Paver Installer Certification, and meet the following installation experience requirements.

Instructor Authorization	Projects	Area (sq. ft.)	Application	Market
Concrete Paver Installer Course	20 and min. 5 yrs. experience as a contractor	20,000	Any	Any
Commercial Specialist Course	20 or	100,000	Any	Commercial
Residential Specialist Course	20 or	100,000	Any	Residential
PICP Specialist Course	20 or	100,000	PICP	Any

7.10.3 Requirements for Lead Instructors for the Concrete Paver Installer Course- An Authorized Technical Instructor for the Concrete Paver Installer Course may also qualify as a Lead Instructor by meeting the following alternative requirements:

7.10.3.1 Have at least 10 years of paver sales experience with a minimum of 5 of those years selling in the residential market

7.10.3.2 Have field experience that includes at least 10 or more jobsite visits per month addressing these construction issues:

7.10.3.2.1 15 or more soil excavation, compaction and grading situations

7.10.3.2.2 15 or more geotextile, base installation, compaction and grading situations

7.10.3.2.3 10 or more bedding sand installation situations

7.10.3.2.4 10 or more paver installation situations

7.10.3.2.5 10 or more edge restraint installation situations

7.10.3.2.6 5 or more joint sand installation situations

7.10.3.3 This experience must be endorsed/confirmed by a supervising ICPI member employee who participates in ICPI meetings or task groups or is the ICPI member representative.

7.10.4 Requirements for Lead Instructors for the PICP Specialist Course- An Authorized Technical Instructor for the PICP Specialist Course may also qualify as a lead instructor by meeting all of the following alternative

requirements.

- 7.10.4.1 Meet all requirements of an Authorized Technical Instructor for the PICP Specialist Course, and
- 7.10.4.2 Experience selling or installing PICP systems for at least 5 years, and
- 7.10.4.3 Assist an experienced instructor in teaching the course at least once before teaching alone,
- 7.10.4.4 And meet at least 3 of the following requirements:
  - 7.10.4.4.1 Holds a degree in civil or environmental engineering or landscape architecture
  - 7.10.4.4.2 Have extensive presentation or teaching experience on topics closely related to the course content (for example: has presented ICPI's PICP presentation to an audience of architects, landscape architects or engineers a minimum of 5 times)
  - 7.10.4.4.3 Have published at least three papers or articles about topics related to the course content
  - 7.10.4.4.4 Meets at least half of the installation experience requirements of a Contractor Instructor
  - 7.10.4.4.5 Have field experience applicable to PICP systems via construction inspection
- 7.10.5 Renewal of Instructor Authorization – To renew ICPI Authorized Instructor status, all instructors must:
  - 7.10.5.1 Maintain active membership status in ICPI as required in Section 7.10- ICPI Authorized Course Instructors.
  - 7.10.5.2 Within every two-year authorization term, earn ten (10) continuing education credits, eight (8) hours must meet the requirements for Acceptable Continuing Education for Certification Renewal and two (2) hours must be adult education topics.
- 7.10.6 Causes for Suspension and Revocation of Instructor Authorization – Causes for suspension and revocation of instructor authorization include:
  - 7.10.6.1 An audit showing that continuing education or installation experience was knowingly reported incorrectly.
  - 7.10.6.2 The instructor is found to have knowingly contradicted established ICPI construction guidelines.
  - 7.10.6.3 The average instructor rating for any course is less than 3.5., the instructor's authorization status will be suspended immediately. The sponsor will be contacted by ICPI to determine whether any issues resulting in a low rating were related to the instructor's performance or other circumstances beyond the instructor's control. If the issues resulting in the low rating were related to the instructor's performance, the instructor's authorization will remain suspended until the Education Committee Chair can review the case. Permanent revocation will occur only if a score of 3.5 or lower is proven to be warranted. The staff liaison to the Education Committee will bring any causes for suspension or revocation to the Education Committee Chair for review. A recommendation from the Education Committee Chair would be made to the ICPI officers for consideration. The officers will then make a recommendation to the Board of Directors. The notice, investigation and hearing process will follow the outline in Section 10 Ethics.

### **7.11 Learning Management System (LMS)**

- 7.11.1 Registration: All individuals registering for a product on the LMS must register using a unique user ID and email address. Course credentials and continuing education hours will be issued only to the individual registered for the product.
- 7.11.2 Payment: Full payment is required before a participant is given access to any product on the LMS.
- 7.11.3 Cancellation: All sales of products in the LMS are final.
- 7.11.4 Transfers and Substitutions: Registrants requesting a transfer to an alternate LMS product shall be assessed an administrative fee as determined by the Executive Committee. Registrants may not transfer between online and live courses once courses have started. Substitutions shall be permitted from the same company at any time prior to use of the purchased product on the LMS and shall be assessed an administrative fee as determined by the Executive Committee.
- 7.11.5 Quiz and Exam Retakes: Quizzes for webinars and individual course modules may be taken up to three times. After three failing grades, the webinar or individual course module must be retaken before the quiz

is available again. Exams for the Concrete Paver Installer Course and the PICP Specialist Course must be proctored in a secure setting using ProctorU. Participants will be permitted to schedule the exam with ProctorU one time only at least 72 hours in advance of the desired exam time. ProctorU will assess participants for any expedited, priority, or rescheduling fees at its discretion. If a paid course participant fails a course exam, they may retake the exam within 12 months of the initial exam date using the ProctorU service. The fee for exam retakes is determined by the Executive Committee.

- 7.11.6 Time Limits: All products on the LMS expire after ninety (90) days. Once the product has been expired, its contents can no longer be viewed. The time limit begins when the product is purchased. If participants request an extension to the product expiration, a ninety (90) day extension can be purchased for a fee determined by the Executive Committee.
- 7.11.7 Completion: Upon completion of a product and its required quizzes or exam with a score of 75% or higher per quiz/exam, the participant will be given access to a printable Record of Completion indicating the number of continuing education hours earned. For installer and sales representative courses, an individual completing all required and elective modules must submit the respective Application for Certification or Application for Designation to receive the related designation. Only the individual registered for the product is eligible to receive the Record of Completion, continuing education hours, and the ability to apply for a designation.
- 7.11.8 Education Records Privacy- In compliance with federal education privacy laws, ICPI staff are prohibited from sharing participant exam scores and login information with anyone other than the participant.

## **7.12 Third Party Continuing Education For Certified Concrete Paver Installer Re-Certification**

- 7.12.1 Third party continuing education is defined as programs or events created by organizations or individuals other than the Interlocking Concrete Pavement Institute.
- 7.12.1 Only third-party continuing education that supports the integrity of the ICPI education program and the primary mission of the ICPI will be approved.
- 7.12.2 To be approved as ICPI Installer Continuing Education all third-party continuing education shall be hardscape focused and must be related to installation, safety, administration, or design. Courses on other hardscape materials are approved for continuing education hours; however, pre-approval of continuing education hours by ICPI and use of the ICPI Continuing Education logo are not permitted for materials competing with segmental concrete pavements.
- 7.12.3 Programs that are mainly promotional in nature will not be accepted.
- 7.12.4 Third party continuing education providers must submit the following documentation to ICPI for approval of programs:
  - 7.12.4.1 a description of the program content,
  - 7.12.4.2 three learning objectives,
  - 7.12.4.3 length of program specifically indicating direct instructional time,
  - 7.12.4.4 a sample attendance certificate,
  - 7.12.4.5 instructor's name and qualifications,
  - 7.12.4.6 date and location of the program
  - 7.12.4.7 An application fee must be paid when the program documentation is submitted.
- 7.12.5 All third-party continuing education programs submitted will be reviewed for acceptance by ICPI staff.
- 7.12.6 Approval will be valid for a maximum of two years.
- 7.12.7 Only ICPI members' courses and government agencies, municipalities, non-profit, associations or educational institutions who apply and are approved to have their programs recognized by ICPI will be allowed to be promoted as providing "ICPI Installer Continuing Education" and utilize the "ICPI Installer Continuing Education" logo.

**7.13 ICPI Boot Camp Policy**

- 7.13.1 There is no fee charged for the use of the ICPI Boot Camp program materials except for student manuals. Student manuals will be made available for purchase at cost to course sponsors.
- 7.13.2 The sponsor of the Boot Camp program must be a member of ICPI, Industry Associated Organization, a government agency, a municipality, an educational institution, or an ICPI approved non-profit organization that promotes the use of segmental concrete pavement systems.
- 7.13.3 The instructor must be and ICPI Certified Concrete Paver Installer and be employed by a company that is a member of ICPI
- 7.13.4 The sponsor must complete the ICPI Boot Camp event application and submit it to the ICPI Education Program Coordinator at least four weeks prior to the event date. The sponsor is responsible for determining the location, promoting the event, arranging for and compensating an authorized Boot Camp instructor, and providing the necessary materials and equipment.
- 7.13.5 Sponsors are required to submit the contact information including email address for all students participating in the program to ICPI within 30 days of the event.
- 7.13.6 Participants will be asked to complete a post-event evaluation that the sponsor will collect and submit to ICPI within 30 days of the event.

**7.14 Policies Specific to ICPI Sanctioned Installation Demonstrations**

- 7.14.1 Applicability – These policies shall apply to installation demonstrations sanctioned by ICPI other than those demonstrations held at the Hardscape North America which are governed by section 7.B.2 Policies Specific to Hardscape North America.
- 7.14.2 Oversight - The Construction Committee is responsible for oversight and ensuring compliance with these policies in regard to ICPI Sanctioned Installation Demonstrations.
- 7.14.3 Funding - Demonstrations of installation of paver products sanctioned by ICPI shall be revenue positive but no less than revenue neutral to the association. Fees for attendees to the demonstration shall be approved by the Executive Committee and set to offset costs incurred by the association for providing the demonstration.
- 7.14.4 Planning & Budgeting - An estimated budget for the costs associated with an installation demonstration for planning purposes is \$15,000. ICPI Staff shall consider the following in planning and budgeting for the demonstration: Requiring companies demonstrating machines, tools, sealers, edging, and other products related to paver product installation, and are not part of the installation crew, to contribute to the expense of staging the demonstration.
  - 7.14.4.1 Paying all travel expenses for the Crew Leader’s site visit prior to the demonstration
  - 7.14.4.2 Paying up to \$200 of travel expenses incurred by Crew Members
  - 7.14.4.3 Providing ICPI T-shirts at no cost to the Crew Leader and all Crew Members & Alternates.
  - 7.14.4.4 Providing complimentary registration for the Crew Leader and all Crew Members to any other events that may be associated with the demonstration
- 7.14.5 Practices - The installation demonstration shall demonstrate installation practices which conform to ICPI guidelines and specifications.
- 7.14.6 Certification - All installation demonstration crew members and the crew leader shall be ICPI Certified Paver Installers.
- 7.14.7 Timeline - The following timeline of events is provided for consideration when arranging and coordinating an installation demonstration:

Time Prior to Date of Demonstration	Action Item
9-6 Months	Site Selection – Select either a Temporary or Permanent Site for the installation demonstration



	<p>Temporary Site – parking lot of convention center, hotel, vocational school, university, etc.</p> <p>Permanent Site – producer’s yard, distributor’s storage yard, etc.</p> <p>Hotel Selection – Select hotel that attendees, staff, &amp; crew will stay at during the demonstration</p>
6 Months	Begin Promotion of Demonstration
	Develop & refine mailing list: Identify landscape & paver contractors, design professionals in the area. Use recommendations from members in the area. Use mailing list services as needed.
	Design and print informational pieces (with ICPI logo)
	Send out first mailing
6 – 3 Months	<p>ICPI Staff site visit for the following:</p> <ol style="list-style-type: none"> <li>1. Selection of Manufacturer</li> <li>2. Equipment Rental Location – forklift, saws, plate &amp; roller compactors, hand tools, etc.</li> <li>3. Written authorization from site owner including right of entry and indemnification</li> <li>4. Identification of base materials and sand including supplier, delivered cost, quality and conformance to ICPI specifications</li> <li>5. Arrange for caterer, local transportation, tents, port-a-johns, insurance, alternate rain location, etc.</li> <li>6. ICPI T-Shirts</li> </ol>
Time Prior to Date of Demonstration	Action Item
4 Months	Request contractor and vendor participation
3 – 2 Months	<p>Selection of installation crew</p> <ol style="list-style-type: none"> <li>1. Moderators divided by specialty interest <ol style="list-style-type: none"> <li>a. Introduction – ICPI Chair/Installation Chair</li> <li>b. Slab Demonstration</li> <li>c. Mechanical-Screed-Sand</li> <li>d. Mechanical Installation</li> <li>e. Wall Demonstration</li> <li>f. Tools-Materials-Edging</li> <li>g. Hand Screed</li> <li>h. Lay Pavers by Hand</li> <li>i. Other</li> </ol> </li> <li>2. Crew Leader – must have knowledge and ability to demonstrate &amp; follow installation specifications ICPI has put forth for the industry.</li> <li>3. Crew Members – four individuals chosen by order of their acceptance from first Contractor Voting members, then Contractor Affiliate members, and lastly non-members. Crew members should be contractor owners or foremen. Crew Members should plan to be onsite at demo area for two days.</li> <li>4. Vendors – edging, installation machines, compactors, screeds, etc. chosen by order of their acceptance first from Associate members, then local Associate members, and lastly non-members.</li> <li>5. Alternates – Two individuals</li> </ol>

2 Months	Send out second mailing with detailed information piece containing contractor & vendor participants, schedule, registration form, directions, hotel information, and request for participation of slots not filled.
2 – 1 Weeks	Site inspection by Crew Leader to ensure the following: 1. Paver materials delivered to demo site 2. Base – in place, compacted, fine graded to within +/- ½” of finished base grade (Permanent Area Only)
36 – 24 Hours	Crew Leader arrives at demo site Crew Members arrive at demo site

7.14.8 Sample Schedule - The following is sample schedule for consideration for the installation demonstration:

9:00 – 9:30	Registration
9:30 – 9:45	Introduction
9:45 – 10:00	Slab Demo
10:00 – 10:15	Screed Sand
10:15 – 11:00	Mechanical Installation
11:00 – 11:30	Start Wall Demo
11:30 – 12:00	Tools and Material Handling Edging
12:00 – 1:15	Lunch
1:15 – 1:30	Hand Screed
1:30 – 2:30	Laying of Pavers by Hand
2:30 – 3:00	Other
3:00 – 6:00	Clean-up

**7.15 Policies Specific to ICPI Self-Funded (Assessed) Programs**

- 7.15.1 Oversight – The Executive Committee is responsible for oversight and ensuring compliance with these policies in regard to ICPI Self-Funded (Assessed) Programs.
- 7.15.2 Assessed Programs – Members may assess themselves for the cost of specific projects or activities that are not in the ICPI operating budget. Member contributors who would join an effort to fund a project would be assessed accordingly. Once the project is completed and as parts of the completed project are sold, the additional funds above the expenses of the project shall first be used to reimburse those contributors for their original investments and any additional funds beyond that shall go to the ICPI.
- 7.15.3 Who May Participate – Assessed projects are open to ICPI members only. A participating ICPI member cannot promote a non-member producer or a non-member producer’s manufactured products. Ownership of the asset, from inception, remains with the ICPI.
- 7.15.4 Accounting – Accounting for assessed project costs and remuneration would be governed by generally accepted accounting principles for non-profit organizations.
- 7.15.5 Approval – Any self-funded or assessed activities shall be approved by the Executive Committee. Self-funded or assessed activities which may demand time of the ICPI staff should first be submitted to the Executive Director, who would then ascertain the impact to the ICPI Staff’s ongoing activities. In an attempt to keep from overworking ICPI’s staff, costs to complete a self-funded project should be predicated on hourly staff charges. As required, consultants and/or temporaries may be hired to complete the project work under the supervision of the Executive Director or their appointed substitute.
- 7.15.6 Notice – Once a project is approved for self-funding by the Executive Committee, all members should be given the opportunity to participate through the process of notification and advertisement. A short period of time should be allowed for members to respond (two weeks maximum), then the project would go

forward with the committed participants when 100% funded according to the pre-approved budget. Contributors would receive direct cash reimbursements on a quarterly basis so that members' assessment accounting would be kept separate from regular account.

## **7.16 Presentations**

### **7.16.1 Policies Applicable to ALL Presentations at ICPI Sponsored Events**

- 7.16.1.1 Oversight - The Executive Committee is responsible for oversight and ensuring compliance with these policies in regard to Presentations at ICPI Sponsored Events.
- 7.16.1.2 Approval of Presentations - All presentations to the general membership must be approved in advance by the ICPI Chair. Presentations made to a standing committee must be approved in advance by the Committee Chair. The ICPI Chair or Committee Chair will at a minimum consider the following factors before granting approval:
  - 7.16.1.2.1 Benefit to ICPI and its members.
  - 7.16.1.2.2 Conflicts regarding proprietary products/services.
  - 7.16.1.2.3 The recommendations of members or the Executive Director in regard to the presentation.
- 7.16.1.3 Sponsorship of Presentations - Any member or members may sponsor ICPI industry –related presentations at any ICPI sponsored event. Presentations may include, but are not limited to, speakers/instructors at ICPI meetings, trade shows, contractor programs or sales schools.
- 7.16.1.4 Sponsorship is defined as funding, planning and/or implementation of a presentation. Sponsored presentation must be approved per the Statement of Policy Section 7.D.1.b.
- 7.16.1.5 In recognition of the sponsorship, the sponsor may do any or all of the following:
  - 7.16.1.5.1 Have their company name only mentioned in the presentation being the sponsor.
  - 7.16.1.5.2 Display a sign that they provide not to exceed 3 feet by 5 feet
  - 7.16.1.5.3 Introduce the presentation, but without mention of their products or services
  - 7.16.1.5.4 Make available company literature at the presentation.

### **7.16.2 Policies Specific to Educational Presentation Partnerships with Other Trade Associations & Groups**

- 7.16.2.1 Oversight - The Executive Committee is responsible for oversight and ensuring compliance with these policies in regard to Educational Presentation Partnerships with Other Trade Associations & Groups.
- 7.16.2.2 Non-national Associations or Chapters of National Associations – ICPI staff may participate at non-national associations or chapters of national design professional associations meetings or events as educational speakers. ICPI staff may only speak on topics related to interlocking concrete pavement. The function must be directly related to education of landscape architects or engineers and there must be an understanding of an expectation for a minimum audience of 35 persons. The Partner and ICPI shall be responsible for the following:
  - 7.16.2.2.1 Partner shall compensate ICPI for all travel related expenses. Partner is responsible for providing all local marketing materials and distribution.
  - 7.16.2.2.2 ICPI shall provide either the Director of Engineering or Technical Director as a complimentary speaker.
- 7.16.2.3 Industry Associated Organizations - ICPI staff may participate at ICPI Industry Associated Organization meetings as educational speakers. The function must be directly related to education of contractors or specifiers and there must be an understanding of an expectation for a minimum audience of 35 persons. The Industry Associated Organization and ICPI shall be responsible for the following:
  - 7.16.2.3.1 The Industry Associated Organization shall compensate ICPI for all staff time related to presentation development, travel, and delivery of the presentation at the current ICPI consulting rate. These expenses shall be pre-paid at least 30 days in advance and shall be non-reimbursable within 10 days of the planned event. The Industry Associated Organization is responsible for providing all local marketing materials and distribution.

7.16.2.3.2 ICPI shall pay for travel related expenses for either the Director of Engineering or Technical Director as a speaker for meetings.

### 7.16.3 Procedures for Evaluation of Innovative Products and Technologies

7.16.3.1 Potential presenters should:

7.16.3.2 Complete and submit a new products presentation application from ICPI staff

7.16.3.3 Prepare a PowerPoint presentation and submit it to ICPI staff at least 60 days prior to the ICPI Annual and/or Summer Meeting.

7.16.3.4 Staff reviews the application, presentation plus any handouts and reports provided with an ad hoc group consisting of the chairs and two members each from the Technical and Construction Committees. Written comments will be provided to the applicant within 30 days regarding acceptance, modifications or rejection of the presentation. Presentation changes must be provided within 15 days of meetings. ICPI reserves the right to cancel presentations if not acceptable to members and staff designated to review the presentation.

7.16.3.5 ICPI provides a room, seating, a projector and screen, and announcement of the presenter(s) at Annual and/or Summer Meeting announcement materials.

7.16.3.6 At the meeting, each presenter provides a maximum 20-minute presentation using their laptop computer including time for audience questions/discussion. Supporting technical handouts, displays and demonstrations are encouraged.

7.16.3.7 ICPI does not endorse products. ICPI will not approve, sanction or recommend a presenter's product or idea. The benefit to applicants/presenters is product awareness and peer/customer review.

## **7.17 ICPI Group Travel and Events (Plant Tours and Golf Outings)**

### 7.17.1 Policies Specific to Plant Tours

7.17.1.1 Plant Tours: Events that can be held at an actual production facility location; organized for virtual presentation; or arranged to be conducted at an international plant location. All plant tours shall be for the purpose of showcasing machinery, products of interest, and innovative industry technology/techniques. Furthermore, plant tours are intended for ICPI/NCMA members only. Non-members requesting attendance will be considered on a case-by-case basis.

#### 7.17.1.2 Plant Tour Procedures:

7.17.1.1.1 The Meetings, Membership and Trade Show Committee and NCMA Trade Show Subcommittee shall determine whether a plant tour is desirable at the next meeting location or endorsed ICPI/NCMA event. If so, members will be appointed to a Plant Tour Task Group to review and vet submittals and make a recommendation of sites to the Meetings, Membership and Trade Show Committee and NCMA Trade Show Subcommittee for final approval.

7.17.1.1.2 Individual ICPI/NCMA members cannot host a private plant tour that overlaps ICPI/NCMA meetings/events.

7.17.1.1.3 Association staff will send out a call for plant tour submittals. All submittals will include the specific machinery, products of interest and innovative industry technology/techniques being showcased. Costs for transporting tour participants are borne by sponsoring organizations. Costs associated with on-site facilitation, including but not limited to internet, food and beverage, prize giveaways and audio-visual equipment and labor are borne by the sponsors of the tour.

7.17.1.1.4 In the case of international events, the following additional procedures shall apply:

7.17.1.1.4.1 Funding- Any ICPI/NCMA staff time of administrative costs incurred by ICPI/NCMA due to coordination and/or management of the tour shall be reimbursed to CIPI/NCMA as part of the fees paid by the participants or by the tour organizer if after all expenses are paid, there is a deficit or surplus, the participants may be assessed for the deficit or receive a refund for the surplus.

- 7.17.1. 1.4.2 Volunteer Tour Organizer- At a time to be determined by the task group prior to the international event, the Meetings, Membership and Trade Show Committee shall appoint by majority vote a tour organizer from any ICPI/NCMA members who have volunteered to organize the tour.
- 7.17.1.1.4.3 The Tour Organizer for the next international event should be appointed with adequate time to secure hotel rooms. For example, in the case of the Bauma Trade Show, the tour organizer should be appointed during the Annual Meeting three years in advance so that hotel reservations can be made in Munich.
- 7.17.1.1.4.4 The Tour Organizer is responsible for the following:
  - 7.17.1.1.4.4.1 All logistics concerning the tour
  - 7.17.1.1.4.4.2 Financial obligations of the tour
  - 7.17.1.1.4.4.3 Collecting deposits & fees from participants as needed
- 7.17.1.1.4.5 For more specific task group guidelines request the International Event Guidelines document from ICPI/NCMA staff.
- 7.17.2 Policies Specific to ICPI Golf Outings
  - 7.17.2.1 Oversight - The Meetings, Membership and Trade Show Committee is responsible for oversight and ensuring compliance with these policies in regard to ICPI Golf Outings.
  - 7.17.2.2 Funding – The ICPI Golf Outing shall be a self-funded event. Any ICPI staff time or administrative costs associated with coordination and/or management of the golf tournament shall be assessed and offset by part of the fees paid by the participants or sponsors.
  - 7.17.2.3 Cancellations - All registration forms for the golf outing must contain the Cancellation Policy. All cancellations must be in writing and be received by ICPI either by mail or facsimile with the following requirements:
    - 7.17.2.3.1 Registrants must provide notice of cancellation at least seven (7) days in advance of the Summer Meeting start date in order to receive a refund less an administrative fee to be set by the Executive Committee.
    - 7.17.2.3.2 No refunds will be made for not attending or if notice of cancellation is received seven (7) days or less of the Summer Meeting starting date.
    - 7.17.2.3.3 Substitutions shall be permitted from the same company at any time prior to the golf outing date without penalty.
    - 7.17.2.3.4 Fees shall be paid in full prior to meeting start date.
  - 7.17.2.4 Golf Outing Task Group Setup – At the Summer Meeting one (1) year prior to the proposed golf tournament the chair of the Meetings, Membership and Trade Show Committee shall establish a task group to oversee the golf outing. The Golf Outing Task Group shall be responsible for the following in regard to the golf outing:
    - 7.17.2.4.1 Plan, coordinate, and run the golf outing.
    - 7.17.2.4.2 Determine the format of the golf outing.
    - 7.17.2.4.3 Act as the liaison between ICPI and the Local Host(s).
    - 7.17.2.4.4 Recommend and approve prizes for the golf outing.
    - 7.17.2.4.5 Determining fees for the golf outing and dinner package and dinner only package.
    - 7.17.2.4.6 Working with the Local Host(s) and ICPI to arrange for transportation to the course, if needed.
    - 7.17.2.4.7 Providing Final costs for golf and dinner packages and dinner-only packages would be provided to ICPI within 3 months of the event so that these costs could be included in the early meeting announcement/registrations.
  - 7.17.2.5 Local Hosts - Local hosts are recognized as an important part of the success of the golf outing. The Golf Outing Task Group shall identify and contact potential local hosts in the area of the proposed golf tournament. Any ICPI member company local to the area of the tournament may be considered to host

or co-host the golf tournament. At the Annual Meeting prior to the tournament, the task group shall notify the Meetings, Membership and Trade Show Committee of the member company(s) chosen to be Local Host(s). All co-hosts are expected to share in the time and expense related to the organization of the event. The golf task group shall work with the host and the ICPI on the details of each event. Local Host(s) may be responsible for some or all of the following:

- 7.17.2.5.1 Coordinating with a local golf course or country club to allow the tournament.
- 7.17.2.5.2 Arranging for the location and catering of food for the post tournament dinner.
- 7.17.2.5.3 Purchasing of prizes using funds from sponsorships.
- 7.17.2.5.4 Arranging for transportation to and from the golf outing.
- 7.17.2.6 Sponsorships\_- Sponsorship opportunities are allowed at the ICPI Golf Outing. Sponsorships shall be in accordance with the following:
  - 7.17.2.6.1 All members shall receive notice of sponsorship opportunities concurrently.
  - 7.17.2.6.2 Notice of golf tournament sponsorship opportunities shall only be sent out to the membership after the Summer Meeting Sponsorship notices and response period is complete.
  - 7.17.2.6.3 Sponsorships shall be open to all member categories and shall not be exclusive with the exception of events such as longest drive and closest to the pin.
  - 7.17.2.6.4 Sponsorship opportunities that allow for only one sponsor shall be granted based on a first receipt of sponsorship funds by ICPI after notice of sponsorship opportunities has been sent out to all members.
  - 7.17.2.6.5 Sponsorship opportunities shall be of varying monetary level to provide an opportunity for all members to participate.
  - 7.17.2.6.6 Sponsorship opportunities and fees shall be determined by the Golf Outing Task Group with input from the Local Host(s) and approved by the Executive Committee.
  - 7.17.2.6.7 Recognition of sponsors may include signage at the event and recognition in promotion material for the meetings and the program distributed at the summer meeting.
  - 7.17.2.6.8 Sponsorship funds shall be used solely to offset the cost of the golf outing and shall not be used to offset the costs of the Summer Meeting.
  - 7.17.2.6.9 ICPI staff shall collect all golf outing sponsorship money.
- 7.17.2.7 Prizes - The Golf Outing Task Group will recommend and approve the prizes for the golf tournament. The prizes shall either be purchased by the Local Host(s) using golf outing sponsorship funds provided by ICPI or the Local Host(s) may, at their discretion, solicit all members to donate prizes. This will be clearly communicated to ICPI by the golf outing task group. Members donating prizes may be requested to have the prizes shipped or carried in at their expense.
- 7.17.2.8 Post Tournament Dinner - All members shall be invited to the post tournament dinner even if they do not participate in the golf outing. Members who do not participate in the golf outing may be required to pay a fee to attend the dinner.
- 7.17.2.9 Timing – The golf outing shall be held after the ICPI Board of Directors meeting, preferably on a Saturday afternoon, at the ICPI Summer Meeting.
- 7.17.2.10 ICPI Responsibilities - ICPI shall be responsible for the following in regard to the golf outing:
  - 7.17.2.10.1 Collecting participant fees for the golf outing and post tournament dinner
  - 7.17.2.10.2 Promoting the golf outing sponsorship opportunities
  - 7.17.2.10.3 Invoicing and collecting sponsorship fees.
  - 7.17.2.10.4 Overseeing the golf outing budget in consultation with the golf outing task group.

## **8 GENERAL MANAGEMENT**

**8.1 General** - Management of the Association shall be under direction of the Executive Director. The Executive Director staffs, maintains, and supervises an office for ICPI. They are in charge of its day-to-day operations that

are carried out in accordance with guidelines and policies established by the Board of Directors.

### 8.1.1 Procedures

- 8.1.1.1 The Executive Director establishes office procedures that ensure all association work is carried out promptly and economically.
- 8.1.1.2 When questions of undefined policy arise, the Executive Director contacts the Chair.
- 8.1.1.3 The Chair authorizes the Executive Director to deal directly with other officers, chairs, and other appropriate people on specific problems of administration and or information needed to carry out their duties.

## 8.2 **Consulting and ICPI Staff Support**

- 8.2.1 Fees: Staff presentation and regional member event coordination services are available to ICPI members and at an established hourly rate, plus reasonable out-of-pocket expenses. The hourly rate is determined by the Executive Committee. Fees shall be applied to all staff time not spent on regular ICPI programs. This billable time includes time for preparation and travel. Fees for time shall be billed in hourly increments. The member company requesting presentation services shall be invoiced immediately upon conclusion of the requested staff services.
- 8.2.2 Approval Procedure: Members are required to submit a written request for staff consultation and/or support to an ICPI staff member. The request shall include an outline of the services requested, including applicable items such as scope of work to be performed, audience(s) served, event name, date, location, key outcomes, etc. Staff will then classify and estimate time and expenses based on the category definitions below and submit to the Executive Director for approval. Any questions regarding the categorization of an opportunity are resolved by the ICPI Chair of the Board. Staff will then issue a response to the inquiring company for review and approval.
- 8.2.3 Category Definitions:
  - 8.2.3.1 Category 1- Direct benefit to a broad number of members
    - 8.2.3.1.1 Fees: ICPI pays for travel expenses and staff time.
    - 8.2.3.1.2 Results: An event summary is published in Paver Express. Attendee list and developed materials are made available to all members.
    - 8.2.3.1.3 Applicable Opportunities:
      - 8.2.3.1.3.1 Presentations at national or international conferences including technical and user association conferences.
      - 8.2.3.1.3.2 Presentations to national accounts meaning companies with facilities in a majority of states and/or provinces.
      - 8.2.3.1.3.3 Presentations to federal, state or provincial government agencies, port and airport authorities or regional, municipal, or city authorities that are considered leaders in their surrounding areas and have interest in segmental pavement systems.
      - 8.2.3.1.3.4 Presentations at regional conferences including technical and user association conferences that attract participants from more than one state or province.
  - 8.2.3.2 Category 2- Direct benefit to a limited number of members
    - 8.2.3.2.1 Fees: Members and/or Agency pay for travel expenses and ICPI pays for staff time.
    - 8.2.3.2.2 Results: An event summary is published in Paver Express. Information gathered and materials developed are made available to the participating member(s) paying for travel expenses.
    - 8.2.3.2.3 Applicable Opportunities:
      - 8.2.3.2.3.1 Presentations at state and sub-state regional conferences including technical and user association conferences.
      - 8.2.3.2.3.2 Presentations to a city, county or district organization of same. represented in Greenbook specs.
      - 8.2.3.2.3.3 Development of design guidelines, review of design guidelines, guide specifications for

the above. (Travel expense should not be required)

8.2.3.3 Category 3 – Direct benefit to a limited number of members and requires a significant amount of staff time

8.2.3.3.1 Fees: Member and/or Agency pays for staff time and expenses at the established consulting rate

8.2.3.3.2 Results: Information gathered and materials developed are made available to the participating member(s). Significant amount will be defined as more than 40 hours annually.

8.2.3.3.3 Applicable Opportunities:

8.2.3.3.3.1 Participation in meetings at state and sub-state regional agencies to develop or review design guidelines or guide specifications typically in a committee setting.

8.2.3.3.3.2 Multiple trips to the same agency or location beyond current Onsite Technical Support policy.

8.3.3.4 Category 4 – Direct Benefit to a single member

8.3.3.4.1 Fees: Member pays for staff time and expenses at the established consulting rate

8.3.3.4.2 Results: Information gathered and materials developed will be available to the participating member.

8.3.3.4.3 Applicable Opportunities:

8.3.3.4.3.1 Presentations to member clients for emerging private sector projects.

8.3.3.4.3.2 Member-specific seminars to local or regional design professionals.

8.3.3.4.3.3 Presentations for member customers and other industry audiences.

8.2.4 Staff Time on Presentations

The Executive Director shall monitor the time ICPI staff spends on presentations to ensure that staff objectives are met.

8.2.5 Staff Consulting

Staff shall not serve as designer or engineer of record for any project. Staff will not make recommendations that are proprietary in nature or that relate to selection of proprietary materials or systems.

### **8.3 Professional Service Firms Conflict of Interest**

8.3.1 Policy

Professional Service Firms that provide services to ICPI will agree to the following terms of service. The professional service firm agrees to not serve other concrete or pavement related associations or companies within these industries concurrently with ICPI unless all parties are informed and give consent. Consent will not be unreasonably withheld. All information concerning the business interests of ICPI will be regarded as confidential. All materials prepared for ICPI will not be used for other clients without the prior approval of ICPI. The firm will also not accept fees, commissions or any other valuable consideration for merely recommending equipment, supplies or services without full disclosure to ICPI.

8.3.2 Procedure

Any conflict of interest is communicated by staff to the ICPI officers for consideration. If all officers determine there is no conflict, the firm is notified accordingly and the Board of Directors if informed of the Conflict at their next meeting. If an officer or the Executive Director feel there is a conflict, consent will not be given until it can be discussed and approved by the Executive Committee and Board of Directors at their next scheduled meeting.

### **8.4 Use of ICPI Assets**

8.4.1 Policy

ICPI supports the dissemination of information to aid members in the education and sales of segmental pavement systems. ICPI's intellectual property is one of its most valuable assets. As such, the Institute expends considerable resources maintaining and protecting the rights to its intellectual property, and reserve the right to protect its print products, electronic products, databases, audio/visual products and



any other subject matter using copyright using trade, service and certification marks.

This effort is intended to protect ICPI and its members from unauthorized copying and distribution of ICPI intellectual property. ICPI's intellectual property may only be used in a manner that furthers the organization's mission, goals and is consistent with the original message.

Use of ICPI assets, by any organization other than ICPI, in products that are commercially available is strictly prohibited.

"Personal or educational use" of ICPI assets is permitted and is limited to the duplication of an asset, by physical or electronic means, for the purposes of study or transmission to an individual colleague for discussion only.

ICPI Assets are assigned a class. Members may use those assets as defined below and additional requirements may apply.

#### 8.4.2 Asset Classes

- 8.4.2.1 Asset Class 1: Asset may be used for a Minor Excerpt, Major Excerpt, Full Redistribution or linked to asset on the ICPI website if available. Discuss sale of item.
- 8.4.2.2 Asset Class 2: Asset may be used for a Minor Excerpt, Major Excerpt, Full Redistribution. Asset is not available for linking on the ICPI website. Discuss sale of item.
- 8.4.2.3 Asset Class 3: Asset is sold or licensed by ICPI which prevents Full Redistribution and is not linkable on the ICPI website. Discuss sale of item.
- 8.4.2.4 Asset Class 4: Use of asset is unique to each asset. See notes to Asset Table.

#### 8.4.3 Usage Categories: Methods and Requirements

- 8.4.3.1 Use of an ICPI Asset Minor Excerpt which would require a **Notification to ICPI and Acknowledgement** and A Minor Excerpt is defined any one of the following:
  - 8.4.3.1.1 Single text extracts from a single asset that is 400 words or less
  - 8.4.3.1.2 A series of text extracts from a single asset that totals 800 words or less
  - 8.4.3.1.3 Three figures/tables/images or less from any one asset
  - 8.4.3.1.4 Less than 15 seconds of a video from one asset
- 8.4.3.2 Use of an ICPI Asset Major Excerpt which requires **Permission from ICPI and Acknowledgement**. A Major Excerpt is defined as any excerpt that is classified as neither a Minor Excerpt nor Full Redistribution.
- 8.4.3.3 Use of an ICPI Asset Full redistribution which requires a **Copyright Notice, Permission from ICPI**, and asset cannot be edited. Full Redistribution is defined as distribution of the complete asset.
- 8.4.3.4 Use of an ICPI Asset by a Link to ICPI website. A link to an ICPI asset is when the asset is accessed on the ICPI server each time it is selected by a user. The item is not duplicated on another system.

#### 8.4.4 Usage Requirement Details:

- 8.4.4.1 Acknowledgement: Acknowledgement must be included with the asset and state, "Reprinted from the Interlocking Concrete Pavement Institute. All Rights Reserved. [www.icpi.org](http://www.icpi.org)"
- 8.4.4.2 Copyright Notice: Copyright notice must be included with the asset and state, "Copyright Interlocking Concrete Pavement Institute. All Rights Reserved. [www.icpi.org](http://www.icpi.org)"
- 8.4.4.3 Notification to ICPI: Must notify ICPI by email, mail or fax, in advance of using the asset. Email: [icpi@icpi.org](mailto:icpi@icpi.org) Mail: Interlocking Concrete Pavement Institute, 14801 Murdock Street, Suite 230, Chantilly, VA 20151 Fax: (703) 657-6901
- 8.4.4.4 Permission from ICPI: Must request permission from ICPI by email or mail to use the asset and receive authorization in advance. Email: [icpi@icpi.org](mailto:icpi@icpi.org) Mail: Interlocking Concrete Pavement Institute,

## 8.4.5 Usage Requirement Details:

Asset Name	Asset Description	Format	Class	Usage Method and Requirements			
				A - Minor Excerpt - Acknowledgement/ Notify	B - Major Excerpt - Acknowledgement / Permission	C - Full - Copyright / Permission / Not Edited	D - Link to Asset on ICPI website
AEC Daily		Presentation	3	✓	✓	✗	N/A
Boot Camp Courses		Presentation	2	✓	✓	✓	N/A
Boot Camp Courses		Printed	2	✓	✓	✓	N/A
Boot Camp Courses		Video	2	✓	✓	✓	N/A
Brochures	Consumer (3), Atlanta, 700	PDF	1	✓	✓	✓	✓
Civil Engineering Modules	distributed by ICPI to schools only	Presentation	3 - Ex.1	✓	✓	✗	N/A
Complete Business Manual		Printed	3	✓	✓	✗	N/A
Construction Tolerance Guides		PDF	1	✓	✓	✓	✓
Continuing Education Webinar		Recording	3	✓	✓	✗	N/A
Continuing Education Webinar - ICPI		Presentation	2	✓	✓	✓	N/A
Continuing Education Webinar - Licensed		Presentation	4 - Ex.4	✗	✓	✗	N/A
Contractor Business Report		PDF	3	✓	✓	✗	N/A
Detail Drawings		Template	1	✓	✓	✓	✓
Fact Sheets	Aesthetics/Durability/...	PDF	1	✓	✓	✓	✓
Guide Specs		Template	1	✓	✓	✓	✓
Hardscaping Videos		Video	1	✓	✓	✓	✓
Images	photos, illustrations	Images	4 - Ex.5	✓	✓	N/A	N/A
Industry Sales		PDF	3	✓	✓	✗	N/A

Report							
Inspection Checklists		Template	1	✓	✓	✓	✓
Installer Courses	CPI,RS,CS,PIC PS,RP,CP	Presentation	3 - Ex.1	✓	✓	✗	N/A
Installer Courses	CPI,RS,CS,PIC PS,RP,CP	Printed	3	✓	✓	✗	N/A
Installer Courses	CPI,RS,CS,PIC PS,RP,CP	Video	3	✓	✓	✗	N/A
Instructor Training	Academic, Contractor Courses, Boot Camp	Presentation	3 - Ex. 1	✓	✓	✗	N/A
Instructor Training Manual	Boot Camp	Printed	3	✓	✓	✗	N/A
Interlock Design		PDF	1	✓	✓	✓	✓
Marketing Resources		PDF	2	✓	✓	✓	N/A
PICP Manual 5th Ed.		Printed	3	✓	✓	✗	N/A
Press Releases		PDF	1	✓	✓	✓	✓
Project Profiles		PDF	1	✓	✓	✓	✓
Software - Free		Software	1	✓	✓	✓	✓
Software - Licensed	restricted distribution PDP, RCS Estimator	Software	3	✓	✓	✗	N/A
Tech Specs		PDF	4 - Ex. 3	✓	✓	✗	✓
Technical Papers	Papers presented at past ICCBP Conferences	PDF	4 - Ex. 6	✗	✓	✗	✓
Video - Free	owned by ICPI - PICP, YouTube	Video	1	✓	✓	✓	✓
Video - Licensed		Video	4 - Ex-7	✗	✓	✓	✓
Website Content		HTML/PDF/Video	4 - Ex.2	✓	✓	✗	✓

#### 8.4.6 Usage Requirement Details:

- ✓ Permitted use
- ✗ Not Permitted use
- N/A Not available

8.4.6.1 Ex. 1 ICPI Authorized Instructors and Approved Continuing Education Providers are authorized to alter education presentations only to the extent necessary to incorporate member-specific project examples specific to presentations. No slides may be removed from an original course presentation in order to protect the instructional content of the material. Authorized Instructors may distribute the

- content of a presentation in handout format to their audience.
- 8.4.6.2 Ex. 2 Downloading ICPI website content for duplication on other sites is strictly prohibited. The use of material from the ICPI website is limited. Refer to the specific asset type for accepted usage and requirements. Creating a link to ICPI website content is acceptable and does not constitute distribution of ICPI an asset.
- 8.4.6.3 Ex. 3 Members who are E-Tech subscribers are directed to link to the Tech Specs using either:
- 8.4.6.3.1 A link to their company page on the ICPI website which will include links to all of their custom Tech Specs (i.e. <https://icpi.org/keystonehardscapes>) , or
  - 8.4.6.3.2 A link directly to each custom Tech Spec which includes their company logo.
    - 8.4.6.3.2.1 <https://icpi.org/s/Keystone-Hardscapes-Cover-Sheet-TechSpec1.pdf>
    - 8.4.6.3.2.2 <https://icpi.org/s/Keystone-Hardscapes-Cover-Sheet-TechSpec2.pdf>
    - 8.4.6.3.2.3 <https://icpi.org/s/Keystone-Hardscapes-Cover-Sheet-TechSpec3.pdf>
  - 8.4.6.3.3 Members who are not E-Tech subscribers are directed to the link to the Tech Spec search page (i.e. <https://icpi.org/tech-specs>)
- 8.4.6.4 Ex. 4 Continuing Education Webinar - Licensed: Assets in this class are licensed from third party providers. ICPI should be contacted to determine if the asset is available for use by members and permission must be obtained to use the material in part or whole.
- 8.4.6.5 Ex. 5 Images: Some images are licensed for use by ICPI. ICPI should be contacted to determine if the asset is available for use by members and permission must be obtained to use the material in part or whole.
- 8.4.6.6 Ex. 6 Technical Papers: Several technical papers are available to be downloaded for personal or educational use from <http://sept.org/>. These papers are not available for redistribution.
- 8.4.6.7 Ex. 7 Licensed: Assets in this class are licensed from third party providers. ICPI should be contacted to determine if the asset is available for use by members and permission must be obtained to use the material in part of whole.

## 8.5 Use of ICPI Logos

- 8.5.1 ICPI Logos - The ICPI logos are the property of the ICPI but may be used by ICPI members in good standing and industry associated organizations in accordance with the terms and conditions set forth below. Use of one or more of the logos shall constitute consideration for, agreement to, and acceptance of the following terms and conditions of this license by the user.
- 8.5.2 ICPI Member Logo
- 8.5.2.1 The ICPI logos are the sole and exclusive property of ICPI. These logos may be used only by ICPI members in good standing and industry associated organizations if and only if such is made pursuant to the terms and conditions of this limited and revocable license. Any failure to comply with the terms and conditions contained herein may result in the immediate revocation of this license, in addition to any other sanctions imposed by ICPI. The interpretation and enforcement (or lack thereof) of these terms and conditions, and compliance therewith, shall be made by ICPI in its sole discretion.
  - 8.5.2.2 The logos are made available to ICPI members in good standing and industry associated organizations in camera-ready, electronic, in color and/or black. The logos may not be revised or altered in any way, and must be displayed in the same form as produced by ICPI. It may however be displayed on different (neutral) backgrounds, so long as those backgrounds do not conflict graphically with the clear appearance, readability and recognition of the logo. Ideally, the logo should be displayed as a black and white positive image against a neutral background. The logo may be displayed in black and white, or the pavers and lines in Pantone Matching System. No other colors may be used, nor may the logo be displayed on patterned backgrounds (such as polka dots, wavy lines, etc.) that alter its character and message. The logo is a graphic symbol, not a text character. It is not to be used as part of a sentence or headline.

- 8.5.2.3 The logos may be used in a professional manner on the user's business cards, stationary, literature, advertisements, storefront window, or in any other comparable manner to signify the user's membership in ICPI. The logo may never be used independent of the term "MEMBER," or "Proud Supporter of." Notwithstanding the foregoing, the logos may not be used in any manner that, in the sole discretion of ICPI: discredits ICPI or tarnishes its reputation and goodwill; is false or misleading; violates the rights of others; violates any law, regulation, or other public policy; or mischaracterize the relationship between ICPI and the user, including but not limited to any use of the logos that might be reasonably construed as an endorsement, approval, sponsorship, or certification by ICPI of the user, the user's business or organization, or the user's products or services, or that might be reasonably construed as support or encouragement to purchase or utilize the user's products or services.
- 8.5.2.4 Use of the logos shall create no rights for users in or to the logos or their use beyond the terms and conditions of this limited and revocable license. The logos shall remain at all times the sole and exclusive intellectual property of ICPI. ICPI shall have the right, from time to time, to request samples of use of logos from which it may determine compliance with the terms and conditions. Without further notice, ICPI reserves the right to prohibit use of the logos if it determines, in its sole discretion, that user's logo usage, whether willful or negligent, is not in strict accordance with the terms and conditions of this license, otherwise could discredit ICPI or tarnish its reputation and goodwill, or the user is not an ICPI member in good standing.
- 8.5.3 ICPI Certification Logos
- 8.5.3.1 The certification logos are the sole and exclusive property of ICPI. These logos may be used only by ICPI certified paver installers in good standing if and only if such is made pursuant to the terms and conditions of this limited and revocable license or companies that employ certified installers. Any failure by as user to comply with the terms and conditions contained herein may result in the immediate revocation of this license, in addition to any other sanctions imposed by ICPI. The interpretation and enforcement (or lack thereof) of these terms and conditions, and compliance therewith, shall be made by ICPI in its sole discretion.
- 8.5.3.2 The certification logos are made available to ICPI certified paver installers or companies that employ certified installers in good standing in camera-ready, electronic, in color and/ or black. If an ICPI certified paver installer leaves a company, the company agrees to destroy all related promotional materials. The logos may not be revised or altered in any way, and must be displayed in the same form as produced by ICPI. It may however be displayed on different (neutral) backgrounds, so long as those backgrounds do not conflict graphically with the clear appearance, readability and recognition of the logo. Ideally, the logo should be displayed as a black and white positive image against a neutral background. The logo may be displayed in black & white, or the pavers and lines in Pantone Matching System. No other colors may be used, nor may the logo be displayed on patterned backgrounds (such as polka dots, wavy lines, etc.) that alter its character and message. The logo is a graphic symbol, not a text character. It is not to be used as part of a sentence or headline.
- 8.5.3.3 The logos may be used in a professional manner on the user's or company's business cards, stationary, literature, advertisements, storefront window, or in any other comparable manner to signify the user's certification by the ICPI. The logo may never be used independent of the term "Certified Paver Installer,". Notwithstanding the foregoing, the logos may not be used in any manner that, in the sole discretion of ICPI: discredits ICPI or tarnishes its reputation and goodwill; is false or misleading; violates the rights of others; violates any law, regulation, or other public policy; or mischaracterize the relationship between ICPI and the user, including but not limited to any use of the logos that might be reasonably construed as an endorsement, approval, sponsorship, or certification by ICPI of the user, the user's business or organization, or the user's products or services, or that might be reasonably construed a support or encouragement to purchase or utilize the users products or services.

**8.5.3.4** Use of the logos shall create no rights for users in or to the logos or their use beyond the terms and conditions of this limited and revocable license. The logos shall remain at all times the sole and exclusive intellectual property of ICPI. ICPI shall have the right, from time to time, to request samples of use of logos from which it may determine compliance with the terms and conditions. Without further notice, ICPI reserves the right to prohibit use of the logos if it determines, in its sole discretion, that user's logo usage, whether willful or negligent, is not in strict accordance with the terms and conditions of this license, otherwise could discredit ICPI or tarnish its reputation and goodwill, or the user is not an ICPI member in good standing.

## **8.6 ICPI Executive and Staff Performance Appraisal Process**

### **8.6.2 Responsibilities**

8.6.2.1 The Executive Director of ICPI is responsible to develop performance objectives for approval of the Compensation Committee. The Executive Director is also responsible to set and evaluate performance objectives and standards for staff directors of ICPI. The Executive Director will propose each year as part of the budget process staff performance compensation increases to the Compensation Committee at their fall meeting.

8.6.2.2 The Executive Director is responsible of hiring and termination of employment of staff. All staff directors will be interviewed by the Chair of the Board prior to hiring. ICPI's own best interest lies in ensuring fair treatment of all employees and in making certain that disciplinary actions are prompt, uniform, and impartial. The major purpose of any disciplinary action is to correct the problem, prevent recurrence and prepare the employee for satisfactory service in the future. Disciplinary action may call for any of four responses – verbal warning, written warning, suspension with or without pay, or termination of employment – depending on the severity of the problem and the number of occurrences. If the Executive Director has gone through the proper procedures and feels the only course of action is suspension with or without pay or termination of employment of staff directors they will notify the Chair of the Board prior to taking action. The Chair of the Board may elect to call a meeting of the Compensation Committee prior to taking action however the Executive Director with the approval of the Chair of the Board with the unanimous approval of the ICPI officers has the authority to suspend or terminate staff.

### **8.6.3 Process Timeframes**

8.6.3.1 Spring Executive Committee-Set performance standards for each fiscal year at Spring Executive Committee Meeting. Gain support and agreement on performance plan from Executive Director and Executive Committee. The Compensation Committee review and approve performance plans developed for staff directors.

8.6.3.2 Mid-year review- Discuss progress toward performance objectives at Summer ICPI meeting

8.6.3.3 Fall Executive Committee- Review Performance of Executive Director for the completed fiscal year, Review completed performance appraisals completed by Executive Director of all staff

8.6.3.4 Winter ICPI Board of Directors Meeting - Report to Board of Directors results from appraisal process. Discuss progress toward performance objectives for current fiscal year. Review Executive Directors goals and objectives proposed for next upcoming fiscal year.

## **8.7 Outside Staff Activities**

Policy - Staff may not receive any income or material gain from companies or individuals for any engagement or endeavor that pertains to interlocking concrete pavers, slabs or pavements. Any staff member contacted by any company or individual for presentations, consulting or any engagement is to direct the request to the Executive Director. The Executive Director shall determine the suitability of the request and determine whether it falls

under the ICPI policy for consulting and presentations for staff.

**8.8 Record Retention and Document Destruction Policy**

8.8.2 Policy - The ICPI shall retain records for the period of their immediate or current use, unless longer retention is necessary for historical reference or to comply with contractual or legal requirements. Records and documents outlined in this policy includes paper, electronic files (including e-mail) and voicemail records regardless of where the document is stored, including network servers, desktop or laptop computers and handheld computers and other wireless devices with text messaging capabilities.

8.8.1.2 In accordance with 18 U.S.C. Section 1519 and the Sarbanes Oxley Act, ICPI shall not knowingly destroy a document with the intent to obstruct or influence an "investigation or proper administration of any matter within the jurisdiction of any department/agency of the United States . . . or in relation to or contemplation of such matter or case." If an official investigation is underway or even suspected, document purging must stop in order to avoid criminal obstruction.

8.8.2 Procedures - In order to eliminate accidental or innocent destruction, the ICPI has the following document retention requirements:

<b>Type of Document</b>	<b>Minimum Best Practice Requirement</b>
Accounts receivable & payable ledgers & schedules	7 years
Articles of Incorporation, charter, bylaws, minutes and other incorporation records	Permanently
Audit reports, Financial Statements (year-end): general/private ledgers, trial balance, journals	Permanently
Bank Reconciliations	3 years
Bank statements, deposit records, electronic fund transfer documents, & cancelled checks	3 years
Chart of accounts	Permanently
Contracts (expired)	7 years
Contracts (still in effect)	Permanently
Correspondence (general)	3 years
Correspondence (legal and important matters)	Permanently
Correspondence (with customers and vendors)	2 years
Depreciation schedules	Permanently
Donations	7 years
EEOC reports	Permanently
Expense Analyses/expense distribution schedules	7 years
Insurance Policies (expired)	3 years
Invoices (to customers, from vendors)	7 years
Inventory records	7 years
Loan documents and notes	Permanently
Tax returns and worksheets	Permanently
Trademark registrations and copyrights	Permanently
ICPI Installer Course Manuals	Permanently
Certification Records	2 Years

**8.9 Material Donations for Research Projects**

ICPI staff sends an email to ICPI Producer members that manufacture pavers. If donated or discounted installation is required, an email would be directed to all Voting Contractor members. If none respond positively within a reasonable, then nonvoting contractor members will be solicited.

The communication requesting a donation should include requirements on quantities; paver shape, color(s) and thickness as appropriate; anticipated delivery date to the research project site; and if the donation includes transportation costs and unloading. If installation donations are requested, the communication should include a scope of work describing the area, materials and operations required to install the paving product(s) and the anticipated installation completion date.

The communication requesting a donation should note the following selection criteria and the same will be used by the assigned task group and/or Technical Committee in evaluating, ranking and selecting donation proposals:

- 8.9.1 Donors must be an ICPI Producer, Contractor and/or Associate member as appropriate to the research project needs.
- 8.9.2 Paving products must conform to applicable ASTM or CSA standards. Product test results from within the past six months should be provided that conform to the relevant ASTM or CSA standards.
- 8.9.3 Only Contractor members as company representatives who hold an appropriate and current ICPI certification/certificate can participate in donating installation services.

The communication from staff would explain that product selection from ICPI member donors is based on the best proposal received as evaluated by an assigned committee task group and Technical Committee recommendation for Board approval. All donations would be reviewed by the Board of Directors for final approval or by the Executive Committee if the next Board meeting falls outside the project schedule. After approval, the nominated member or members will be contacted by ICPI staff via e-mail and phone regarding the donation quantity, anticipated delivery and installation schedule. Should the candidate donor or donors decide to decline donation, the next best proposal, if available, would be evaluated and action taken by the assigned task group, Technical Committee, Board or Directors or Executive Committee as appropriate.

## **9 FINANCIAL MANAGEMENT**

### **9.1 Accounting System**

#### **9.1.1 Policy**

Financial accounting practices of ICPI will be managed under Generally Accepted Accounting Practices (GAAP) as prescribed by the American Institute of CPA's. An accrual system of accounting is used. In accordance with GAAP, all expenses will be recorded in the period for which they are incurred. Accordingly, all liabilities that are a contractual commitment of the Association and are subject to estimation should be recorded as expense and liability at the point they are incurred or committed.

#### **9.1.2 Board Designated Funds**

In cases where significant (25k or greater) projects are authorized by the Board of Directors and they span multiple fiscal years, the Board of Directors may designate the funding for the project(s) with a separate classification within its Net Assets. The costs of the project should be subject to general estimation. The Board of Directors should evaluate the nature of the project and the continued requirement for restriction of Net Assets for this purpose on an on-going basis. The amounts restricted should be included in the calculated reserve requirements.

#### **9.1.3 Budgeted Programs that are not completed**

The annual budget for the Association should include all expected program and other costs approved for the fiscal year. In the event a program budgeted is not started or completed during the fiscal year it may be reconsidered or the budget updated for the next fiscal year as part of the annual budgeting process. Programs or projects that are part of the annual budget are not carried over to the next fiscal year unless approved by the Board of Directors



## 9.2 Banking

### 9.2.2 Policy

The policy for the handling of ICPI income shall be in a manner that ensures accuracy, security and conservative investment of ICPI funds.

### 9.2.3 Procedures

9.2.3.1 Deposits - ICPI income is deposited in a federally insured, interest bearing checking account. The type of account may be changed as appropriate with Board approval. Deposits are made at least weekly, except if receipts exceed \$5,000, in which case a deposit will be made that day.

9.2.3.2 Disbursements - The signatories will be the Chair of the Board, Secretary-Treasurer, Executive Director and a staff director designated by the Secretary-Treasurer. All checks over \$5,000 or made payable to the Executive Director must be approved by the Secretary-Treasurer before release. One (1) signature is required for any check under \$5,000. Two (2) signatures are required for any check over \$5,000. Any checks made payable to the Executive Director must be signed by a signatory other than the Executive Director. All invoices must be approved by two staff members being a manager and/or director. No checks may be made payable to "cash" or "bearer".

### 9.2.4 Bank Statements

Bank statements for the checking account are reconciled monthly.

## 9.3 Budgeting

### 9.3.2 Policy

The Financial Review and Audit Committee reviews and recommends an annual budget based on the prior years' experience and anticipated future revenues. It will cover the fiscal year July 1, through June 30 of the following year. The budget is reviewed by the Executive Committee and adopted by the Board of Directors. The Executive Director is authorized to have budget flexibility allowing the budget to increase based on items for revenues and expenses based on program net revenue exceeding budget.

### 9.3.3 Procedures

9.3.3.1 Budget process

9.3.3.2 Prior to the Fall Executive Committee meeting, staff prepares and submits a first draft of the budget to the Financial Review and Audit Committee and the Executive Committee for review and comment.

9.3.3.3 Prior to the Annual Meeting, a proposed budget (which incorporates Budget and Financial Review and Audit Committee and Executive Committee suggestions) is submitted to the Financial Review and Audit Committee and Executive Committee for final review.

9.3.3.4 Fourteen (14) days prior to the Annual meeting, the final budget is sent to the ICPI Board of Directors for review.

9.3.4 Capital Expenditures – The Executive Director has a discretionary budget allowance to replace computers and fixed assets not to exceed the annual budget of fixed asset depreciation. The fixed asset depreciation will be approved as part of the annual budget process.

## 9.4 Dues, Rates and Fees

9.4.2 Policy - Membership dues and all rates are set by the Board of Directors and shall be reviewed at the Annual Meeting. Prior to the start of the fiscal year, the Executive Committee shall review and set pricing for programs, services and fees at their spring meeting.

### 9.4.3 Procedures

9.4.3.1 Schedule - For each Fall Executive Committee Meeting, the Financial Review and Audit Committee shall evaluate and make recommendations regarding a change to the schedule of dues for the upcoming fiscal year. The recommendations for changes in dues should be based on evaluation of economic factors (including various economic price indexes in US and Canada), the Institute's reserves, needs of ICPI programs and other factors. The Financial Review and Audit Committee shall

present the proposed dues schedule to the Dues & Bylaws Committee at the subsequent Annual Meeting for review and recommendation to the Board of Directors for approval. The Financial Review and Audit Committee shall review and the Executive Committee approves a schedule of fees for programs, services, publications and all other items for sale.

- 9.4.3.2 Dues - As provided in the Bylaws, ICPI dues are paid on a fiscal year basis, becoming due July 1st each year. The dues set forth in the dues structure shall be payable by the members. Dues shall apply for a minimum of one (1) year duration for each membership category and the member shall be liable for a minimum of one (1) full year of dues payments, notwithstanding whether the member voluntarily resigns its membership earlier than one (1) full year period. Renewal of dues for each member shall be also for one (1) year minimum. Voting members can choose to pay dues annually or quarterly.

Payment of dues entitles a member to the following rights and privileges:

- 9.4.3.2.1 Purchase of publications at member rate
- 9.4.3.2.2 Register for meetings, courses and webinars at member rate
- 9.4.3.2.3 Serve on committees (if voting member)
- 9.4.3.2.4 Receive ICPI communications
- 9.4.3.2.5 Procedures:
  - 9.4.3.2.5.1 A senior executive of Producer and Associate companies are required to sign and attest to company's reporting of data that result in a certain ICPI dues rate. The company name is published so all could see which members signed the form.
  - 9.4.3.2.5.2 The ICPI office emails either a concrete paver producer, slab producer or associate member declaration form with a list of the upcoming fiscal year dues prices. Producers and Associates will be asked to confirm their dues amount if number of machines, production ratio or sales revenue has changed from the previous year, members are required to make the appropriate dues selection. For those reporting paver machines, the number of machines that produced pavers for the previous calendar year is to be reported on the declaration. For new machines, members are expected to begin paying dues in the quarter following the commencement of production of pavers. If the Executive Director is of the understanding that a company is under reporting sales or production or becomes aware of the addition of a new machine, a letter is sent to the member representative asking for clarification and confirmation of the present sales or production. If the Executive Director feels that the member declaration is still inaccurate the possible violation is handled in the same manner as an Ethics violation as outlined in the statement of policy.
- 9.4.3.3 The ICPI office mails and emails dues notices thirty (30) days before the due date.
- 9.4.3.4 If a member acquires another member company, the acquiring company agrees to pay the dues for the acquired company for the remainder of the fiscal year. The following year the member will revise their dues declaration to include the machines or sales of the acquired company. If a member acquires a non-member company, the member will revise their dues declaration upon the next payment cycle.

## 9.5 Fees

All members are required to pay the registration fee at the Annual and Summer meetings.

## 9.6 Contracting

9.6.2 Policy - ICPI contracts for consulting, research and other services as approved by the Board.

9.6.3 Procedures

9.6.3.1 The Chair and the Executive Committee initiate and monitor contracts.

9.6.3.2 Major contracts, such as those with the Executive Director, consulting services and other outside organizations are approved by the Board and signed by the Chair before they become effective.

- 9.6.3.3 Contract dates are set by the Board.
- 9.6.3.4 All contracts include a cancellation clause agreeable to ICPI and the contractor.
- 9.6.3.5 Contracts include an indemnity clause whereby the contractor holds ICPI harmless from any and all claims, suits or losses sustained by ICPI due to the negligence, error or omission on the part of the contractor.
- 9.6.3.6 All contracts over \$5,000 shall be signed by the Chair of the Board. The Executive Director can sign agreements below that amount.

## **9.7 Purchasing**

- 9.7.2 Policy - All purchases other than those proscribed by direct contract with a vendor are to be made at the most economic rates feasible. At least two (2) competitive bids should be obtained whenever possible. In most cases, ICPI should go with the lowest bid unless there is a clear difference in the quality of the service or delivery time.
- 9.7.3 Procedure
  - 9.7.3.1 Pricing - When buying items on the open market, ICPI staff is to negotiate for the best prices for quality desired.
  - 9.7.3.2 Meeting costs - Staff shall negotiate for best prices for rooms and other services needed for all ICPI meetings.

## **9.8 Compensation and Expenses**

- 9.8.2 Policy
  - 9.8.2.1 Compensation of any contractors is handled in accordance with the provisions of the contract between ICPI and the contractor. Board members, officers, committee chairs, and other members of the Association may not be compensated, other than expenses of the Chair of the Board, for any service rendered in their official capacity within the Association. The Association may contract with and pay any member to perform a professional or technical task for the Association. ICPI shall not reimburse any expenses agreed to by an officer, director, member or staff that are not pre-approved through the budget process or without prior approval of the Executive Committee and/or Board of Directors.
  - 9.8.2.2 Expenses - Travel and related expenses may be paid as identified under Travel policy, which follows this section. Expenses of the Executive Director and their staff and of any other contractors are handled according to the contractual agreement. ICPI shall not reimburse any expenses that will be or have been reimbursed by other means.
- 9.8.3 Procedures
  - 9.8.3.1 All compensation and expenses paid to contractors is paid upon submission of invoices as provided in their contracts.
  - 9.8.3.2 Expense claims are submitted on expense voucher forms. Claims must be submitted according to ICPI Travel policy as outlined in the next section.

## **9.9 Travel Policy**

- 9.9.2 General
  - 9.9.2.1 ICPI will pay all actual and reasonable business-related expenses incurred by employees in the performance of their job responsibilities. All such expenses incurred by an employee must be approved by their supervisor before reimbursement will be made. All reimbursable travel expenses should be submitted on an ICPI travel expense report form with receipts attached.
  - 9.9.2.2 Travel that is not part of ICPI budgeted programs should be approved by the ICPI Chair prior to commitment with an estimated budget cost.
  - 9.9.2.3 Personal credit cards may be used only for reimbursable travel expenses. Cash advances are not permitted.

### 9.9.3 Air Travel

- 9.9.3.1 Economy, coach class should be used. When the travel itinerary is known well in advance, discount, non-refundable airfares should be purchased.
- 9.9.3.2 If time and cost effective, Saturday night stays and non-direct flights are encouraged.
- 9.9.3.3 Time and expense should be considered when considering driving-versus-flying to destinations less than 150 miles.

### 9.9.4 Hotel

- 9.9.4.1 Wherever possible, seek the lowest rate. Sundry office supplies, fax, and photocopying used for ICPI business are reimbursable.
- 9.9.4.2 Laundry valet charges are reimbursable if travel exceed more than four (4) days.

### 9.9.5 Car Rental

- 9.9.5.1 Before renting a car, the time and money savings of using hotel shuttle buses, taxis, or public transit should be considered.
- 9.9.5.2 Car size may be mid-sized or as required to accommodate luggage, packages, additional (member) passengers, etc.
- 9.9.5.3 Refuel before returning whenever possible.

### 9.9.6 Business Entertainment and Miscellaneous

- 9.9.6.1 Provide receipts for purchases over \$25.00.
- 9.9.6.2 Daily expenses for food should be reasonable. The Executive Director or Chair will define and can refuse to reimburse unreasonable expenses. Staff is expected to use good judgment.
- 9.9.6.3 Tips should not exceed 15% unless required by the facility.
- 9.9.6.4 Provide names of those entertained on the ICPI travel reimbursement report.
- 9.9.6.5 Personal entertainment or entertainment of members, employees, or friends is not reimbursable. Use of personal vehicle is reimbursed at the current IRS and/or Canadian Government rate per mile.

## **9.10 Entertainment of Members by Staff**

The ICPI staff shall not entertain members. If the staff pays for charges, such charges (meals, other entertainment, etc.) shall be billed to the member or members. This should be communicated to members prior to the event or occasion.

## **9.11 Chair's Suite and Expenses**

- 9.11.2 The Chair of the Board is entitled to a hotel suite at the Annual and Summer Meetings. The Executive Director of the Institute shall attempt to obtain a complimentary suite from the meeting headquarters hotel. If a complimentary suite cannot be obtained, then a suite shall be reserved in the Chair's name. The difference between the cost of the suite and the cost of a member's standard room shall be billed to the Institute.
- 9.11.3 The Chair of the Board may be entitled to reimbursement of expenses incurred on behalf of the Institute up to \$1500 per year. Reimbursement of expenses shall be at the discretion of the Executive Committee. Reimbursed expenses shall not include scheduled association activities.

## **9.12 Accounting Reports**

- 9.12.2 Policy - Financial statements are prepared monthly and distributed to the Executive Committee and quarterly to the Board of Directors.
- 9.12.3 Procedures - The Executive Director supervises development of a monthly Statement of Financial Position and Statement of Activities they distribute them as follows:
  - 9.12.3.1 Monthly - Statement of Financial Position plus up to level 3 detail of the statement of activities to the officers, balance sheet plus up to level 2 to the Executive Committee, unless full financial information is requested.
  - 9.12.3.2 Quarterly - Statement of Financial Position and Statement of Activities plus up to level 2 of the

statement of activities to the Board of Directors, unless full financial information is requested.

- 9.12.3.3 Annually - An abbreviated Statement of Financial Position and Statement of Activities may be included in the annual report to all members.
- 9.12.3.4 The Statement of Activities must present total annual budget and year-to-date actual figures.
- 9.12.3.5 ICPI tracks property and equipment and related accumulated depreciation in an Excel spreadsheet. The spreadsheet is updated and reconciled to the general ledger each month end by the outsourced accountant. Asset purchases exceeding the ICPI's capitalization threshold of \$1,000 are identified for capitalization during the invoice review process and a journal entry is posted by the staff accountant to capitalize the asset, and the asset information is provided to the outsourced accountant who adds the asset to the spreadsheet and begins depreciation as of the date the asset is placed in service. The spreadsheet is reviewed monthly by the management for proper calculation of depreciation and confirmation that listed assets are still held and in service. Disposals of tracked property and equipment are identified by the Executive Director and communicated to the outsourced accountant, who removes from the schedule and posts a journal entry to remove the asset from the fixed asset accounts.

### **9.13 Auditing**

- 9.13.2 Policy - In order to provide other internal controls the Chair may authorize an internal audit as indicated. A CPA audit is conducted at the end of each fiscal year.
- 9.13.3 Procedures
  - 9.13.3.1 Internal Audit - When the Chair deems it appropriate and necessary, they arrange an internal audit to examine procedures covering billing, receiving, banking, purchases, vouchers, checkbooks, financial records and other internal controls to determine if Policies and Procedures are or have been adhered to.
  - 9.13.3.2 Appointed member(s) conducting the internal audit review the findings and give a written report to the Chair for dissemination.
  - 9.13.3.3 CPA Audit - The Executive Director negotiates with a firm experienced in nonprofit organization auditing. The Secretary-Treasurer submits a recommendation to the Financial Review and Audit Committee who recommends the auditor to the Board of Directors for approval.
  - 9.13.3.4 The audit is distributed to all Board Members by the next annual meeting following review by the Financial Review and Audit Committee and the Executive Committee at their fall meeting. .
  - 9.13.3.5 The Secretary-Treasurer works with the Executive Director and the auditor to ensure the audit is completed in an acceptable, timely manner.

### **9.14 Bonding**

- 9.14.2 Policy - Any ICPI staff member and/or officer who handle receipt and disbursement of ICPI funds may be required to furnish bond at ICPI expense. The amount is set by the Board that considers whether cost of bonding is more than the probable benefit.
- 9.14.3 Procedure

The Financial Review and Audit Committee evaluates the possible need for a bond and makes its recommendations to the Board for approval.

### **9.15 Indemnification**

- 9.15.2 Policy - As provided in the Bylaws, the Association provides professional liability insurance for its officers, Board of Directors, Committee Chairs and members, staff and association.
- 9.15.3 Procedures
  - 9.15.3.1 The Executive Director and the Executive Committee negotiate for professional liability insurance.
  - 9.15.3.2 Their recommendations are submitted to the Board for the final approval.

## 9.16 ICPI Mail Lists

- 9.16.2 Access to ICPI mail lists is a member benefit and members may purchase mail lists in label format only at a nominal charge. Mail lists are purchased for a one time use only. Purchases must be approved by the Executive Director. Staff may barter the ICPI mail list for one-time use with the exception of sponsored copy lists provided by members, to other associations or companies outside of the paver industry. The list may be bartered for products or services deemed to be of equal value.
- 9.16.3 As an exception, an organization that has agreed to sponsor an advanced ICPI paver installation course may request an electronic contact list of Certified Installers and/or Concrete Paver Installer Course participants, including email addresses, from ICPI. The list would be limited to the region surrounding the course location, and the sponsor representative must agree, in the form of a signed agreement, to utilize the contact list no more than three times, with the specific purpose of promoting the sponsored, advanced ICPI course.

## 9.17 Past Due Accounts

On the due date of the invoice, which is thirty (30) days for all ICPI invoices, ICPI staff will send a reminder email to those members with outstanding accounts reminding them of the due date.

At sixty (60) days past due, ICPI membership staff will call members with an outstanding balance as well as email members another copy of their invoice. ICPI membership staff will also notify the Executive Director of all voting member delinquencies. The Chair of the Board and the Immediate Past Chair are to be advised of any delinquent voting member accounts reaching this status.

At ninety (90) days, ICPI membership staff will perform another round of phone calls to members with outstanding dues balances letting them know their membership will be cancelled if they do not pay their outstanding balance by the end of the first quarter (September 30<sup>th</sup>). Once the second round of phone calls has been completed, a letter signed by the Executive Director will be mailed to the member company formally announcing their membership with ICPI has been terminated. If there are any outstanding balances for voting member companies ICPI membership staff will designate a staff member to continue to follow up with the voting member in question. Voting member companies will receive a telephone call from the Executive Director or the Immediate Past Chair of the account status. The Executive Director or Immediate Past Chair calls the voting member representative and advises that membership status will have to be terminated if payment is not received immediately. (If, by virtue of geographical location or other reason, a relationship exists between the member company and the Immediate Past Chair that makes it inappropriate to make this call, then the call shall be made by the Chair.) The Executive Director or designated staff member calls the non-voting member representative and advises that membership status will be terminated if payment is not received immediately. If the member company expresses a desire to continue membership but is unable to make full payment immediately, the Immediate Past Chair may, with the approval of all of the officers of the Association, agree to an extended payment plan for payment of the past due amounts. The extended payment plan must provide for all amounts due the Association to be current within six (6) months of the date the plan is agreed upon.

Any member who does not want to continue membership or is not willing to agree to and comply with an extended payment plan will lose its membership status. A member losing membership status for failure to pay the past due accounts may not rejoin the Association until the past due amounts are paid in full.

## 9.18 Billing and Payment for ICPI Dues, Goods and Services

	Members	Nonmembers
Dues	invoice	N/A
Literature	prepaid	prepaid

Courses/Education	prepaid	prepaid
Meetings	prepaid	prepaid

## 9.19 Investment Policy

- 9.19.1 General - This statement of Investment Policy has been adopted by the Board of Directors of the Interlocking Concrete Pavement Institute (ICPI) to provide guidelines for the investment of funds held by the Association. The following definitions identify the types of funds held by the Association:
- 9.19.1.1 Operating Fund: Those funds expected to be spent in the normal course of business during the current budget cycle or committed to the next budget cycle.
- 9.19.1.2 Short Term Reserve Fund: Those funds held to meet expenses that may arise during the current budget year which were not budgeted initially or to meet revenue shortfalls during the current budget year.
- 9.19.1.3 Long Term Reserve Fund: Those funds held for the traditional purposes of providing financial stability, ensuring the real growth of capital to meet the future needs of ICPI, and providing a source of revenue to meet emergency financial requirements.
- 9.19.2 Procedures -To ensure the investment policy is consistent with the current mission of ICPI and accurately reflects the current financial condition of the Association, it shall be reviewed annually by the Financial Review and Audit Committee and the Executive Committee.
- 9.19.3 Use of Registered Investment Advisors  
It is anticipated that from time to time the services of a registered investment adviser may be sought to manage portions of ICPI funds. The following procedure shall be followed to engage a new or replace a current registered investment adviser. The same procedure shall apply for both individually managed accounts and mutual funds (with the exception of investments in cash and equivalents).

The Financial Review and Audit Committee will recommend the hiring or replacing of an investment adviser to the Executive Committee.

The Board of Directors shall have the final approval.

- 9.19.4 Operating Fund
- 9.19.4.1 Purpose - The purpose of the Operating Fund is to provide sufficient cash to meet the financial obligations of the ICPI in a timely manner.
- 9.19.4.2 Investment Objectives - The investment objectives of the Operating Fund are as follows:
- 9.19.4.2.1 Preservation of Capital
- 9.19.4.2.2 High Liquidity
- 9.19.4.2.3 To optimize the investment return within the constraints of (1) & (2) above, minimizing any risk to principal caused by changes in investment value.
- 9.19.4.3 Allowable Investments - The Executive Director and any registered investment adviser retained by ICPI, shall be authorized to invest the ICPI Operating Fund as follows:
- 9.19.4.3.1 Federally-Insured Certificates of Deposit not to exceed FDIC limits including interest at commercial banks or savings and loans institutions;
- 9.19.4.3.2 U.S. Treasury bills, or Agencies of the U.S. Government;
- 9.19.4.3.3 Money Market Funds that invest predominantly in government backed securities and other investments.
- 9.19.4.4 Maturity -The maturity on investments for the Operating Fund shall be limited to twelve months or less.
- 9.19.4.5 Restrictions - The intent of this policy is to restrict the assets in the Operating Fund to cash and cash equivalents. Accordingly, the Operating Fund will not be invested in any security in which it is expected that the net asset value (NAV) will fluctuate.
- 9.19.4.6 Reporting - The Executive Director shall prepare the following reports for presentation on a quarterly basis to the Secretary/Treasurer:

9.19.4.6.1 Schedule of investments held including market value.

9.19.4.6.2 Interest income year to date.

9.19.4.6.3 Current yield of the different portfolios.

9.19.5 Short Term Reserve Fund

9.19.5.1 Purpose - The purposes of the Short Term Reserve Fund are to meet the expenses occurring as a result of unanticipated activities, to improve the return on funds held for expenditure over the next one to three years, to manage investment risk, and to manage receipt of funds from membership dues.

9.19.5.2 Investment Objectives - The investment objectives of the Short Term Reserve Fund are as follows:

9.19.5.2.1 Preservation of Capital,

9.19.5.2.2 To optimize the investment return by investing funds consistent with an investment time frame of three years or less.

9.19.5.2.3 Liquidity

9.19.5.3 Allowable Investments - The Executive Director, Secretary/Treasurer, and any registered investment advisor retained by ICPI, shall be authorized to invest the ICPI Short Term Reserve Fund in all investment vehicles authorized for the Operating Fund.

9.19.5.4 Maturity - The Short-Term Reserve Fund shall invest in securities appropriate for a 1-2 year investment horizon. Maximum maturity shall be 2 years with an average maturity of 1 year or less.

9.19.5.5 Reporting - The Executive Director shall prepare the following reports for presentation on a quarterly basis to the Finance Committee and the Executive Committee as well as twice a year to the Board of Directors:

9.19.5.5.1 Schedule of investments held including market value.

9.19.5.5.2 Interest income year to date.

9.19.5.5.3 Current yield of the different portfolios.

9.19.6 Long Term Reserve Fund

9.19.6.1 Purpose - The purposes of the Long Term Reserve Fund are to provide financial stability, to ensure the real growth of capital to meet the future needs of ICPI, and to manage investment risk. The Financial Review and Audit Committee will determine the investment time horizon and report biannually to the Board of Directors.

The intent of this policy is to establish a long-term investment structure, especially for the Long Term Reserve Fund, for the purpose of attaining investment returns consistent with long-term commitment of financial assets. The investment policies and restrictions presented in this statement serve as a framework to achieve the investment objectives at the level of risk deemed acceptable. These policies and restrictions are designed to minimize interference with efforts to attain overall objectives, and to minimize the probability of excluding appropriate investment opportunities.

9.19.6.2 Investment Objectives - The broad investment objectives of the Long Term Reserve Fund are as follows:

9.19.6.3 Preservation of capital;

9.19.6.4 Real (inflation adjusted) growth, without undue risk.

The objectives of the account should be pursued as a long-term goal designed to maximize the returns without exposure to undue risk. It is understood that fluctuating rates of return are characteristic of the securities markets. The greatest concern should be long-term appreciation of the assets and consistency of total portfolio returns. Recognizing that short-term market fluctuations may cause variations in the account performance, the expectations of the account will be to achieve the following specific objectives over a three to five year period:

The account's total return should exceed the increase in the Consumer Price Index by 2% annually. The



Consumer Price Index (CPI) measures the average change in the prices of a fixed market basket of goods and services over time.

The account's total return should exceed the increase in the Treasury Bill Index by a minimum of 2% annually.

The portfolio should be invested to minimize the likelihood of low negative total returns, defined as a one-year return worse than negative 5%. It is anticipated that a loss greater than this will occur no more than one out of 20 years.

9.19.6.5 Allowable Investments - Investments in fixed income securities will be managed actively to pursue opportunities presented by changes in interest rates, credit ratings, and maturity premiums. The investment may be selected from U.S. corporate debt and instruments. These investments will be subject to the following limitations:

9.19.6.5.1 Any investment appropriate for the Short-Term Reserve;

9.19.6.5.2 Maximum maturity will be 10 years or less

9.19.6.5.3 Mutual funds which invest in any of the above.

9.19.6.6 Prohibited Investments - The following investments are prohibited:

9.19.6.6.1 Private placement;

9.19.6.6.2 Letter stock;

9.19.6.6.3 Options, except in mutual funds;

9.19.6.6.4 Commodity or futures trading except where the trading objective is to preserve principal;

9.19.6.6.5 Short selling;

9.19.6.6.6 Margin transactions

9.19.7 Long-Term Reserve Target Asset Mix

The long-term component of the Reserve Fund shall be comprised of the asset classes listed in the table below. The target weight is the desired weight for each asset class. The minimum weights and maximum weights are to allow for normal market fluctuations. It shall be the responsibility of the investment consultant to remain within the range specified for each asset class. The investment consultant should re-balance the portfolio according to the target weights semi-annually.

ASSET CLASS	Target Weight
US Large Capitalization Stocks	20%
Small Cap Stocks	5%
International Stocks	10%
US. Government/ Corporate Bonds	20%
High Yield Bonds	10%
Treasury Inflation Protected Securities	10%
Cash	25%

9.19.8 Performance Reporting - The Executive Director will evaluate the Long-Term Reserve Fund quarterly on a total return basis for presentation to the Financial Review and Audit Committee and the Executive Committee and Board of Directors.

**9.20 Reserve**

9.20.8 Policy

ICPI reserve policy is maintaining six months of cash and investments six months of current budgeted

expenses, less depreciation and Hardscape North America direct expenses without staff support allocation.

#### 9.20.9 Procedure

Annually, the Financial Review and Audit Committee will calculate the reserve policy based on the current budget and make a recommendation to the Board of Directors at each Annual Meeting. If the association cash and investments are not at the reserve dollar allocation level to the reserve policy, the Financial Review and Audit Committee will recommend to the Board of Directors an annual allocation of the operating budget to reserves until the reserve allocation is reached.

## 10 ETHICS

### 10.1 Conflict of Interest Policy

It is essential to the proper operation of ICPI that its Board of Directors, elected officers, volunteers, members, member employees, contractual, salaried, and wage employees be independent and impartial; that no office and/or employment be used for personal or private gain other than remuneration provided in the Bylaws, and ICPI policies, and procedures; and that there be member confidence in the integrity of the Association.

#### 10.1.2 Purpose

The purpose of the conflict of interest policy is to protect the interests of Interlocking Concrete Pavement Institute (the "Association") when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, director, employee, volunteer, member or member employee of the Association or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

The Association interests require that it establish appropriate ethical standards with respect to conduct of officers, directors, employees, volunteers, members and their employees without creating unnecessary barriers to the operations of the Association.

It is incumbent upon every Association officer, director, employee (contractual or otherwise), volunteer member and member employee to adhere to the policies and the following procedures.

### 10.2 Definitions

10.2.2 Interested Person - Any Association director, officer, employee, volunteer, member or member employee who has a direct or indirect financial interest, as defined below, is an interested person.

10.2.3 Financial Interest - A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

10.2.3.1 An ownership or investment interest in any entity with which the Association has a transaction or arrangement,

10.2.3.2 A compensation arrangement with the Association or with any entity or individual with which the Association has a transaction or arrangement, or

10.2.3.3 A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Association is negotiating a transaction or arrangement.

10.2.3.4 A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee is fully advised of the interest and decides that a conflict of interest exists.

#### 10.2.4 Procedures

10.2.4.1 Q - A conflict of interest exists when a member of the Association's Board of Directors, an Association officer, employee, volunteer, member or member employee has personal or family financial interest, either directly or indirectly, in a contract, business transaction, or other matter that is under

consideration by the ICPI Board or the Executive Committee.

- 10.2.4.2 Duty to Disclose - In connection with any actual or possible conflict of interest, an interested person must fully and promptly disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- 10.2.4.3 Determining Whether a Conflict of Interest Exists\_– After full disclosure of the financial interest and all material facts, and after any discussion with the interested person, they shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists and such decision shall be binding.
- 10.2.4.4 Payments – No Association officer, director, employee, volunteer, member or member employee may receive, directly or indirectly, anything of economic value, other than compensation and benefits from the Association to which they are duly entitled, for performance of the duties and responsibilities of their office or position.
- 10.2.4.5 A voting member of the governing board who receives compensation, directly or indirectly, from the Association for services is precluded from voting on matters pertaining to that member’s compensation.
- 10.2.4.6 A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Association for services is precluded from voting on matters pertaining to that member’s compensation.
- 10.2.4.7 No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Association, either individually or collectively, is prohibited from providing information to any committee regarding compensation.
- 10.2.5 Things of Economic Value - No Association officer, director, volunteer, employee, or family member of an Association officer, director, volunteer or employee, may solicit or receive, either directly or indirectly, anything of economic value, except food and drink which can be consumed at the time of presentation, from any enterprise or its representative with which the Association contracts or from which it purchases, or from any enterprise seeking to conduct business with ICPI.
  - 10.2.5.1 Things of economic value shall include, but not be limited to, transportation, lodging, paid entertainment, gifts, services, and money.
- 10.2.6 Programs & Services - If an ICPI member is providing programs or services under the auspices of ICPI, it is the intent of the member to provide the highest quality program or service available under the policies and direction of the Board and applicable committees of ICPI.
- 10.2.7 Double Billing – It is prohibited to bill or invoice for any expense (travel, lodging, meals, telephone, or other) that has been or is to be paid by a state, an organization, or other entity.
- 10.2.8 Contractors and Vendors - No contractor or vendor shall offer, directly or indirectly, any compensation or benefits as described in this code to any Association officer, director, volunteer, or employee so long as either shall conduct or endeavor to conduct business with ICPI without full and prior disclosure and approval of the Executive Committee.
- 10.2.9 Interlocking Concrete Products - Staff may receive products and services from members at a discount or no charge for the sole purpose of promoting interlocking concrete pavement. Members shall not require staff to promote company names or products as a result of receiving materials or services from members.

### **10.3 Procedures for Addressing the Conflict of Interest**

- 10.3.2 An interested person may make a presentation at the governing board or committee meeting, but after the presentation, they shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- 10.3.3 The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person

or committee to investigate alternatives to the proposed transaction or arrangement.

- 10.3.4 After exercising due diligence, the governing board or committee shall determine whether the Association can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- 10.3.5 If a more advantageous transaction or arrangement is not reasonably possible-under-circumstances not-producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Association's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

#### **10.4 Records of Proceedings**

- 10.4.1 The minutes of the governing board and all committees with board delegated powers shall contain:
  - 10.4.1.1 The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing Board's or committee's decision as to whether a conflict of interest in fact existed.
  - 10.4.1.2 The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.
  - 10.4.1.3 The permanent files of the Association shall be maintained at ICPI headquarters. All information developed in the course of the investigation process shall be kept confidential.
  - 10.4.1.4 If it is determined that a violation has not occurred, the information developed in the investigation will not be disclosed, unless required by compulsory legal process, without the express written consent of the respondent.
  - 10.4.1.5 Information contained in complaints not investigated or in pending cases will not be disclosed, unless required by compulsory legal process, without the express written consent of the respondent.

#### **10.5 Member Ethics Policy**

##### **10.5.1 Purpose**

The purpose of the ICPI Member Ethics Policy is to define and clarify the ethical responsibilities for present and future ICPI members. ICPI members shall conduct their work in an ethical manner in order to earn and maintain the confidence of fellow members, colleagues, employees, employers, customers, and the public.

##### **10.5.2 Policy**

- 10.5.2.1 The following Member Ethics Policy describes the obligations and expectations associated with membership in ICPI. All members must conduct their activities consistent with the policy.
- 10.5.2.2 ICPI Members will abide by the bylaws, policies, rules, requirements, and procedures of the Interlocking Concrete Pavement Institute, and will not knowingly engage or assist in any activities intended to or which in the reasonable discretion of ICPI compromise the integrity, reputation, physical and intellectual property, good will, and/or legal rights of the Institute or which result or could result in legal liability to the ICPI.
- 10.5.2.3 ICPI Members shall conduct themselves in a proper and appropriate manner while attending or participating ICPI sponsored events and in all communications with ICPI staff and leadership.
- 10.5.2.4 ICPI Members shall not pursue recruitment of employees from another member company at an ICPI event.
- 10.5.2.5 ICPI Members will cooperate with the Institute concerning the review of possible ethics violations consistent with applicable policies and requirements.

#### **10.6 Violations of the Conflicts of Interest and/or Member Ethics Policy**

- 10.6.1 Conflict of Interest Policy: If ICPI has reasonable cause to believe an officer, director, volunteer, ICPI

employee, or member has failed to disclose actual or possible conflicts of interest, it shall inform the officer, director, volunteer, ICPI employee or member of the basis for such belief and afford the officer, director, volunteer, ICPI employee or member an opportunity to explain the alleged failure to disclose.

If after hearing the officer, director, volunteer, ICPI employee or member's response and after making further investigation as warranted by the circumstances, the ICPI Board of Directors determines the officer, director, volunteer, ICPI employee or member has failed to disclose an actual or possible conflict of interest, it is empowered to take appropriate disciplinary and/or corrective action.

10.6.2 Member Ethics Policy: If the ICPI is advised in writing of or has reasonable cause to believe that a member employee and/or member company has violated the member ethics policy, it shall inform the member employee and/or company member representative and/or company owner in writing of the complaint and the basis for such complaint and afford the member employee and/or member company the following:

10.6.3 Notice, Investigation and Hearing

Any member, officer, director, volunteer or employee of ICPI who has knowledge of a violation of the ICPI Member Ethics Policy should promptly report such potential violation in writing to the Executive Director or Chair of the ICPI. Such written notification or complaint must include the nature of the claimed violation(s), the specific facts which form the basis of the complaint, along with any relevant and supporting documentation and shall be signed by the complainant. Upon receipt of any complaint alleging a violation of the ICPI Member Ethics Policy, the ICPI shall notify the party charged ("respondent") in writing of the nature and specifics of the complaint and provide the respondent with an opportunity to reply in writing to the charges. The respondent's written response and any supporting documentation must be received by the ICPI Executive Director or Chair within thirty (30) days of the date of the written notice of the complaint. The complaint, written response and any supporting documentation shall be promptly distributed to the ICPI Executive Committee for initial review and consideration.

If upon completion of its review of the complaint and the respondent's written reply the Executive Committee reasonably determines that further review and investigation of the complaint is warranted, it shall appoint three (3) disinterested Board members to serve as a Hearing Committee and shall designate one (1) of the appointed members as Committee Chair. The Hearing Committee will be charged with conducting an investigation and hearing (if required in writing) on the complaint. The Hearing Committee shall notify the complainant and respondent in writing that the Committee is conducting an investigation of and hearing on the complaint and confirm with both the nature of the complaint, the respondent's reply and the due process procedures to be made available to the parties. Such written notice shall also invite further written submissions and supporting documentation from both the complainant and respondent and confirm the right of either party to request a hearing before the Hearing Committee. Such written request for a hearing before the Hearing Committee must be submitted in writing to the Chair of the Hearing Committee within twenty (20) days of the Hearing Committee's written notice. A requested hearing may be conducted in person via telephone or video conference at the reasonable and sole discretion of the Hearing Committee. While either party is entitled to consult legal counsel, legal counsel shall not be permitted to attend or participate in the hearing or address any questions or comments to the Hearing Committee. A requested hearing shall be conducted on a date to be determined by the Hearing Committee. The respondent may request a single postponement of the hearing date for good cause submitted in writing.

If at the conclusion of its investigation and review of written submissions and hearing (if requested), the Hearing Committee finds that based on the evidence and testimony submitted there has been a violation

of the Member Code of Ethics; it shall so notify the complainant and respondent in writing of its decision, recommendations and /or penalties, if any, to be imposed. In such notice, the Hearing Committee shall notify the respondent of its right to pursue a written appeal of the Hearing Committee's findings to the ICPI Board of Directors. The respondent must request such appeal in writing to the ICPI Executive Director or Chair within thirty (30) days of the date of the Hearing Committee's written notice of findings and decision. A failure to timely submit a written request for appeal to the Board of Directors shall be deemed a voluntary waiver of the right of appeal on the part of the respondent.

Upon receipt of such written notice of appeal, the ICPI shall promptly provide the Board of Directors with the written findings and decision of the Hearing Committee and all written documents and statements submitted by the parties and considered by the hearing Committee in rendering its decision. No other documents or statements may be considered on appeal. The Board of Directors shall meet in person or via telephone or video conference to consider the appeal within forty-five (45) days of its receipt of the written notice of appeal, Hearing Committee findings, and supporting documentation and statements. Action by the Board of Directors on appeal shall require a two-thirds (2/3rds) vote of the Board of Directors at a meeting where a quorum of the Board is present and participating either in person or by telephone or other electronic communication that permits the Board member to hear and be heard by all participants. Within thirty (30) days of its consideration of a written appeal and supporting documentation, the Board of Directors shall issue its decision in writing, providing copies to the parties, the Hearing Committee, the ICPI Executive Director and Chair and the ICPI Executive Committee. The decision of the Board of Directors on appeal shall be binding on the parties and final.

## **10.7 Penalties**

In the event it is established that an officer, director, volunteer, member, or member employee has violated this Conflict of Interest and/or Member Ethics Policy, any or all of the following actions may be taken:

### **10.7.1 Penalties for Officers, Directors, Volunteers, or Member Employees may include, but not be limited to:**

10.7.1.1 Suspension/Banning of participation or service on ICPI committees, Board of Directors, Task Groups, as an Instructor and/or attending ICPI events as appropriate.

10.7.1.2 Financial restitution and/or fine.

10.7.1.3 For minor infractions of this policy, a written warning may be issued.

### **10.7.2 Penalties for ICPI employees**

10.7.2.1 The ICPI employee may be subject to termination of employment or other form of discipline within the reasonable discretion of the ICPI.

### **10.7.3 Penalties for Member Companies**

10.7.3.1 Suspension or termination of membership.

10.7.3.2 Financial restitution and/or fine.

10.7.3.3 For minor infractions of this policy, a written warning may be issued.

## **10.8 Suspension or Termination of Membership**

10.8.1 In the event of a finding that "cause" exists to merit the suspension or termination of membership in ICPI, any or all of the following actions may be taken:

10.8.2 In the event of a suspension of membership, the Board of Directors shall, after taking into consideration the nature and severity of the member's and/or designated representative's conduct, designate a period of suspension, during which the member's and designated representative's rights, privileges and benefits of ICPI membership shall be suspended and during which the member and the designated representative shall be prohibited from transacting any business with ICPI. During the period of suspension, the member and its designated representative shall also be prohibited from identifying or holding itself out to the industry or the public as a member of ICPI. At the conclusion of the period of suspension, the

member and designated representative shall petition the Board of Directors in writing for reinstatement from suspension of ICPI membership, which petition shall be subject to the reasonable discretion of the Board of Directors and based upon the conduct of the member and designated representative during the period of suspension.

- 10.8.3 Any member and/or designated representative suspended for cause twice in a 3-year period shall have its membership in ICPI automatically terminated.
- 10.8.4 In the event of a termination of membership, the member and its designated representative shall immediately be denied any and all rights, privileges and benefits of ICPI membership and shall be prohibited from transacting any further business with ICPI. The terminated member and designated representative shall also be prohibited from identifying or holding itself out to the industry or the public as an ICPI member or make use of any ICPI certification. ICPI shall have the right to pursue any and all legal remedies necessary to prevent the terminated member or designated representative from identifying or holding itself out as an ICPI member. The terminated member or designated representative shall reimburse ICPI for all reasonable attorneys' fees incurred in connection with the enforcement of this provision.
- 10.8.5 Before a suspended member or designated representative may be reinstated, it must be current on all ICPI membership dues and assessments. ICPI shall not be responsible to refund suspended or terminated members or designated representatives for ICPI annual dues paid prior to the effective date of the suspension or termination of membership.

## **10.9 Periodic Reviews**

- 10.9.1 To ensure the Association operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted by the Executive Committee. The periodic reviews shall, at a minimum, include the following subjects:
- 10.9.2 Whether compensation arrangements and benefits are reasonable, based on competent survey or other information, and the result of arm's length bargaining.
- 10.9.3 Whether partnerships, joint ventures, and arrangements with management organizations conform to the Association's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

## **10.10 Whistleblower Policy**

### **10.10.1 Policy**

The ICPI Ethics policy requires that ICPI directors, officers' members and staff observe high standards of business and personal ethics in the conduct of their duties. ICPI officers, directors, staff, volunteers and members must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

### **10.10.2 Reporting Responsibility**

It is the responsibility of all directors, officers, volunteers, members and staff to at all times comply with the policies of the ICPI and to report violations or suspected violations of such policies in accordance with this Whistleblower Policy.

### **10.10.3 No Retaliation**

No director, officer, member or staff member who in good faith reports a violation of an ICPI policy shall suffer harassment, retaliation or adverse employment consequence. An officer, director or employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within the ICPI prior to seeking resolution outside the ICPI.

### **10.10.4 Reporting Violations**

ICPI supports an open-door policy and suggests that staff and members share their questions, concerns, suggestions, or complaints with someone who can address them properly. In most cases, a staff member's supervisor is in the best position to address an area of concern. However, if a staff member is not comfortable speaking with their supervisor or not satisfied with that supervisor's response, staff is encouraged to speak with the Executive Director or Chair of the Board. Supervisors and managers are required to report suspected violations of ICPI policies to the Executive Director, who has specific and exclusive responsibility to investigate all reported violations. For suspected fraud, or when staff or members are not satisfied or are uncomfortable with following the open-door policy, individuals should contact the Chair of the Board or legal counsel directly.

#### 10.10.5 Reporting Individual

The Executive Director is responsible for investigating and resolving all reported complaints and allegations concerning violations of the ICPI's policies and, at their reasonable discretion, shall advise the Chair of the Board and Executive Committee and/or the Financial Review and Audit Committee.

#### 10.10.6 Accounting and Auditing Matters

The Financial Review and Audit Committee shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Executive Director shall immediately notify the audit committee of any such complaint and work with the committee until the matter is resolved.

#### 10.10.7 Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation of the ICPI's policies must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the applicable ICPI policy. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

#### 10.10.8 Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

#### 10.10.9 Handling of Reported Violations

The Executive Director will notify the sender and acknowledge receipt of the reported violation or suspected violation within five (5) business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

## 11 **BALLOT VOTE**

### 11.1 **Policy**

11.1.1 The Board of Directors, Committees and members may submit non-controversial actions needing immediate attention to the group for approval or disapproval by ballot vote. However, any such action taken by the Board of Directors or committees by ballot vote must be unanimous with all the then membership of the board or committee voting. Such unanimous decisions are binding on the Association the same as if made at a duly called meeting. The election of directors can also be taken by ballot vote.

### 11.2 **Procedures**

- 11.2.1 When it is determined to decide an issue is to be submitted for ballot vote, the following procedures are to be executed:
- 11.2.2 The issue is clearly stated in ballot form with spaces for yes and no responses.
- 11.2.3 The ballot is mailed, sent by facsimile, or e-mailed by the staff liaison with an explanation. Ballots are sent to the last known mailing address, facsimile number, or e-mail address of each member of the Board of Directors or committee as appropriate.



- 11.2.4 Instructions shall include returning the ballots to the ICPI national office by certified mail, facsimile, or by replying e-mail as appropriate within twenty (20) days of the date of submission to the Board of Directors or committee.
- 11.2.5 The staff liaison shall tally the ballots and advise the Board of Directors or committee of the results.
- 11.2.6 The effective date of approved ballot items is the date the votes are tallied unless otherwise specified in the ballot item.
- 11.2.7 Ballots shall be retained until the next scheduled meeting of the Board of Directors or committee where they shall be made available for inspection by the membership of the board or committee present. The results of the vote, including the effective date of approved items, shall be entered into the minutes of the meeting. Ballots shall then be destroyed by the staff liaison.

## **12. COMMUNICATIONS**

### **12.1 Correspondence**

#### 12.1.1 Policy

ICPI correspondence shall be handled by the Executive Director or other staff as directed by the Executive Director. The Executive Director will advise the Chair of the Board of matters of importance. All correspondence to ICPI requiring a response is to be answered at the earliest feasible time, which shall be within two (2) working days from the date of receipt, except when more time is needed for the collection of required information. The Executive Director supervises maintenance of files on all correspondence.

#### 12.1.2 Procedures

- 12.1.2.1 The Executive Director will review all correspondence relating to technical, opinions, and position statements relating to interlocking concrete pavements from all staff. In the event the Executive Director is not available an officer may review this correspondence.
- 12.1.2.2 Correspondence requiring the Chair or another officer's approval is cleared with them by the ICPI staff by telephone or mail as need dictates.
- 12.1.2.3 The ICPI staff develops and maintains orderly correspondence files that are appropriately and securely maintained.

### **12.2 Member Records**

#### 12.2.1 Policy

12.2.1.1 The Association maintains and updates a listing of members on its website on an annual basis. This listing includes pertinent information regarding the Association.

#### 12.2.2 Procedures

- 12.2.2.1 ICPI staff sends a questionnaire to each member each year requesting current contact information.
- 12.2.2.2 The listings will include:
  - 12.2.2.2.1 Producer:
    - 12.2.2.2.1.1 Main listing, plus 1 additional listing per manufacturing site or distribution or sales office location. Sales offices will not be listed on public manufacturer search.
    - 12.2.2.2.1.2 A listing of product categories to include concrete pavers, paving slabs, grid pavers, permeable pavers and roof ballasts.
  - 12.2.2.2.2 Associate, Contractor Voting, and Voting Dealers
    - 12.2.2.2.2.1 Main listing, plus 1 additional listing per office location
    - 12.2.2.2.2.2 A listing of Associate product categories to include: admixtures, aggregates, cement producers, compaction equipment, computer programs, concrete products machines, concrete supplies, consultant, curing system, edging systems, excavation equipment, fork lifts, geosynthetics, hand saws/tools, handling equipment, licenser, lighting systems, mixers, molds, pallets, paver saws/blades, pigments, related manufactured concrete

products, sand stabilizers, sealants, cleaners, adhesives, skid steer loaders and strapping systems.

12.2.2.2.3 For Contractors the option to choose either residential, commercial or both job specialties.

12.2.2.2.3 Non-Voting Dealers

12.2.2.2.3.1 Main listing, plus a maximum of 5 additional location listings

12.2.2.2.3.2 All other non-voting membership categories:

12.2.2.2.3.3 1 main listing

## **12.3 The Interlock Design Insights**

### **12.3.1 Purpose**

To increase the awareness and use of segmental concrete pavement systems in the US and Canada. This digital publication primary audience is for design professionals with secondary audiences of installation contractors, concrete paver manufacturers, and project owners. This will be accomplished with project case studies and articles on design, construction and maintenance.

### **12.3.2 Advertising**

12.3.2.1 Members advertising products or services in the magazine receive a discount determined by the Executive Committee on rates compared to non-members. Paid advertisements and inserts that may be considered editorial shall have the word ADVERTISEMENT on them so readers know it is an advertisement. Advertising will be accepted that includes mention of up to three company names, endorsement or promotion by Producer, Associate or Contractor members of the product in the advertisement.

12.3.2.2 ICPI requires positive advertising that supports industry growth and enhances its image. All messaging must foster project owner/specifier confidence through the practice of honesty and integrity in advertising, marketing, and accurate representation of products and service capabilities. High profile projects promoting commercial, municipal, industrial and institutional applications are encouraged in advertisements.

12.3.2.3 Advertising will not be accepted from companies, contractors and licensors/licensees manufacturing or selling segmental concrete unit paving products. Advertising will not be accepted from any products competing with to segmental concrete pavement systems or from manufacturers, distributors or licensors of segmental concrete retaining walls or from competing wall systems.

12.3.2.4 All advertising materials are subject to approval by the ICPI's Literature Review Committee.

### **12.3.3 Editorial Content**

Editorials or articles are not to contain names of any Producer, Associate or Contractor, members or non-members. Exceptions include 1) whereas members are listed on a project credits list in a case study, project profile or article in *Interlock Design Insights* and/or the ICPI website and that members cannot be featured in two consecutive issues of the magazine and/or 2) contests or award programs whose winning entries and names of member or non-member producers and contractors are published with recognition of the project designers and/or owners.

## **12.4 Paver Express and Website Newscenter**

12.1.1 Editorial Content - The ICPI Paver Express is a bi-weekly digital newsletter. At the editor's discretion, some information, either new or previously approved and published in *Interlock Design Insights*, may be included in the Paver Express. Such information will contain news about the association and its members. These can include announcements or news about member companies and personnel.

12.1.2 Advertising - No advertising will be accepted that promotes member or non-member manufacturer or contractor companies. Advertising will not be accepted from any competing segmental concrete pavement systems or retaining walls. Advertisement text is subject to the publisher's approval (via review by the ICPI Literature Review Committee), as well as any reports or articles.

## **12.5 Literature**

As new ICPI publications are released, staff shall send email notice that these new publications are available to all member employees. Two weeks following this notification to members notice can be sent to other outlets such as press releases, Paver Express, Interlock Design Insights, etc.

## **12.6 Membership Needs Assessment**

### **12.6.1 Policy**

Annually a membership needs assessment will be conducted of the membership under the auspices of the Meetings, Membership and Trade Show Committee.

### **12.6.2 Procedures**

12.6.2.1 Staff will draft the survey for committee review. Upon review it will be sent to all members and tallied by staff.

12.6.2.2 The member needs assessment results should be distributed upon completion in its entirety to the Board of Directors, Executive Committee, and Meetings, Membership and Trade Show Committee members.

12.6.2.3 Those items in the needs assessment pertaining to each committee should be redacted and distributed to each respective committee member. Typical discussion would evolve around how that score affects the accomplishment of our strategic plan and if focused action is needed from that committee to work on improvements.

## **12.7 Data Privacy**

ICPI staff will maintain the data privacy policy on the ICPI website within the disclosures section. ICPI staff will make sure that the policy reflects current regulations within the United states, the Personal Information and Electronic Documents Act (Canada) and General Data Protection Regulation (European Union).

## **13. DISSOLUTION**

### **13.1 Policy**

13.1.1 In the event the Association should be dissolved, a vote of two thirds of the voting member representatives in attendance or by proxy is required. The vote may be taken by email, mail or in person. Furthermore, the Board shall make provisions for meeting all financial obligations of the Association. Remaining assets are to be distributed to an organization(s) that qualifies as a trade association under Section 501(c)(6) or charitable, educational, literary, or scientific under Section 501(c)(3) of the Internal Revenue Code of 1954.

### **13.2 Procedures**

13.2.1 If the Association decides to dissolve, such dissolution shall follow the laws of the Commonwealth of Virginia in which it is incorporated.

13.2.2 Dissolution procedures are handled by the Executive Committee and the Executive Director.

13.2.3 After all financial obligations are met; the Board selects a qualifying organization and donates to it by cashier's check the total cash remaining and all other assets.

13.2.4 Records of the Association shall be retained and disposed of according to laws of the state in which the Association is incorporated. Such retention and disposal shall be the duty of the Chair of the Association.