

# The Motor City TMC Charter

## CHARTER for the TMC<sup>2</sup>.

### **ARTICLE I – Community Name.**

This MicroStation Community will be called the TMC<sup>2</sup>, The Motor City TMC.

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### **ARTICLE II - Mission Statement**

TMC<sup>2</sup> will be not for profit Local Community of individuals interested in sharing ideas, enhancing user skills, continuing dialog among members and vendors, and influencing the direction of MicroStation and related products and services.

TMC<sup>2</sup> is chartered as a Local Community of The MicroStation Community for the purpose of fulfilling the Mission Statement.

TMC<sup>2</sup> activities may include but are not limited to:

- Promote and maintain open communication among The MicroStation Community.
  - Sponsor and provide technical presentations and workshops on topics related to The MicroStation Community.
  - Provide a coordinated effort for the purpose of communicating requirements, interests and problems within the Local Community and The MicroStation Community.
  - Promote and support working relationships in an effort to provide assistance to member organizations.
  - Operate as a source for the exchange of information relative to The MicroStation Community.
  - Encourage related vendor interests to establish and enhance the development of products that enhance The MicroStation Community.
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### **ARTICLE III - Membership**

Membership shall be automatic for any member of The MicroStation Community not affiliated with, or directly supported by Bentley. Each member shall be entitled to a single vote. A member may hold only one office at a time.

Non-voting members are those organizations or individuals who are directly supported by Bentley. Guests are non-TMC members or a TMC member that not affiliated with this community that is allowed to attend the meeting on a non-regular basis. A guest and non-voting members have no voting rights or cannot hold any executive position within the community.

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### **ARTICLE IV - Officers**

A chairperson, vice chairperson, sig chairperson and secretary/treasurer will serve as executive officers and will govern the group. The executive officers will be elected by majority vote of the voting representatives of the group, and will hold office for a term of two calendar years.

Elections will be held at the first general meeting in the year in which each term expires. No Executive Officer shall serve for more than two consecutive terms in one office.

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### **ARTICLE V - Meetings**

The Community shall hold a minimum of two meetings a year. The time and location of the meetings will be held at the discretion of the of the Chairperson, the vice Chairperson or the SIG Chairpersons

The Executive members shall set the agenda for the each meeting a minimum of one calendar month before the next meeting, and will notify each member of the contents and the location by Email or on the community web site.

A typical meeting will include but be not limited to:

- Information about events associated to Bentley or companies affiliated with Bentley.
- Issues to raise with Bentley or companies affiliated with Bentley.
- Presentation and or topics on items associated with Bentley products or products built on the Bentley Software.
- The exchange of information.

The executive members who are empowered to regulate the attendance and restrict the selling of services or equipment shall control the conduct of the meeting.

A quorum shall consist of at least six members.

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### **ARTICLE VI - Committees**

The chairperson may establish standing or special purpose committees. Standing committees include:

- Goals Committee
- Community Interest Groups
- Costs & Fees
- Feedback

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### **ARTICLE VII - Information**

The Secretary/Treasurer shall maintain and make available to members, communications and information that the Community issues and possesses, and which relates to minutes and other documentation.

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### **ARTICLE VIII - Sexual and Other Unlawful Harassment**

This Community is a Chartered Group of The MicroStation Community and is committed to providing a work environment that is free of discrimination and unlawful harassment. Actions, words, jokes or comments based on an individual's sex, race, ethnicity, age, religion, handicap, disability, status as Vietnam-era or special disabled veteran, or any other legally protected characteristic will not be tolerated. As an example, sexual harassment, both overt and subtle, is a form of employee misconduct that is demeaning to another person, undermines the integrity of the employment relationship, and is strictly prohibited. Specifically, TMC prohibits unwelcome sexual advances, requests for sexual favors, and all other verbal or physical conduct of a sexual or otherwise offensive nature. Such conduct has the purpose or effect of unreasonably creating an intimidating, hostile or offensive working environment.

It is the responsibility of each committee member and officer of the Community to create an atmosphere free of harassment, sexual or otherwise. In addition, it is the responsibility of each general member to respect the rights of others.

Any member who wants to report an incident of sexual or other unlawful harassment should promptly report the matter to the group Chairperson. Officers, Committee Members and General Members can raise concerns and make report without fear of reprisal. If the Chair is unavailable or the member believe it would be inappropriate to contact that person, the member should contact the Program Manager of The MicroStation Community at 1 800 862-7990.

Anyone initiating sexual or other unlawful harassment will be subject to disciplinary action, up to and including termination from group and meeting involvement.

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**ARTICLE IX - E-Mail, Voice Mail, Data Communications**

All messages, data and information transmitted, received, displayed, and/or stored on Community time and/or data-communications equipment are the sole property of the Community. Such equipment includes, but is not limited to: electronic mail, voice mail, telephone equipment, photocopiers, fax machines, bulletin boards, offices, desks, files, computers and peripheral equipment, electronic surveillance equipment, and other Community property. TMC reserves the right to access, monitor, record, and/or disclose any and all such communications for any reason or purpose, and at any time.

Community data-communications systems are not to be used in any way that may be disruptive, offensive, hurtful, insulting, or harmful to others or to the morale, goodwill, and reputation of anyone at TMC. Examples of such prohibited use is the display, transmission or storage of: sexually-explicit images, messages, or cartoons; ethnic slurs; racial epithets; or any communication that can be construed as harassing or disparaging others based on their race, color, national origin, sex, sexual orientation, age, handicap, disability, or religious or political belief.

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**ARTICLE X - Parliamentary Authority**

"Robert's Rules of Order" will govern all meetings in which business is conducted.

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**ARTICLE XI - Method of Amending**

Amendments to this Charter must be approved by two-thirds of the members casting votes. Bylaws may be adopted, altered and amended by an affirmative vote of two-thirds of the members casting votes. Announcement of any intended amendment to the Charter or Bylaws or of proposed adoption of Bylaws shall be in writing and made available to each registered member at least sixty days prior to the meeting at which the amendment(s) or proposed adoption of Bylaws will be voted upon.

This charter is effective upon approval of The MicroStation Community board

End of Articles, next Section Bylaws

# The MicroStation Community Charter

## Bylaws

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### 1. MEMBERSHIP

Membership shall be open to any member of The MicroStation Community and anyone registered with the **TMC<sup>2</sup>**.

#### 1.1. APPLICATION FOR MEMBERSHIP

1.1.1. A new application for membership or any changes to a current application must be filed with the secretary. Acceptance and processing of the application is the responsibility of the Executive Officers. All members' applications are also to be forwarded to TMC so that they may be included in the national TMC.

#### 1.2. TERMINATION OF MEMBERSHIP

1.2.1. Members have the right to resign their membership at any time.

#### 1.3. FEES

1.3.1. All members may be charged a membership fee or other assessment approved by two-thirds majority of the voting members. The moneys will be used for correspondence, mailing and operating expenses.

1.3.2. Admission fees may be charged for forums, seminars, and meetings. The moneys will be used for correspondence, mailing and operating expenses.

1.3.3. Access to all local community meetings will be free. Any beverages or food provided may be charged at cost.

1.3.4. Access to User Forums and seminars within the forums will set according to the initial expense of the meeting and the expected expense to maintain the community for the year. These fees must first be approved by the executives of the community

1.3.5. Vendors will not be charged for attending local meetings, but may be charged a booth at the forums to reduce the overhead to the members of the community.

#### 1.4. TREASURY

Fees and all monies earned will be held in a bank account that is to be administered by the vice chairperson.

1.4.1 The bank account will be in the TMC2 name.

1.4.2 Monies can be deposited by any of the officers.

1.4.3 Withdrawals of any kind will require the signature of at least two officers.

1.4.4 The vice chairperson is accountable for the treasury and will report on its status at every meeting.

#### 1.5. VOTING RIGHTS

1.5.1. Each member shall be entitled to cast one vote. Proxy votes are not allowed.

### 2. ELECTIONS

The Executive Officers shall be elected by majority vote by members at a meeting of the Local Community. They will assume office the following day.

#### 2.1. TERM OF OFFICERS

2.1.1. Officers will serve a term of two years. No Executive Officer shall serve for more than two consecutive terms in one office.

2.1.2. A Vice Chairman may be elected to Chairman after serving a minimum of one year in office

- 2.1.3. No company can hold two executives positions in this community.
- 2.1.4. A Vice Chairman can be elected to the same seat after a 12 months period of absence from the executive seat, or under an emergency vote.
- 2.1.5. A newly elected member will assume office within 30 days under the supervision of the previous executive. If the newly elected executive does not maintain the level of support deemed necessary by the other members of the executive committee, he or she can be removed by a majority vote of the executive committee.

## **2.2. NOMINATIONS**

- 2.2.1. The chairperson will establish a nominating committee to select nominees for each elected office. Additional nominations will be accepted from members attending Local Community election meetings.
- 2.2.2. A member making application to be an Executive Officer of the community must make application within 30 days of the electoral vote. At least one member of the community must second each prospective officer. Each Executive Office shall be elected by majority vote by members of the local community. Ballots will be accepted either by Email or by the community's interactive Web page.
- 2.2.3. A user wishing to apply for an executive position can be seconded by another user from the company of his or her employment, but cannot be voted into the position by any of his or her associates.
- 2.2.4. A member cannot be elected if the member is not a valid TMC Membership or if the member is affiliated with, or directly supported by Bentley

## **2.3. EMERGENCY ELECTIONS**

- 2.3.1. An emergency election may be called if an executive makes application to resign from a seat or an executive is seen to be supporting the communities in an inappropriate manner. The Chairman may elect a temporary executive until elections can be held. Members must be informed of the changes to the Executive seat within seven days. Elections must be held within 30 days of the resignation.

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## **3. OFFICERS**

### **3.1. CHAIRPERSON**

The Chairperson is the chief executive officer of the group and a registered TMC Member that is not affiliated with, or directly supported by Bentley or reseller/Developer. The chairperson shall:

- Call Local Community meetings and Executive meetings of the Executive Officers, to discuss commitments or future plans for the ensuing term, within thirty days after taking office.
- Have general supervision over all Local Community affairs.
- Establish special committees as deemed necessary.
- Fill vacated offices by appointment, as required until an election for that office is held.
- Act as liaison between the group and other organizations.
- Be responsible for and preside at meetings of the group.
- In the event an office is vacated before the designated term has expired, prepare and submit to the executive officers a full report of activities and commitments being pursued.
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### **3.2. VICE-CHAIRPERSON**

The Vice-Chairperson is an executive officer of the group and a registered TMC Member that is not affiliated with, or directly supported by Bentley. The vice-chairperson shall:

- At the request of the chairperson, or in the chairperson's absence, perform all the duties of the chairperson.
- Perform those duties the chairperson deems necessary.
- Succeed to the office of chairperson, if the chairperson is unable to continue to fulfill the duties or resigns.
- If an office is vacated before the designated term has expired, prepare and submit to the Executive Officers a full report of activities and commitments being pursued.
- It is intended that the vice chairperson will succeed to the office of chairperson at the end of the current chairperson's term.

### **3.3. SECRETARY/TREASURER**

The Secretary/Treasurer shall:

- Keep the minutes of the Local Community in a proper book.
- Cause all required notices to be duly given.
- Receive and process all membership applications and forward them to TMC.
- Cause all reports, statements and other documents required by law to be properly kept and filed with The MicroStation Community.
- Maintain a current list of members.
- Collect, expend, and keep account of all the moneys received and spent by the group.
- Deposit moneys in the name of the Local Community.
- Prepare and present a financial report at Local Community meetings and file a copy with The MicroStation Community.
- Prepare and submit a financial statement at the termination of the current term of office, to be submitted to the Executive Officers within thirty days after the termination date.
- Act as a final authority in all matters dealing with parliamentary procedure.

### **3.4. SPECIAL INTEREST GROUP CHAIRPERSON**

The SIG chairperson shall be a registered TMC Member that is not affiliated with, or directly supported by Bentley. The SIG Chairpersons shall:

- At the request of the chairperson, develop the special interest group meetings
- Perform those duties the Vice chairperson in their absence.
- Succeed to the office of Vice Chairperson, if the Vice Chairperson is unable to continue to fulfill the duties or resigns.
- Oversee, develop and maintain the Community' Special Interest Groups (S.I.G).

## **4. GENERAL MEMBERS**

General Members shall:

- Represent the interest of the designated area.
- Provide communications relating to the designated area to, and coordinate the designated area with, the Executive Officers and the group.
- Perform special duties requested by the Executive Officers.

## 5. VENDORS

Vendors must play an important part in the development of the community, but cannot be seen to be using the community to solicit information from users, or use any of the community meetings as a pitch, to market their company above other community vendor's. No direct selling or advertising to the community by vendors will be allowed without the prior permission of the Executive officers of the community. Any vendor that is caught violating these rules may be requested to leave the community.

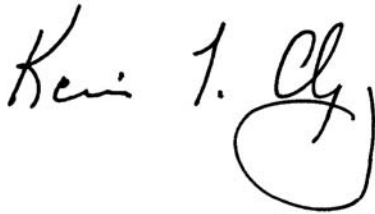
All marketing merchandise is to be presented to the Chairperson or the Vice Chairperson for distribution in a non-partisan manner. Distribution of merchandise must be carried-out in a manner as not to offend other community vendors. If a vendor makes offer of merchandise for distribution by the community (other than the primary Vendors, Bentley and GEOPAK, etc) then similar offers to other vendors within the community must be made to do the same.

A vendor cannot hold any controlling position within the community.

Any vendor attending a community meeting may bring other members of their company but this must not exceed two people. The executives must approve any additional personnel 36 hours prior to the meeting. If a vendor request additional personnel to attend a meeting then this offer must be made to the Chairman, who intern must make the same offer to the other vendors in the community.

## 6. COMMUNITY OFFICERS SIGNATURE

This MicroStation Community Charter submitted for approval:



Name **Kevin Clegg**

Title **Chairperson**

Date **January 22, 2003**

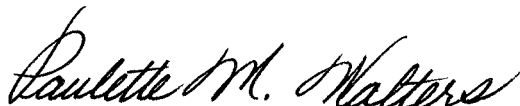


Name **Wolfgang Abduraman**

Title **Vice Chairperson**

Date **January 22, 2003**

## 7. TMC HEADQUARTERS APPROVAL



Name **Paulette M. Walters**

Title **Program Manager, The MicroStation Community**

Date **January 27, 2003**