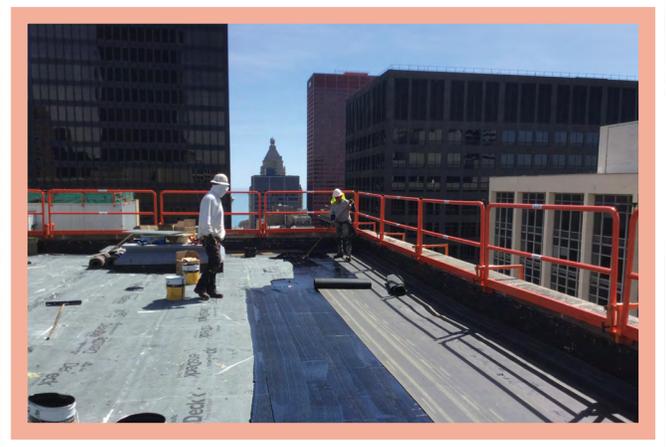
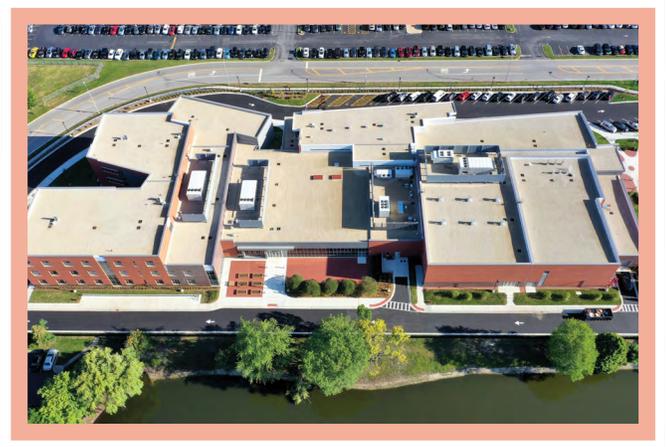


CRCA 2020 Directory & Resource Guide



NETWORKING

Member Events
Member Listing
Committee Involvement
Membership Tools

EDUCATION

Safety
Codes
Technical
Legal



**Driving High
Standards Of
Professionalism**

RESOURCES

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Technical Assistance
Code Assistance
FAQ's

ADVOCACY

Industry Standards
Regulations
Legislation

Visit CRCA.org or call 708-449-3340 for membership details & to join today!

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CRCA is one of the oldest trade associations of it's kind in the country. CRCA Roofing and Waterproofing Contractors and Associate Members serve the greater Chicagoland area and beyond.

CRCA collaborates with the local, regional and national construction, roofing and waterproofing industry organizations, as well as governmental agencies. Through the great volunteer support on CRCA committees, CRCA members get results!

Visit www.CRCA.org to Get Involved!



On the Cover: Photos courtesy of CRCA Member Firms including: Olsson Roofing Company, Inc. (main photo); Elens & Maichin Roofing & Sheet Metal (inset top); G.E. Riddiford Roofing Co. (inset middle); W.B.R. Roofing Company, Inc. (inset bottom).

2020 CRCA OFFICERS AND DIRECTORS

EXECUTIVE BOARD

Mark Duffy

President

Elens & Maichin Roofing & Sheet Metal
1621 Manhattan Rd.
Joliet, IL 60434
Phone: (815) 727-2689

Mitch Rabin

1st Vice President

A-1 Roofing Co.
1425 Chase Ave.
Elk Grove Village, IL 60007
Phone: (847) 952-3600

Ryan Petrick

2nd Vice President

Ridgeworth Roofing Co., Inc.
121 Ontario St.
Frankfort, IL 60423
Phone: (708) 598-0039

Shawn Sullivan

Treasurer

Olsson Roofing Company, Inc.
740 S. Lake St.
Aurora, IL 60506
Phone: (630) 892-0449

Bill O'Brien, Jr.

Secretary

Combined Roofing Services LLC
621 W. Washington St.
West Chicago, IL 60185
Phone: (630) 231-4422

Troy Wormley

Immediate Past President

W.B.R. Roofing, Inc.
25084 W. Old Rand Rd.
Wauconda, IL 60084
Phone: (847) 487-8787

DIRECTORS

Jay Adler

Adler Roofing & Sheet Metal, Inc.
779 Joyce Rd.
Joliet, IL 60436
Phone: (815) 773-1200

Phillip Diederich

Waukegan Roofing Company, Inc.
252 Chaddick Dr.
Wheeling, IL 60090
Phone: (847) 623-1625

Dominic Dunlap

DCG Roofing Solutions, Inc.
2045 Janice Ave.
Melrose Park, IL 60160
Phone: (847) 296-6611

Casey Fraher

Crowther Roofing & Sheet Metal & HVAC
18958 Airport Rd.
Romeoville, IL 60446
Phone: (815) 726-2400

Kevin Froeter

Sterling Commercial Roofing, Inc.
2711 Locust St.
Sterling, IL 61081
Phone: (815) 626-7744

Dan Henshaw

G.E. Riddiford Co.
2333 Hamilton Rd.
Arlington Heights, IL 60005
Phone: (847) 437-5771

Larry Marshall, III

L. Marshall Roofing & Sheet Metal, Inc.
2100 Lehigh Ave.
Glenview, IL 60026
Phone: (847)724-5400

Mark Moran

Knickerbocker Roofing & Paving Co., Inc.
16851 S. Lathrop Ave.
Harvey, IL 60426
Phone: (708) 339-7260

Jim Prusak

Prusak Construction & Roofing, Inc.
8907 S. Odell
Bridgeview, IL 60455
Phone: (708) 422-2624

ASSOCIATE DIRECTORS

Joan Crowe

GAF Materials Corporation
2600 Warrenville Rd., Ste. 207
Downers Grove, IL 60515
Phone: (630) 241-5372

Jeff DeJong

Industrial Cork Company, Inc.
848 Larch Ave.
Elmhurst, IL 60126
Phone: (630) 832-2802

Brad Schwab

Schwab Group LLC
2112 W. Galena Blvd., Ste 8, #453
Aurora, IL 60506
Phone: (630) 772-3516

***CRCA Officers and Directors do not receive any compensation for their services.**

CRCA PAST PRESIDENTS

2018-19	Troy Wormley	1999-2000	William O'Brien	1981-82	Eugene Scott	1963-64	Irwin Esko
2015-17	George Patterson	1997-98	Thomas Bollnow	1979-80	Richard Rosenow	1962	Herbert Boice
2013-14	Tony Roque	1995-96	Joseph Adler	1977-78	Charles Dessent, Sr.	1961	J.W. Kerr
2011-12	Bruce Diederich	1993-94	Jay Refieuna	1975-76	Irving Durschlag	1959-60	Edward Norton
2009-10	Christopher Adler	1991-92	Lawrence Wolfe	1973-74	Robert Cronin	1957-58	Ralph Marks
2007-08	Rodney Petrick	1989-90	James McNamara	1971-72	Robert Tuscher	1955-56	H.M. Boice
2005-06	Joseph McDevitt	1987-88	Christopher Cronin	1969-70	James Mansfield	1950-52	Clyde Scott
2003-04	James Brosseau	1985-86	Gerald Hoffschmidt	1967-68	Robert Dessent		
2001-02	Charles Dessent, Jr.	1983-84	Ned Kimbrel	1965-66	Henry Alcock		

2020 CRCA COMMITTEES AND DESCRIPTIONS

CRCA Affiliate Relations Committee, formed in 2018, with the goal of building relationships with other Chicagoland construction and design organizations, to collaborate on issues affecting this construction industry as a whole.

- Chairs: Carole Ceja, Shawn Sullivan
- Randy Gleason
- John Goers
- Kim Kwasiborski
- Paul Larson
- Troy Wormley

CRCA Awards Committee, consisting of the last five years Clyde Scott Award Recipients, reviews accomplishments by CRCA Members for consideration as award winners, facilitating the process. These prestigious honors include: Clyde Scott Award and the Award of Excellence. The committee also facilitates the CRCA / Local 11 Joint Safety Award and the Associate of the Year Award.

- Chair: George Riddiford
- Chris Adler
- John Lanzendorf
- Bill Lynch
- Rod Petrick



CRCA Photo



CRCA Photo



CRCA Photo

CRCA Building Envelope Committee was created in 2019 with the intent to dig deeply into moisture and air management to determine how and why it effects structures. The goal is really to understand what all encompasses the building envelope standards and help educate CRCA members on these new standards moving forward in our industry.

- Chairs: Dan Flickinger, Troy Wormley
- Joan Crowe
- John Dashner
- Jeff DeJong
- Don Egan
- Mike Leonard
- George Patterson
- Jim Prusak
- Dan Schmidt
- Brian White

CRCA Chicagoland Women in Roofing Committee focuses on inspiring women to get involved and gain and contribute their knowledge and experience in the roofing and waterproofing industry.

- Chairs: Joan Crowe, Rebecca Troche
- Jeanne Beyer
- Kim Kwasiborski
- Julie Leavitt
- Jennifer Trapane
- Melissa Varisco



CRCA Photo

2020 CRCA COMMITTEES AND DESCRIPTIONS

CRCA Contract / Insurance Committee collaborates with the legal and architectural community to monitor developments in contract language for contractors as well as insurance issues for members.

- Chairs: Dominic Dunlap, Larry Marshall III
- Bob Bachmann
- Trent Cotney
- Phil Hayes
- Rob Metzler
- David O’Gara
- Art Pedraza
- Thomas Ponsot



CRCA Photo

CRCA Emerging Leaders Committee mission’s is to reach out to future CRCA leadership, creating opportunities to network, learn and develop leadership in the roofing and waterproofing installation and supply businesses.

- Chairs: Phil Diederich, Dennis Bone
- Bryan Adams
- Mark Cronin IV
- Casey Fraher
- Dan Henshaw
- Mike Lowery
- Rebecca Troche
- Melissa Varisco
- Zach Riberdy

CRCA Financial Committee develops policy and monitors investments.

- Chairs: Brian Cronin, Mitch Rabin
- Bill O’Brien, Sr.
- Tony Roque
- Shawn Sullivan
- Troy Wormley

CRCA Industry Affairs / Technical Operations Committee works with CRCA’s Legislative Consultant as well as with Chicago, State and National governing bodies to further CRCA Roofing and Waterproofing Industry advancement and consumer protection.

- Chairs: George Patterson Tony Roque
- Mark Cronin IV
- Joan Crowe
- Brandon Dennis
- Bill O’Brien, Jr.
- Rod Petrick
- Ryan Petrick
- Mitch Rabin
- Dennis Runyan
- Margaret Vaughn



CRCA Photo

2020 CRCA COMMITTEES AND DESCRIPTIONS

CRCA Marketing Committee develops key marketing to promote CRCA's members to architects/specifiers, building officials, associations and other organizations and entities important to the Chicagoland and Illinois Roofing and Waterproofing industry.

- Chairs: Dave Good, Bill O'Brien, Jr.
- Casey Fraher
- John Goers
- Dan Schmidt
- Ron Sweeney
- Melissa Varisco
- Richie Zarnecki

CRCA Membership Committee works collectively to assure retention and growth of the association. This group connects with potential new members, acting as CRCA Ambassadors, developing initiatives and events with the Marketing Committee for membership promotion.

- Chairs: Kim Kwasiborski, Brad Schwab
- Jay Adler
- Jeff DeJong
- Tony Freas
- Kevin Froeter
- Dave Good
- Kevin Gleason



CRCA Photo

CRCA Nominating Committee presents a slate of officers and directors to the CRCA Membership at the annual meeting. Voting Contractor Members are elected to the Board of Directors to three-year terms. The Executive Board Members serve terms of one year each. Associate Directors are elected by other Associate Member firms for a three-year term.

- Chair: Troy Wormley
- Chris Adler
- Bruce Diederich
- George Patterson
- Tony Roque

CRCA Program Committee develops topics and determines speakers for the CRCA Membership Meetings, plans the CRCA Annual Awards Banquet, the legendary CRCA Industry Day Golf Outing as well as other social and business-based events.

- Chairs: Mike McMillin, Tony Roque
- Jay Adler
- Jim Bone
- Greg Dedic
- Mike Dobersch
- Bill O'Brien, Jr.
- George Patterson
- Ryan Schultz
- Randy Zaleski

2020 CRCA COMMITTEES AND DESCRIPTIONS

CRCA Scholarship Committee meets to review and set objectives for the CRCA Scholarship Program each year. The committee sets criteria, and then determines the scholarship recipients annually.

- Chair: John Lanzendorf
- Chris Cronin
- Joe McDevitt
- George Patterson
- Rod Petrick
- Tony Roque
- Ryan Schultz
- Troy Wormley



CRCA Photo

CRCA Steep and Shingle Committee works with local, regional and national entities to monitor activities and technology in the high slope roofing discipline.

- Chair: Jim Prusak
- Tom Cleary
- Phillip Diederich
- Jim Peterson, Jr.
- Jim Peterson, Sr.
- Michael Prate
- Ryan Trela
- Manny Valdez

CRCA Trade Show Committee plans the technical program content and assists in execution of this annual industry leading show. Speakers from nationally known organizations address CRCA at this very important conference and gather attendees from all facets of the roofing industry such as design, installation, consulting, governmental and suppliers of materials and services.

- Chairs: Greg Dedic, Ryan Petrick
- Matt Adler
- Jeanne Beyer
- Dave Good
- Jason Peterson
- Rod Petrick
- Ross Ridder
- Tony Roque
- Matt Wehrle



CRCA Photo

CRCA Joint Grievance Committee represents contractors in grievance disputes regarding the CRCA's Standard Working Agreement with the Roofers, Waterproofers and Allied Workers Local 11 Union.

- Chair: Bill O'Brien, Sr.
- Bill Lynch
- George Patterson
- Rod Petrick
- Tony Roque

2020 CRCA COMMITTEES AND DESCRIPTIONS

SAFETY

CRCA's Health and Safety Committee works closely with CRCA Member Contractors and governmental entities such as OSHA to promote safety in the Roofing and Waterproofing Industry.

- Chairs: Kevin Froeter, Frank Marino
- Joe Adler
- Phil Hayes
- Kurt Kollwelter
- Jim Meegan
- Ryan Petrick
- Mike Reynolds
- Richie Zarnecki



CRCA Photo

The Chicagoland Roofing Council Joint Safety Committee focuses on worker safety on the roof. This important committee is comprised of contractor firms, union professionals and CRCA's safety consultant.

- Chair: Mark Moran, CRCA
- Mark Duffy, CRCA
- Mike Reynolds, CRCA
- Frank Marino, Safety Check
- Jim Meegan, Safety Check
- Bob Burch, Local 11
- Marty Headtke, Local 11
- Gary Menzel, Local 11

CRCA TRUSTEES

The Roofing Industry Apprenticeship and Training Fund Trustees work together with the Roofers, Waterproofers and Allied Workers Local 11 Union to implement education curriculum that results in workers trained in general roofing principles and specific specialties. This group also spearheaded the development of the Local 11 Joint Apprenticeship Training Facility, the finest of its kind in the US.

- Chair: Jay Refieuna
- Mark Moran, CRCA
- Rod Petrick, CRCA
- Jay Tulley, CRCA
- Larry Gnat, Local 11
- Marty Headtke, Local 11
- Gary Menzel, Local 11

The Trustees of the Roofing Industry Advancement and Research Fund develops programs to promote the CRCA Roofing and Waterproofing Contractor in the Chicagoland Construction Industry and beyond.

- Chair: Troy Wormley
- Chris Adler
- Bruce Diederich
- George Patterson
- Tony Roque
- Joe McDevitt, Member Emeritus
- Rod Petrick, Member Emeritus
- Paul Shah, Member Emeritus

2020 CRCA COMMITTEES AND DESCRIPTIONS

The **Trustees of the Welfare, Pension and Reserve Funds** are responsible for the management of these funds, working together with the Fund Administrator used by the group towards this goal.

- Bill O'Brien, Sr., CRCA
- Chris Cronin, CRCA
- Bill Lynch, CRCA
- Larry Gnat, Local 11
- Marty Headtke, Local 11
- Gary Menzel, Local 11

The **CRCA FOUNDATION**, a Charitable 501 (c) (3) organization was formed with the mission of providing support to philanthropic causes, research and education to further the roofing and waterproofing industry and the community, these trustees are building a platform of charitable giving and support to further this mission moving forward.

- Chair: Dave Lisson
- Secretary: George Patterson
- Treasurer: Tony Roque
- Trustee: Trent Cotney
- Trustee: Jennifer Holsinger
- Trustee: Rod Petrick
- Trustee: Troy Wormley

ADDITIONAL CRCA RESOURCES

OUTSIDE COUNSEL

Thomas Vasiljevich, Esq., Ogletree, Deakins
(312) 558-1224

LEGISLATIVE CONSULTANT, IL & CHICAGO

Margaret A. Vaughn Consulting, Inc.
(217) 280-0206
mvaughn@springnet1.com

LOCAL 11

- **Roofers and Waterproofers Local #11**
(708) 345-0970
- **Chicagoland Roofers Joint Apprenticeship Training Center**
(708) 246-4488
- **W-P-R FUND ADMINISTRATOR**
(847) 827-1029



A CRCA CONTRACTOR MEMBER IS...

Experienced – Some CRCA Member Contracting firms have been in business for more than 100 years. This longevity brings stability to relationships with customers. Additionally, newer firms who are involved in CRCA, benefit from Membership Meetings where new knowledge of materials, technology and processes are brought by industry leaders to CRCA Member Firms.

Licensed – CRCA Roofing Contractor Members are licensed by the State of Illinois Department of Professional Regulation. CRCA Members worked with the State of Illinois to develop and implement this important legislation to protect the consumer against unscrupulous contractors.

Competitive – CRCA Member firms invest time and money into equipment, processes and people to gain the best competitive edge possible in all facets of the business. CRCA Members, when bidding equal systems, are very competitive in the marketplace.

Educated – Whether union or non-union, CRCA Member firms educate their workers and office staff through training in the classroom and in the field on all types of roofing systems and safety. Workers and contractors have years of experience in all types of roofing systems installation, including gravel and ballast covered, smooth surfaced, roof garden vegetative systems, as well as pavers, photovoltaics, and other overburden systems.

Involved – CRCA Members give back to the community, by being active members and leaders in other organizations.



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Steep Slope: Single Family Res, Multi-Family Res

IL# 104-012553

Ph: (630) 227-1111
Fax: (630) 227-1113
www.aplusroofingpro.com
Email: info@aplusroofingpro.com

● **A-1 Roofing Co.**

Mitchell Rabin, David Rabin
1425 Chase Ave.
Elk Grove Village, IL 60007
Low Slope: Comm/Ind/Instit, Multi-Family Res
Steep Slope: Comm/Ind/Instit, Multi-Family Res
Waterproofing; Vegetative; Air Barrier, Vacuuming

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Fax: (847) 952-3606
www.a1roofing.com
Email: mitchrabin@a1roofing.com

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Jack O'Connor, Aldo Olvera, Molly Schneller
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Air Barrier, Vacuuming

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Ph: (773) 238-0338
Fax: (708) 430-8363
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Email: joconnor@activeroofing.com

Adams Roofing Professionals, Inc.

Stathie Panayi
495 Crossen Ave.
Elk Grove Village, IL 60007
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Email: sep@adamsroofing.com

● **Adler Roofing and Sheet Metal, Inc.**

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Joliet, IL 60436
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Vegetative; Air Barrier

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Email: info@adlerroofing.com

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West Chicago, IL 60185
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Vegetative

IL# 104-010013

Ph: (630) 231-7663
Fax: (630) 231-5018
www.advroof.com
Email: miked@advroof.com

Aegis Construction Group, Inc.

Bobby Bisharat
931 Duxbury Ln.
Schaumburg, IL 60193
Low Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res
Steep Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res
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Thomas Vasiljevich, Esq.
thomas.vasiljevich@ogletreedeakins.com
312.558.1224
www.ogletreedeakins.com

CRCA CONTRACTOR MEMBERS

● All American Exterior Solutions

Sergey Taitler, Lino Cruz
150 Oakwood Rd.
Lake Zurich, IL 60047
Low Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res
Steep Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res
Waterproofing; Vegetative; Air Barrier, Vacuuming

IL# 104-002762
Ph: (847) 438-4131
Fax: (847) 438-1387
www.aaexs.com
Email: info@aaexs.com

● All Sealants, Inc.

Brian White, Matt Skole, Lisa Simokaitis
9445 Corsair Rd.
Frankfort, IL 60423
Waterproofing; Vegetative; Air Barrier

IL# 104-005014
Ph: (708) 720-0777
Fax: (708) 720-1651
www.allsealants.com
Email: general@allsealants.com

Allendorfer Roofing Co., Ltd.

Rich Kotowski, Conrad Kotowski, Stan Michniowski
4623 N. Pulaski Rd.
Chicago, IL 60630
Low Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res
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Waterproofing; Vegetative

IL# 104-000123
Ph: (773) 463-7808
Fax: (773) 463-2604
www.allendorferroofing.com
Email: contact@allendorferroofing.com

● Allied Waterproofing, Inc.

Bill Leonhard
520 Executive Dr., Ste. A
Willowbrook, IL 60527
Waterproofing

Ph: (630) 654-9700
Fax: (630) 654-9705
www.alliedwaterproofing.com
Email: bill@alliedwp.com

● Anderson & Shah Roofing Inc.

Paul Shah, Matt Wehrle
23900 County Farm Rd.
Joliet, IL 60431
Low Slope: Comm/Ind/Instit
Vegetative

IL# 104-000018
Ph: (815) 741-0909
Fax: (815) 741-3565
www.andersonshah.com
Email: office@andersonshah.com

● Anthony Roofing Tecta America LLC

Dan Brown, Tony Clausen, Steve Niggens, Gianni Pellegrinon, Scott Slagle, Ted Staniszewski
2555 White Oak Cir.
Aurora, IL 60502
Low Slope: Comm/Ind/Instit, Multi-Family Res
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Waterproofing; Vegetative; Air Barrier; Vacuuming

IL# 104-015059
Ph: (630) 898-4444
Fax: (630) 898-4597
www.anthonyroofing.com
Email: dbrown@anthonyroofing.com

Apex Exteriors, Inc.

Ken Girard, Larry Buckley, Zach Girard
1655 Shanahan Dr.
South Elgin, IL 60177
Low Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res
Steep Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res
Waterproofing

IL# 104-015352
Ph: (847) 531-8960
Fax: (847) 531-8966
www.apexext.com
Email: ken@apexext.com

● Bennett & Brosseau Roofing, Inc.

George Patterson, Jay Refieuna, Chris Eheart, Dustin Boma, Jake Lawrence, Zach Brosseau
535 Anderson Dr.
Romeoville, IL 60446
Low Slope: Comm/Ind/Instit
Steep Slope: Comm/Ind/Instit
Vegetative; Air Barrier

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Robert Burke Jr., Erik Vega
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Steep Slope: Comm/Ind/Instit

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Ph: (847) 675-5010
Fax: (847) 675-6990
www.reburke.com
Email: reburkeroofing@aol.com

● **C.P.R. Roofing, Inc.**

Garry Propst, Rob Propst
3235 Dartmouth Dr.
Rockford, IL 61108
Steep Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res

IL# 104-000765
Ph: (815) 399-6989
Fax: (815) 399-6761
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Care Sheet Metal & Roofing, Inc.

Michael Zuccaro
9536 W. 47th St.
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Low Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res
Steep Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res
Waterproofing; Vegetative

IL# 104-005206
Ph: (708) 387-9784
Fax: (708) 387-9783
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Email: caresheetmetal@gmail.com

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Harry Friedman
219 William St.
Bensenville, IL 60106
Low Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res
Steep Slope: Comm/Ind/Instit, Single Family Res, Multi-Family Res

IL# 104-011864
Ph: (847) 673-7663
Fax: (847) 673-7611
www.championroofing.com
Email: info@championroofing.com

Clark Roofing Co.

Alex Hernandez, Tom Fuerst, Andy Irvine
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Broadview, IL 60155
Low Slope: Comm/Ind/Instit, Multi-Family Res
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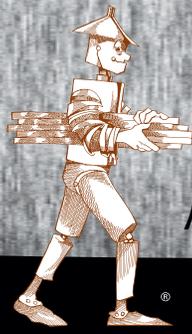
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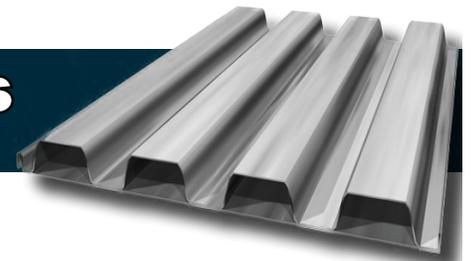
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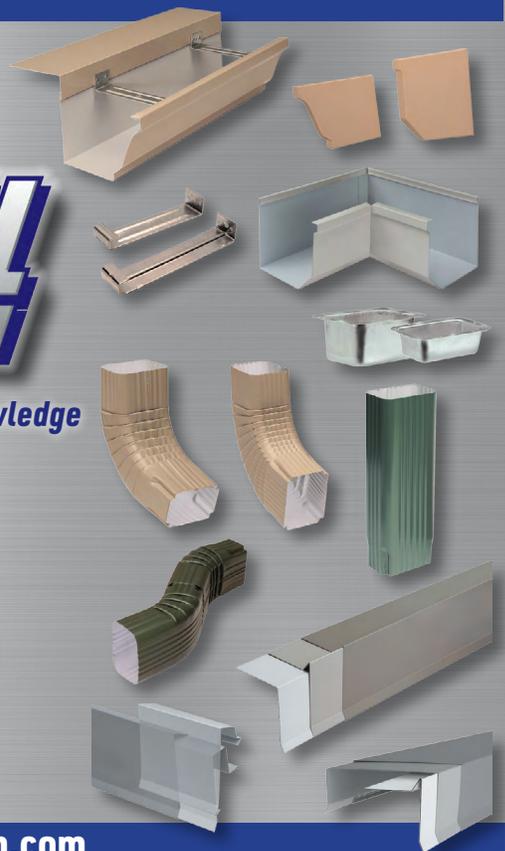
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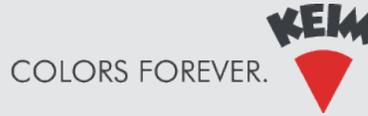
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Mike Brake
29W581 North Ave.
West Chicago, IL 60185
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Ph: (630) 293-1222
Fax: (630) 293-1481
www.abcsupply.com
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www.abcsupply.com
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Ph: (847) 630-8094
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www.abcsupply.com
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CRCA ASSOCIATE MEMBERS

ABC Supply Company, Inc.—Joliet

Greg Booth, Alex Skinner, Ashley Gardner
108 E. Jackson St.
Joliet, IL 60432
Roofing Materials Distributor, Roofing Equipment Distributor

Ph: (815) 723-9880
Fax: (815) 723-4645
www.abcsupply.com
Email: gregory.booth@abcsupply.com

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Dan McCormick
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Niles, IL 60714
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Ph: (847) 588-0935
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www.abcsupply.com
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Email: phayes@esserhayes.com

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Beacon—Oak Forest

Steve Willis
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Oak Forest, IL 60455
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Ph: (708) 802-6123
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Fax: (815) 498-9146
Email: dennyb@solutions-crs.com

Comstruct Sales, LLC

Dan Schmidt, Paul Larson
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www.comconstructsales.com
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Email: rgaylord@gocgo.com

Cordeck

David Angelici
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Kenosha, WI 53142
Manufacturer, Roofing Materials Distributor

Ph: (262) 857-3000
Fax: (262) 857-3533
www.cordeck.com
Email: sales@cordeck.com

Cotney Construction Law, LLP

Trent Cotney, Anita Lum
3110 Cherry Palm Dr., Ste 290
Tampa, FL 33619
Legal Services

Ph: (813) 579-3278
Fax: (813) 902-7612
www.cotneycl.com
Email: tcotney@cotneycl.com

County Materials Corporation

Tom Hale
205 North St.
Marathon, WI 54448
Manufacturer

Ph: (800) 289-2569
www.countymaterials.com
Email: Tom.Hale@countymaterials.com

CRCA ASSOCIATE MEMBERS

Crissie Insurance Group

Robert G. Bachmann, Raymond Szydlo, Frank A. Crissie, Tony Crissie
1700 Higgins, Ste. 320
Des Plaines, IL 60018
Insurance

Ph: (847) 296-0655
Fax: (847) 297-7779
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Email: bachmannr@crissieins.com

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www.dandpconstruction.com
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Edward R. Doyle
418 Timbers Pl.
St. Charles, IL 60174
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Email: marketing@decra.com

DERBIGUM Americas, Inc.

Michael J. Tolzien
4450 Williamsburg Ct.
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Manufacturer

Ph: (708) 380-5045
Fax: (847) 397-1404
www.derbigum.us
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Email: sales@SameDaySteelDeck.com

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DSP Insurance Services, Inc.

Bryan Adams, John Adams, Kirk Liskiewitz, Mike Pohl, Steve Webster
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Schaumburg, IL 60173
Insurance

Ph: (847) 934-6100
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www.dspins.com
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Durapax

Kevin Ochis, Martina Vozarova
400 Old Reading Pike, Ste. 304
Pottstown, PA 19464
Manufacturer

Ph: (610) 579-9075
Fax: (610) 323-0115
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Duro-Last Roofing, Inc. (Chicago)

Victor Daugherty
525 Morley Dr.
Saginaw, MI 48601
Manufacturer

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www.duro-last.com
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Thomas Schoendorf
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www.eagleview.com
Email: aaron.thompson@eagleview.com

East Lake Metals LLC

Brian Patrick, Alex Gross, Lora Larkin, Sue Palmer, Joe Temple
PO Box 454
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Manufacturer

Ph: (219) 655-5526
Fax: (219) 659-6956
www.eastlakemetals.com
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Ed Staroba, Edwin Staroba, Rob Helenbrook
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Fax: (888) 780-9870
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Kamal Doshi, Ron Gerhart
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Fax: (310) 320-6333
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Manufacturer

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Fax: (972) 554-3939
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Everest Systems

Jodi Alexander, Gabe Goepfert
16601 Central Green Blvd., Ste 100
Houston, TX 77032
Manufacturer

Ph: (800) 575-8966
www.everestsystemsco.com
Email: inquiries@everestsystemsco.com

FAKRO America, LLC

Greg Gesicki
39 W. Factory Rd.
Addison, IL 60101
Manufacturer

Ph: (630) 543-1010
Fax: (630) 543-1011
www.fakrousa.com
Email: greg@fakrousa.com

CRCA ASSOCIATE MEMBERS

Firestone Building Products

Robert Anderson
200 4th Ave. South
Nashville, TN 37201
Manufacturer

Ph: (800) 428-4442
www.firestonebpco.com
Email: andersonrobert@firestonebp.com

FlashCo.

Alex Tabrizi, Bill Bartell
150 Todd Rd., Ste. 400
Santa Rosa, CA 95407
Manufacturer

Ph: (866) 323-5274
Fax: (707) 824-5858
www.flashcomfg.com
Email: alex.tabrizi@flashcomfg.com

FT Synthetics In.

Russ Robson, Gary Sandhar, Drew Gagnier, Randy Knox
Unit 1-13120 76th Ave
Surrey, BC V3W 2V6
Manufacturer

Ph: (604) 594-3493
Fax: (604) 594-3589
www.ftsyn.com
Email: info@ftsyn.com

Gaco Western

Dan Knutson
1245 Chapman Dr.
Waukesha, WI 53186
Manufacturer

Ph: (262) 951-0237
Fax: (262)-542-1095
www.gaco.com
Email: dknutson@gaco.com

GAF Materials Corporation

Adam Sesso, Mike Spence, Chris Auer, Tom Carlson, Chris Koenig
2600 Warrenville Rd., Ste. 207
Downers Grove, IL 60515
Manufacturer

Ph: (630) 241 5372
Fax: (630) 296-0241
www.gaf.com
Email: asesso@gaf.com

Garlock Chicago

Mark Zoppa, Jerry Brauner, Justin Prahler
626 Thomas Dr.
Bensenville, IL 60106
Manufacturer, Roofing Materials Distributor, Roofing Equipment Distributor

Ph: (630) 521-9645
Fax: (630) 521-9648
www.garlockchicago.com
Email: mzoppa@garlockequip.com

Garth Building Products & Services Corp.

Carol Garth
579 N. Williams
Thornton, IL 60476
Roofing Materials Distributor

Ph: (708) 564-5137
Fax: (708) 757-5212
Email: garthbuildings@aol.com

Garza Roofing Equipment and Supply

Rich Garza, Jennica Garza
1360 Glacier Pkwy.
Algonquin, IL 60102
Roofing Equipment Distributor

Ph: (630) 229-4440
www.garzasupply.com
Email: rich@garzasupply.com

GCP Applied Technologies

Maria Teresa Sein, Tim Langlotz
62 Whittemore Ave.
Cambridge, MA 02140
Manufacturer

Ph: (617) 498-4470
www.gcpat.com
Email: maria.t.sein@gcpat.com

Gemco Roofing & Building Supply

George Sessler, Kevin Gleason, Gerald Serpico, Randy Gleason
2601 Van Buren St.
Bellwood, IL 60104
Roofing Materials Distributor

Ph: (708) 544-1444
Fax: (708) 544-1621
www.gemcosupply.com
Email: gemco88@ameritech.net

● Local #11 Contractor

CRCA ASSOCIATE MEMBERS

Geocel / Kool Seal

Karen McLaughlin, Kurt Hostetler, John T. Hull
2504 Marina Dr.
Elkhart, IN 46515
Manufacturer

Ph: (800) 348-7615
Fax: (216) 263-4324
www.geocelusa.com
Email: karen.a.mclaughlin@sherwin.com

Georgia-Pacific Gypsum LLC

Matt Hartman, Pat Huempfer, Greg Hudson
2194 Biddle Blvd.
Washington, IA 52353
Manufacturer

Ph: (404) 652-2592
Fax: (404) 487-4027
www.densdeck.com
Email: matthew.hartman@gapac.com

Giuffre Brothers Cranes

Todd Proctor, Frank Fitzgerald, Richie Zarnicki
3401 S. Cicero Ave.
Cicero, IL 60904
Manufacturers' Rep, Roofing Equipment Distributor

Ph: (708) 656-9200
Fax: (708) 656-9558
www.giuffre.com
Email: tproctor@giuffre.com

Greenrise Technologies

Julie Leavitt, Matt Barmore, Scott McGaughy
525 Barker Rd.
Readyville, TN 37149
Manufacturer, Manufacturers' Rep

Ph: (615) 907-7460
www.greenrisetech.com
Email: mattb@greenrisetech.com

Gulfeagle Supply

Clint Samuel, Brian Jones
800 Hilltop Dr.
Itasca, IL 60143
Roofing Materials Distributor

Ph: (630) 773-0997
Fax: (630) 773-0998
www.gulfeaglesupply.com
Email: csamuel@gulfeaglesupply.com

H.B. Fuller Company.—Roofing Products Group

Jim LaBenne, Matt Allen, Jim Galvin, Paul Krug, Shane Strang, Ron Vollmer
4401 Page Ave.
Michigan Center, MI 49254
Manufacturer

Ph: (517) 841-7000
Fax: (517) 764-6697
www.royaladhesives.com
Email: jim.labenne@rascp.com

Hapco Inc.

Steve Murray, Ashley Helmick
390 Portage Blvd.
Kent, OH 44240
Roofing Equipment Distributor

Ph: (800) 345-9353
Fax: (330) 677-8282
www.hapcoinc.com
Email: smurray@hapcoinc.com

Hart & Cooley Roof Product Systems.—Portals Plus, RPS & Milcor

Casey Palmer, Dean Albright, Kevin McShane
5030 Corporate Exchange Blvd.
Grand Rapids, MI 49512
Manufacturer, Roofing Materials Distributor

Ph: (800) 624-8642
Fax: (800) 972-1421
www.portalsplus.com
Email: portalsplus@portalsplus.com

Hendrick Phillips Salzman & Siegel, PC

Philip Siegel
230 Peachtree St. NW, Ste. 2500
Atlanta, GA 30303
Legal Services

Ph: (404) 522-1410
Fax: (404) 522-9545
www.hpsslaw.com
Email: info@hpsslaw.com

Henry Company

Jason Morris, David Schurman, Shane Shoemaker, Jonathan Speaks, John Van Tuyle, Scott Wolf
999 N. Pacific Coast Hwy., Ste. 800
El Segundo, CA 90245
Manufacturer

Ph: (773) 412-9022
Fax: (866) 223-1285
www.henry.com
Email: jmorris@henry.com

● Local #11 Contractor

CRCA ASSOCIATE MEMBERS

Hicksgas/ Liberty Propane
Scott Zacek, Bryan Summers
PO Box 458
Lemont, IL 60439
Propane Provider

Ph: (630) 806-9747
Fax: (630) 783-2175
www.hicksgas.com
Email: scott.zacek@hicksgas.com

Hines Supply
Rick Fergus
1050 Corporate Grove Dr.
Buffalo Grove, IL 60089
Manufacturer

Ph: (847) 353-7700
Fax: (847) 229-3781
www.hinessupply.com
Email: rfergus@hineslumber.com

HLP Systems, Inc
Jeffrey Harger, Justin Harger
426 North Ave.
Libertyville, IL 60048
Lightning Protection Contractor

Ph: (847) 362-0777
Fax: (847) 362-6443
www.hlpsystems.com
Email: info@hlpsystems.com

Houseworks Daylighting Solutions, LLC
Jeff Brooks, Rob Brooks
1809 Elmdale Ave.
Glenview, IL 60026
Skylight Sale/Repair

Ph: (847) 729-0255
Fax: (847) 729-5088
www.myskylights.com
Email: jeff@myskylights.com

Hover
Justin Johnson
634 2nd St.
San Francisco, CA 94107
Technology

Ph: (844) 754-6837
www.hover.to
Email: support@hover.to

Hub International Limited
David O'Gara, Kevin Scanlon, Robert Kegley, Jr. , Lee McWethy
1411 Opus Pl., Ste. 450
Downes Grove, IL 60515
Insurance

Ph: (630) 468-5634
Fax: (815) 485-2936
www.columbianagency.com
Email: david.ogara@hubinternational.com

Hunter Panels
Jennifer Holsinger, Ed Krusec, Matt Peterson, Mary Schenker
15 Franklin St.
Portland, ME 04101
Manufacturer

Ph: (888) 746-1114
Fax: (877) 775-1769
www.hpanels.com
Email: info@hpanels.com

IB Roof Systems
Nick Febo, Mike Gennusa, Bear Wadzinski, Peter Pacioni
8181 Jetstar Dr., Ste. 150
Irving, TX 75063
Manufacturer, Roofing Materials Distributor

Ph: (800) 426-1626
Fax: (800) 741-1160
www.IBRoof.com
Email: nick.febo@ibroof.com

ICP Building Solutions Group
Dave Spaulding, Pat Cherry
2775 Barber Rd.
Norton, OH 44203
Manufacturer

Ph: (330) 753-4585
www.icpadhesives.com
Email: dspaulding@icpgroup.com

IKO
Mike Melito, Arthur Boruch, Carol Perkins, Matt Ibach, Brandon Wilson
4566 Hampstead Pl.
Loves Park, IL 61111
Manufacturer

Ph: (312) 244-9932
www.iko.com
Email: mike.melito@iko.com

● Local #11 Contractor

ASSOCIATES

CRCA ASSOCIATE MEMBERS

Industrial Cork Company, Inc.

Jeff DeJong, John Anderson
848 Larch Ave.
Elmhurst, IL 60126
Roofing Materials Distributor

Ph: (630) 832-2803
Fax: (630) 832-2837
www.corco.org
Email: jeffd@corco.org

Inland Coatings

Coridan McGinley, Greg Arnold
26259 Hwy. 6
Adel, IA 50003
Manufacturer

Ph: (515) 993-4524
Fax: (515) 993-4324
www.inlandcoatings.com
Email: info@inlandcoatings.com

INSULFOAM

Kris Eschmeyer, Cody Reid
1057 Sunburst Ln.
Mead, NE 68041
Manufacturer

Ph: (402) 624-6611
www.insulfoam.com
Email: kris@insulfoam.com

Interior Protection Inc.

Bryan Provis
111 N. Maple Ave., Ste. B
Elmhurst, IL 60126
Interior Protection

Ph: (630) 530-4920
Fax: (630) 758-0250
www.interiorprotectioninc.com
Email: info@interiorprotectioninc.com

International Leak Detection, LLC

Chris Eichhorn
2060 E. Algonquin Rd., Ste. 710
Schaumburg, IL 60173
Waterproofing Membrane EVFM Integrity Testing

Ph: (866) 282-LEAK (5325)
Fax: (847) 299-8066
www.leak-detection.com
Email: info@leak-detection.com

IR Analyzers / Vector Mapping

Denise Richard, Alen Turan, Peter Brooks
65 Lyman Dr.
Williston, VT 05495
Electronic Leak Detection & Infrared Inspection Serv.

Ph: (800) 879-1964
Fax: (866) 506-3522
www.iranalyzers.com
Email: info@iranalyzers.com

JJ Superior Metal, Inc.

Jerry Shea, Eddie Vitacco, Jon Shea, Marie Sewers
4302 W. Warren Ave.
Hillside, IL 60162
Manufacturer, Roofing Materials Distributor

Ph: (708) 544-3757
Fax: (708) 544-3761
www.jjsuperior.com
Email: mail@jjsuperior.com

Jobba Trade Technologies

David Almario, John Jocke
8420 W. Bryn Mawr, Ste. 1030
Chicago, IL 60631
Software Vendor

Ph: (855) 633-3327
www.jobba.com
Email: info@jobba.com

Johns Manville Roofing Systems

Mark Affrunti, Chris Hoffmann
717 17th St.
Denver, CO 80202
Manufacturer

Ph: (224) 325-2524
Fax: (847) 348-3717
www.jm.com
Email: mark.affrunti@jm.com

Karnak Corporation

Chris Salazar, Kim Holmes, John McDermott, Jason Lontoc
2601 Gardner Rd.
Broadview, IL 60155
Manufacturer

Ph: (732) 388-0300
Fax: (732) 388-9422
www.karnakcorp.com
Email: csalazar@karnakcorp.com

CRCA ASSOCIATE MEMBERS

Kemper System

Brian McGuire
1200 N. America Dr.
West Seneca, NY 14224
Manufacturer

Ph: (716) 558-2971
Fax: (716) 558-2967
www.kempersystem.net
Email: bmcguire@kempersystem.com

Kirby Fiberglass

Naomi Dupre
652 E. Industrial Blvd.
Pueblo, CO 81007
Manufacturer

Ph: (719) 547-3940
www.kirbyfiberglass.com
Email: office@kirbyfiberglass.com

Kirsch BP/Sharkskin Roof Underlayments

Mark Strait, David Schroeder
1464 Maderia Rd., N -387
Simi Valley, CA 93065
Manufacturer

Ph: (805) 750-0084
Fax: (805) 526-1116
www.sharkskin.us
Email: info@sharkskin.us

Lakefront Roofing Supply

Bill Baldauf, Rebecca Troche, Chris Spicer, Karl Sullivan, Manny Valdez
2950 N. Western Ave.
Chicago, IL 60618
Roofing Materials Distributor

Ph: (773) 509-0400
Fax: (773) 478-8859
www.lakefrontsupply.com
Email: bbaldauf@roofmaterials.com

Lakeshore Recycling Systems

Bob Pavic
6132 Oakton St.
Morton Grove, IL 60025
Roofing Materials Recycling

Ph: (773) 681-8811
Fax: (773) 685-6043
www.lrsrecycles.com
Email: bpavic@lrsrecycles.com

Latino Workers Safety Center

Daniel Ramir, Maria Campos
4415 Harrison, Ste. 404
Hillside, IL 60162
Safety Training

Ph: (708) 449-9500
www.lwsc.org
Email: dan@lwsc.org

Leading Edge Safety

Cody Snyder, Megan Scrag
1345 Taney St.
North Kansas City, MO 64116
Manufacturer

Ph: (816) 585-7722
Fax: (816) 472-0822
www.leadingedgesafety.net
Email: sales@leadingedgesafety.net

Leister Technologies

Dave Nordentoft, Joseph Tarver
1275 Hamilton Pkwy.
Itasca, IL 60143
Manufacturer

Ph: (630) 760-1000
Fax: (630) 760-1001
www.leister.com
Email: info.usa@leister.com

Lift Works. Inc.

Dan Distazio, Martin Starck
600 Industrial Dr.
St. Charles, IL 60174
Roofing Equipment Distributor, Aerial Equip.

Ph: (630) 833-4626
Fax: (630) 833-4268
www.liftworksinc.com
Email: ddistazio@liftworksinc.com

Liftoff Crane Services LLC

Kevin Rugaard
PO Box 5110
Glendale Heights, IL 60139
Crane Services

Ph: (630) 800-6639
Fax: (630) 658-7376
www.liftoffcranes.com
Email: kevin@liftoffcranes.com

● Local #11 Contractor

CRCA ASSOCIATE MEMBERS

LiveRoof, LLC

Mike Haynes, Mike Selleck, John Scholten
PO Box 533
Spring Lake, MI 49456
Manufacturer, Roofing Materials Distributor, Hybrid Green Roof Systems

Ph: (800) 875-1392
Fax: (616) 842-3273
www.liveroof.com
Email: mikeh@liveroof.com

Lomanco, Inc.

Doug Rus
2101 W. Main St.
Jacksonville, AR 72076
Manufacturer

Ph: (800) 643-5596
Fax: (501) 982-1258
www.lomanco.com
Email: aself@lomanco.com

R. M. Lucas Company

Robert Barry, Tom Nelson, Joe Murphy, Dennis Kelley
3211 S. Wood St.
Chicago, IL 60608
Manufacturer

Ph: (773) 523-4300
Fax: (773) 523-3290
www.rmlucas.com
Email: rbarry@rmlucas.com

Lurvey Supply

Daniel Wood, Angelo Logoico
2550 E. Dempster
Des Plaines, IL 60016
Roofing Materials Distributor

Ph: (262) 479-8369
www.lurveys.com
Email: dwood@lurveys.com

MACK Construction Services, LLC

Nancy Carreon, Melissa Medina
3628 N. Hamilton Ave.
Chicago, IL 60618
Roofing Materials Distributor

Ph: (773) 525-3411
Fax: (773) 525-3411
www.mackcs.com
Email: info@mackcs.com

Malarkey Roofing Products

Derek Cooper, Jim Kellogg, Bill Abbott, Rachel Garcia, Ben Michiels
PO Box 17217
Portland, OR 97217
Manufacturer

Ph: (503) 283-1191
Fax: (503) 289-7644
www.malarkeyroofing.com
Email: dcooper@malarkeyroofing.com

Marathon Roofing Products/MRP Supports, LLC

Tim Krawczyk
3310 N. Benzing Rd.
Orchard Park, NY 14127
Manufacturer

Ph: (800) 828-8424
Fax: (716) 332-7676
www.marathondrains.com
Email: mrp@marathondrains.com

McElroy Metal, Inc.

Richard Cass, Bill Wade
10490 State Hwy. 10
Clinton, IL 61727
Manufacturer

Ph: (219) 879-0252
www.mcelroymetal.com
Email: rcass@mcelroymetal.com

MEP Insulation Recycling

Bill Mulford, Lin Mulford
1130 Alfred Cir.
Indianapolis, IN 46239
Insulation Recycler/ Re-purposer

Ph: (317) 894-2763
Fax: (877) 565-9961
meproofinsulationrecycling.com
Email: mulfordep@yahoo.com

Mid-States Asphalt

Todd Kolb, Kyle Konoposek, April DuBose
1637 51st Ave.
Tuscaloosa, AL 35401
Manufacturer

Ph: (630) 730-1689
Fax: (800) 880-3834
www.mid-statesasphalt.com
Email: todd@msarroof.com

CRCA ASSOCIATE MEMBERS

Midwest Roofing Supply—Naperville

Josh Lund, Christine Larsen
1736 N. Aurora Rd.
Naperville, IL 60563
Roofing Materials Distributor

Ph: (630) 637-0750
Fax: (630) 637-0755
www.midwestroofingsupply.com
Email: jlund@midwestroofingsupply.com

Midwest Roofing Supply—Schaumburg

David Rout
290 Hammond Dr.
Schaumburg, IL 60173
Roofing Materials Distributor

Ph: (847) 241-2000
Fax: (847) 241-2005
www.midwestroofingsupply.com
Email: drout@midwestroofingsupply.com

Midwest Roofing Supply—Waukegan

Christopher Pierce
3145 Central Ave.
Waukegan, IL 60085
Roofing Materials Distributor

Ph: (847) 249-3328
Fax: (847) 249-3501
www.midwestroofingsupply.com
Email: cpierce@midwestroofingsupply.com

Midwest Siding Supply, Inc.

Mike Peters, Clay Mattern
1001 Aucutt Rd.
Montgomery, IL 60538
Roofing Materials Distributor

Ph: (630) 897-2333
Fax: (224) 404-6999
www.midwestsiding.com
Email: mpeters@midwestsiding.com

Mule-Hide Products Co., Inc.

Ken MacKenzie, Brandon Keefe
1195 Prince Hall Dr.
Beloit, WI 53511
Manufacturer

Ph: (815) 641-8548
Fax: (866) 847-8681
www.mulehide.com
Email: ken.mackenzie@mulehide.com

Novagard Solutions

Keith Rys, Mike Kister, Joe Borak
5109 Hamilton Ave.
Cleveland, OH 44114
Manufacturer

Ph: (800) 380-0138
Fax: (216) 881-5318
www.novagard.com
Email: novagard@novagard.com

NPC Colored Sealants

Paul Supena, Tom Stefely
1208 N. 8th Ave.
Maywood, IL 60153
Manufacturer

Ph: (708) 681-1040
Fax: (708) 681-1424
www.npcsealants.com
Email: npc@npcsealants.com

OMG Roofing Products

Andrew Nehrenz, Erik Terpstra
153 Bowles Rd.
Agawam, MA 01001
Manufacturer

Ph: (800) 633-3800
Fax: (413) 821-0417
www.olyfast.com
Email: anehrenz@omginc.com

Omni Ecosystems

Samuel Irwin, Katey Moore, Molly Meyer
1516 W. Carroll Ave, Ste. 2
Chicago, IL 60607
Manufacturer

Ph: (312) 337-3196
www.omni-ecosystems.com
Email: info@omni-ecosystems.com

Panasonic US

Jon Downey, John Balazs, Jennifer Archibald
Two Riverfront Plaza, 7th Fl.
Newark, NJ 07102
Manufacturer

Ph: (201) 423-3154
www.panasonic.com
Email: jon.downey@us.panasonic.com

● Local #11 Contractor

CRCA ASSOCIATE MEMBERS

Petersen Aluminum Corporation

Blake Batkoff, Rob Heselbarth, Peter Drozdz, Roy Palesny
1005 Tonne Rd.
Elk Grove Village, IL 60007
Manufacturer, Roofing Materials Distributor

Ph: (800) 722-2523
Fax: (847) 956-7968
www.pac-clad.com
Email: bbatkoff@petersenmail.com

Polyglass U.S.A, Inc.

Kevin Rowe, Jerry Sandine
1111 W. Newport Center Dr.
Deerfield Beach, FL 33442
Manufacturer

Ph: (847) 431-6005
www.polyglass.com
Email: krowe@polyglass.com

Prairie State Exterior Products

Ross Ridder, Bryan Sawilchik
1125 Halsted St.
Chicago Heights, IL 60411
Roofing Materials Distributor

Ph: (708) 754-9339
Fax: (708) 754-6204
www.prairiestateexterior.com
Email: rossridder@hotmail.com

Pro Fastening Systems Inc.

Fred G. Van Riet, Don Egan, Jim Brand, Jim Joyce
44 E. University Dr.
Arlington Heights, IL 60004
Roofing Materials Distributor

Ph: (847) 577-7185
Fax: (847) 577-0379
www.profastening.com
Email: fred@profastening.com

Pro Lightning Protection

Jeremy Marcelain, Joran Marcelain
4210 43rd Ave.
Kenosha, WI 53144
Lightning Protection Sys.

Ph: (262) 925-7199
Fax: (262) 658-1145
www.pro-lp.com
Email: contactus@pro-lp.com

Progressive Materials

Jennifer Trapane, Tony Knoebel
540 Central Ct.
New Albany, IN 47150
Manufacturer

Ph: (630) 488-9277
Fax: (812) 944-7804
www.pmsilicone.com
Email: jennifer@pmsilicone.com

Quarrx Building Products

Amanda Williams, Kris Willordson
705 Pennsylvania Ave. S
Minneapolis, MN 55426
Manufacturer

Ph: (800) 438-2920
Fax: (763) 540-9709
www.quarrx.com
Email: info@quarrx.com

Raindrop Gutter Guard

Steve Nitch
80 Detroit St, #106
Cary, IL 60013
Manufacturer, Roofing Materials Distributor

Ph: (800) 816-0199
Fax: (847) 637-0387
www.raindropgutterguard.com
Email: info@raindropgutterguard.com

RainTrade Corporation

Mike Milliman, Phil Egleston, Aaron Bukolt
19 Skokie Valley Rd.
Lake Bluff, IL 60044
Manufacturer, Roofing Materials Distributor, Roofing Equipment Distributor

Ph: (847) 283-0006
Fax: (847) 283-0007
www.GutterSupply.com
Email: info@guttersupply.com

Raptor Synthetic Underlayments

Jesse Lindstrom
1155 E 54th St.
Indianapolis, IN 46220
Manufacturer

Ph: (317) 202-8200
www.raptorunderlayment.com
Email: jlindstrom@raptorunderlayment.com

CRCA ASSOCIATE MEMBERS

RESISTO

Chad VanderWeide, Kory Brown
310 Quadral Dr.
Wadsworth, OH 44281
Manufacturer

Ph: (855) 227-7850
www.resisto.us
Email: cvanderweide@resisto.us

RHP Risk Management Inc.

Luke Nienhaus, Jacqueline Coreno, Brian Jolly, Jacob Persky
8745 W. Higgins Rd., Ste. 320
Chicago, IL 60631
Safety

Ph: (773) 867-6004
www.rhprisk.com
Email: lnienhaus@rhprisk.com

Richards Building Supply Company. — Corporate

Charisa Guzior, Ronald Guzior
12070 W. 159th St.
Homer Glen, IL 60491
Roofing Materials Distributor

Ph: (773) 586-7777
Fax: (773) 586-4359
www.richards-supply.com
Email: charisa.guzior@richards-supply.com

Richards Building Supply Company. — Calumet City

Joseph Linn, Obiel Campuzano
540 Burnham Ave.
Calumet City, IL 60409
Roofing Materials Distributor

Ph: (708) 891-2211
Fax: (708) 891-2267
www.richards-supply.com
Email: jlinn@richards-supply.com

Richards Building Supply Company. — Chicago/Belmont Ave.

Mike Jezioro, Ray Bauer
4550 W. Belmont Ave.
Chicago, IL 60641
Roofing Materials Distributor

Ph: (773) 499-7177
Fax: (773) 499-7178
www.richards-supply.com
Email: mjezioro@richards-supply.com

Richards Building Supply Company. — Joliet

John O'Malley, Michael Fazio
2411 McDonough St.
Joliet, IL 60436
Roofing Materials Distributor

Ph: (815) 725-2458
Fax: (815) 725-6530
www.richards-supply.com
Email: jomalley@richards-supply.com

RM Biltrite LLC

Bruce Anderson, Nate Robbins, Marsha Johnson
8525 Dunwoody Pl.
Sandy Springs, GA 30350
Manufacturer

Ph: (800) 877-8775
Fax: (888) 894-0204
www.rmbiltrite.com
Email: sales@rmbiltrite.com

Rockwool

Dave Kellum, John Finocchio
8024 Esquesing Line
Milton, ON L9T 6W3
Manufacturer

Ph: (289) 971-0894
Fax: (905) 699-3861
www.roxul.com
Email: david.kellam@rockwool.com

Roofmaster Products Company

Jeff Meinhart, Jeremy Martin
750 Monterey Pass Rd.
Monterey Park, CA 91754
Manufacturer, Roofing Equipment Distributor

Ph: (800) 421-6174
Fax: (800) 409-7663
www.roofmaster.com
Email: jeff@roofmaster.com

Runnion Equipment Company

Brad Runnion, Mike Prochot, Willie Messuck, Bill Boers, Mike Cantieri, Loewen Payne
6201 East Ave.
Hodgkins, IL 60525
Roofing Equipment Distributor, Boom Truck Sales, Service, Rentals

Ph: (708) 447-3169
Fax: (708) 447-3730
www.runnionequipment.com
Email: barunnion@runnionequipment.com

● Local #11 Contractor

CRCA ASSOCIATE MEMBERS

S.J. Mallein & Assoc.

Steve Mallein, Dave Good, Ryan Schultz
1919 S. Highland, Bldg. 10, Ste. 140D
Lombard, IL 60148
Manufacturers' Rep

Ph: (630) 570-0301
www.sjmallein.com
Email: steve@sjmallein.com

Safety Check, Inc.

Frank Marino, Janet Bali, Lisa Marino
13753 McKanna Rd.
Minooka, IL 60447
Safety

Ph: (815) 475-9991
Fax: (815) 475-9996
www.safetycheckinc.com
Email: fmarino@safetycheckinc.com

Safety Rail Company LLC

Patrick Deering, Craig Erickson
4244 Shoreline Dr.
Spring Park, MN 55384
Manufacturer

Ph: (888) 434-2720
Fax: (888) 471-4931
www.safetyrailcompany.com
Email: patrick.deering@safetyrailcompany.com

Schwab Group LLC

Steve Schwab, Brad Schwab, Brandon Schwab
2112 W. Galena Blvd., Ste. 8, PMB #453
Aurora, IL 60506
Manufacturers' Rep

Ph: (630) 326-9444
www.schwabgroup.net
Email: bschwab@schwabgroup.com

Sentry Building Innovations

Marsha Hollandworth, Adams Fuchs
1209 Orange St.
Wilmington, DE 19801
Manufacturer

Ph: (877) 254-0788
www.roofnado.com
Email: info@roofnado.com

Sexton Properties R.P. LLC

Todd Daniels, Mark Stearns
49 Sherwood Terrace, Ste. A
Lake Bluff, IL 60044
Shingle Recycler

Ph: (224) 212-1250
Fax: (224) 212-1260
www.sextonrecycling.com
Email: tdaniels@sextoncompanies.net

Sheet Metal Supply Ltd.

Beth Kweton, Phil Kweton, Phoebe McCorkindale, Ben Kweton
150 Pine St.
Grayslake, IL 60030
Manufacturer, Fabricator

Ph: (847) 478-8500
Fax: (847) 478-9500
www.sheetmetalsupplyltd.com
Email: info@sheetmetalsupplyltd.com

Sievert Industries, Inc.

Brad Lindsay
7130 Clinton Rd.
Loves Park, IL 61111
Manufacturer

Ph: (815) 639-1319
Fax: (815) 639-1320
www.sievertindustries.com
Email: brad.lindsay@rothenberger.com

Sika Sarnafil

John Bernardi, Pete Baker, Eric Ziemba, Kevin O'Reilly, Tyler Sweeney, Patrick Johnson
200 W. 22nd St., Ste. 216
Lombard, IL 60148
Manufacturer

Ph: (800) 532-5123 x7222
Fax: (630) 620-9646
www.sarnafilus.com
Email: bernardi.john@us.sika.com

Siplast

Steve Flores, David Bell
1000 Rochelle Blvd.
Irving, TX 75062
Manufacturer

Ph: (800) 922-8800
www.siplast.com
Email: communications@siplast.com

CRCA ASSOCIATE MEMBERS

Soprema, Inc.

Jeff Valentine, Bryan Beth, Alex Lobus
310 Quadral Dr.
Wadsworth, OH 44281
Manufacturer

Ph: (330) 334-0066
www.soprema.us
Email: jvalentine@soprema.us

Southwind RAS, LLC

Jenny Kinter
2250 Southwind Blvd.
Bartlett, IL 60103
Asphalt Shingle Recycler

Ph: (630) 233-5700 x119
Fax: (630) 524-9155
www.southwindras.com
Email: info@southwindras.com

Sutton Leasing

Lori Glen
650 Dundee Rd, Ste. 158
Northbrook, IL 60062
Fleet Leasing

Ph: (847) 559-8300
Fax: (847) 559-8300
www.suttonleasing.com
Email: lglen@suttonleasing.com

TAMKO Building Products Inc.

Ben Ezell, Mark Shaner
220 W. 4th St.
Joplin, MO 64801
Manufacturer

Ph: (800) 641-4691
Fax: (800) 841-1925
www.tamko.com
Email: info@tamko.com

Tarco

Amy Tripp, David McCumber, Steve Ratcliffe, Jeff Powell
One Information Way, Ste. 225
Little Rock, AR 72202
Manufacturer

Ph: (800) 365-4506
Fax: (501) 945-7718
www.tarcoroofing.com
Email: tarco@tarcoroofing.com

The Estimating Edge, LLC

Tami Zimmer
1301 N. Congress Ave., Ste. 400
Boynton Beach, FL 33426
Software

Ph: (561) 276-9100
Fax: (561) 276-9492
www.edgeestimating.com
Email: tzimmer@edgeestimating.com

The Provant Group

Thomas Ponsot
8600 Bryn Mawr Ave., Ste 970N
Chicago, IL 60631
Insurance

Ph: (312) 888-4520
Fax: (773) 840-0680
www.provantgroup.com
Email: tponsot@provantgroup.com

Tilcor Roofing Systems

Steven Zanko, David Mills
PO Box 5125
Galt, CA 95632
Manufacturer

Ph: (916) 838-1940
www.tilcorroofingusa.com
Email: info.us@tilcor.com

Tremco Inc.

Bob Moretti, Kevin Garmey, JC Momper, John McCafferty, John Momper
3735 Green Rd.
Beachwood, OH 44122
Manufacturer

Ph: (216) 292-5000
www.tremcoroofing.com
Email: rmoretti@tremcoinc.com

TRUFast

Dave Baker, Jon Meyer, Ian Morr, Jason Beals, Mandy White
02105 Williams County Rd., 12-C
Bryan, OH 43506
Manufacturer

Ph: (800) 443-9602
Fax: (419) 633-1048
www.trufast.com
Email: dbaker@trufast.com

● Local #11 Contractor

CRCA ASSOCIATE MEMBERS

Tuffwrap Installations, Inc.

Gino Alberico
2080 Detwiler Rd. Two Midway Business Plaza
Harleysville, PA 19438
Dust and Debris Containment

Ph: (215) 256-6953
www.tuffwrap.com
Email: galberico@tuffwrap.com

United States Gypsum

Steve Longawa
550 W. Adams St.
Chicago, IL 60661
Manufacturer

Ph: (312) 961-9935
Fax: (312) 214-6604
www.usg.com
Email: slongawa@usg.com

VB Synthetics

David Whitt, Jim O'Neill, Nehal Shah
800 W. 5th St, Ste 212
Naperville, IL 60502
Manufacturer

Ph: (312) 664-3810
Fax: (312) 664-3811
www.vbsynthetics.com
Email: nehal@vbsynthetics.com

Velux America

Tom Ktsanes, Jeff Higgins, Charles Otis, Russ Merson
3565 Butterfield Rd., Ste. 131
Aurora, IL 60502
Manufacturer

Ph: (864) 941-4770
www.veluxusa.com
Email: tom.ktsanes@velux.com

Versico

Emma Nealy
PO Box 1289
Carlisle, PA 17013
Manufacturer

Ph: (800) 992-7663
Fax: (717) 960-4036
www.versico.com
Email: emma.nealy@versico.com

Walter Payton Power Equipment LLC

Mike Noonan
930 W. 138th Street
Riverdale, IL 60827
Roofing Equipment Distributor

Ph: (708) 656-7700
Fax: (708) 841-6917
www.wppecrane.com
Email: mnoonan@wppecrane.com

WickRight, Inc./365 Construction Tents

Diane Knight, Robert Kelly
16365 W. Arlyd Rd.
Prairie View, IL 60069
Manufacturer

Ph: (312) 720-1467
www.WickRight.com
Email: info@wickright.com

WindSmart LLC

Craig Pearson, Dave Harvey, Andrew Six
3716 Ingersoll Ave., Ste. D
Des Moines, IA 50312
Manufacturer

Ph: (515) 314-1683
www.windsmartroofs.com
Email: info@windsmartroofs.com

WOLFE LAW GROUP

Evan R. Wolfe
400 N. Park Ave. #10-B
Breckenridge, CO 80424
Legal Services

Ph: (305) 989-6440
Fax: (954) 212-6460
www.wolfelawgroup.us
Email: evanwolfelaw@gmail.com

Worhouse, Inc.

Marcel Kmiec, John Moskal
2315 Landmeier Rd.
Elk Grove Village, IL 60007
Manufacturer, Roofing Materials Distributor

Ph: (847) 621-2470
www.worhouse.com
Email: worhouse@worhouse.com

CRCA ASSOCIATE MEMBERS

Roof Consultants/Architects

Building Technology Consultants, Inc.

Kami Farahmandpour, John Frank
1845 E. Rand Rd., Ste. L-100
Arlington Heights, IL 60004
Architects and Roof Consultants, Building Envelope, Low Slope,
Steep Slope, Waterproofing

Ph: (847) 454-8800
Fax: (847) 454-8801
www.btc.expert
Email: kamif@btc.expert

C.E. Crowley & Associates

Charles E. Crowley, Jr. , Alan Wojtkiewicz, Jim Saxon
333 E. IL Rte. 83, Ste 103
Mundelein, IL 60060
Architects and Roof Consultants

Ph: (847) 662-8132
Fax: (847) 557-1314
www.cecaroof.com
Email: ccrowley@cecaroof.com

Century Roof Consultants

George Criel
1645 Hicks Rd., Ste. P
Rolling Meadows, IL 60008
Architects and Roof Consultants, Building Envelope, Low Slope,
Residential, Steep Slope, Waterproofing, Vegetative

Ph: (847) 202-8500
Fax: (847) 202-8503
www.crcroofconsultants.com
Email: crcroof1@gmail.com

Flood Testing Labs, Inc.

Ray Makiejus, RRC, RRO
1945 E. 87th St.
Chicago, IL 60617
Architects and Roof Consultants, Building Envelope, Low Slope,
Waterproofing, Vegetative

Ph: (773) 721-2200
Fax: (773) 721-2206
www.floodlabs.com
Email: rmakiejus@floodlabs.com

Hutchinson Design Group

Tom Hutchinson, FRCI, AIA, RRC, RRP, Doreen Endler, Stephen Kolton
232 E Main St., #2
Barrington, IL 60010
Architects and Roof Consultants, Building Envelope, Low Slope,
Steep Slope, Waterproofing, Vegetative

Ph: (312) 343-9595
Fax: (847) 756-4451
www.hutchinsondesigngroup.com
Email: hutch@hutchinsondesigngroup.com

Illinois Roof Consulting Associates Inc.

James Gruebnaue, RRC
4302 Crystal Lake Rd., Ste. G
McHenry, IL 60050
Architects and Roof Consultants, Low Slope, Residential,
Steep Slope, Waterproofing, Vegetative

Ph: (815) 385-6560
Fax: (815) 385-3581
www.irca.com
Email: jim@irca.com

INSPEC, Inc.

Tony Loden, Colleen Stuber-Zukanovic, Patrick Grosse, Ed Sotor
8618 W. Catalpa, Ste. 1109-1110
Chicago, IL 60656
Architects and Roof Consultants, Building Envelope, Low Slope,
Steep Slope, Waterproofing, Vegetative

Ph: (847) 652-6617
www.inspec.com
Email: chicagoinfo@inspec.com

Interstate Roof Systems Consultants, Inc.

Thomas Varga, Dave Velcheck
707 Davis Rd., Ste. A206
Elgin, IL 60123
Architects and Roof Consultants, Low Slope, Steep Slope, Vegetative

Ph: (847) 695-1460
www.irscinc.com
Email: tvarga@irscinc.com

CRCA ASSOCIATE MEMBERS

K2N Crest

Thomas "Tank" O'Brien, RRC, RRD, CDT, Nancy Carroll, James Fox
1010 Jorie Blvd., Ste. 320
Oak Brook, IL 60523
Architects and Roof Consultants, Building Envelope, Low Slope,
Steep Slope, Waterproofing, Vegetative

Ph: (630) 990-9595
Fax: (630) 990-9598
www.k2n.com
Email: tomobrien@k2n.com

Kellermeyer Godfryt Hart, P.C.

Jeffrey Marzuki, Michael Bonick
9701 W. Higgins Rd., Ste. 820
Rosemont, IL 60018
Architects and Roof Consultants, Building Envelope

Ph: (847) 318-0033
Fax: (847) 692-0037
www.kghpc.com
Email: jmarzuki@kghpc.com

Klein and Hoffman, Inc.

Allysia Youngquist, AIA, Jason Wilen, RRO, AIA
150 S. Wacker Dr., Ste. 1900
Chicago, IL 60606
Architects and Roof Consultants, Building Envelope, Low Slope,
Steep Slope, Waterproofing, Vegetative

Ph: (312) 251-1979
Fax: (888) 667-8922
www.kleinandhoffman.com
Email: ayoungquist@kleinandhoffman.com

Legat Architects

Mark Siwik
2015 Spring Rd., #175
Oak Brook, IL 60523
Architects and Roof Consultants, Building Envelope, Low Slope,
Steep Slope, Waterproofing, Vegetative

Ph: (630) 645-1906
Fax: (630) 990-3541
www.legat.com
Email: msiwik@legat.com

Mac Brady Associates, Inc.

Melissa Lieb, RRO, CCCA, CDT, Brian Barrows, RRC, CCS, Michael Tully, RRO, John Lieb, RRO
4415 W. Harrison St., #502
Hillside, IL 60162
Architects and Roof Consultants

Ph: (312) 550-1343
www.macbrady.com
Email: mlieb@macbrady.com

MTech Roofing Solutions LLC

Douglas E. Mahar, RRO, ASNT LV1 IR
P.O. Box 450
Wheaton, IL 60187
Architects and Roof Consultants, Building Envelope

Ph: (630) 777-8024
Email: dmahar@mtechroofingsolutions.com

Raths, Raths and Johnson, Inc.

Carole Ceja, Kurt Hoigard, Ken Lies, Kate Brannelly
500 Joliet Rd., Ste. 200
Willowbrook, IL 60527
Architects and Roof Consultants

Ph: (630) 325-6160
Fax: (630) 325-2866
www.rrj.com
Email: cmceja@rrj.com

SRI Consultants Inc.

Matt DuPuis
3207 Laura Ln.
Middleton, WI 53562
Architects and Roof Consultants, Building Envelope, Low Slope,
Steep Slope, Waterproofing, Vegetative

Ph: (608) 831-5333
Fax: (608) 831-6295
www.sri-engineering.com
Email: info@sri-engineering.com

STR Building Resources LLC

Chris Shields, Mike Leonard, Ed Sotor
2015 S. Arlington Hts. Rd., Ste. #108
Arlington Heights, IL 60005
Architects and Roof Consultants

Ph: (847) 652-6115
Fax: (847) 952-0822
www.str-seg.com.com
Email: cshields@str-seg.com

● Local #11 Contractor

CRCA ASSOCIATE MEMBERS

YA Engineering Services

Vince Fratinardo PE SE RRC, Lisa M. Cretton
528 Pennsylvania Ave., #626
Glen Ellyn, IL 60138
Architects and Roof Consultants, Building Envelope, Low Slope,
Residential, Steep Slope, Waterproofing, Vegetative

Ph: (312) 919-8279
www.yaeservices.com
Email: vince.fratinardo@yaeservices.com

Roof Top Vacuuming

● **Dietz Vacuum Service, Inc.**

Art Dietz
15200 W. 147th St.
Homer Glen, IL 60491

Ph: (708) 301-9127
Fax: (708) 301-9128
Email: dietzvacuum@gmail.com

● **Ready Vac, Inc.**

George Riddiford
2333 Hamilton Rd.
Arlington Heights, IL 60005

Ph: (847) 437-5771
Fax: (847) 437-5961
www.riddiford.com
Email: info@riddiford.com

RK Hydro-Vac, Inc.

Kerry Murphy, Jeff Keller, Tricia Alsip, Shawn Baker, Jason Lowder
322 Wyndham
Piqua, OH 45356

Ph: (800) 754-9376
Fax: (937) 773-8676
www.rkhydrovac.com
Email: estimating@rkhydrovac.com

● **Vac-It-All Services, Inc.**

Noel Prudent, Bob Pauli
4533 Green Park Rd.
St. Louis, MO 63123

Ph: (314) 487-5600
Fax: (314) 487-1200
www.vac-it-all.com
Email: sales@vac-it-all.com

Velocity Roof Vac Service Inc.

Phil Albergo
1308 Meyers Rd.
Lombard, IL 60148

Ph: (630) 936-2421
Fax: (630) 916-7110
www.velocityroofvac.com
Email: phil@velocityroofvac.com

Honorary Contractor Member

Dryspace Inc.

Dennis Runyan
707 66th Ave. SW
Cedar Rapids, IA 52404

Ph: (319) 365-2720
Email: info@dryspace.com

● Local #11 Contractor

STATE OF ILLINOIS ROOFING LICENSING

Since its inception, CRCA has worked continually with Illinois Legislators to create laws that protect consumers, workers and the firms that employ these to install roofing and waterproofing as well as the supplier of the materials and services needed.

In 1985, CRCA's leaders worked to draft, lobby and help pass the legislation now known as the Illinois Roofing Industry Licensing Act. This important statute created the license definitions and structure for roofing and waterproofing work in Illinois with the goal of protecting consumers from unscrupulous contractors as well as to provide structure to municipal and state officials for enforcement and punishment.

Below, please find some frequently asked questions regarding the Illinois Roofing Industry Licensing Act. For more information, please visit: www.idfpr.com and follow the links to Division of Professional Regulation.

When is an Illinois Roofing License required?

Illinois law requires all roofing and waterproofing work to be performed by state licensed roofing contractors. An exception is if a property owner is performing roofing on their own personal property. If an employee-employer relationship exists, the employee is able to perform roofing on the employer's residential property and only roof repair to the employer's commercial or industrial property. Roof replacement and Recover, including torching requires a state licensed roofing contractor. Illinois law requires that a building permit applicant is required to list the actual entity that will be performing the work on the roofing portion of the project. Falsifying this information could be considered identity theft, punishable as a Class 4 felony.

What are the two types of roofing licenses?

- "Limited" Roofing license are for those contractors whose roofing business is limited to residential roofing, consisting of 8 units or less.
- "Unlimited" Roofing License means a license made available to contractors whose roofing business is unlimited in nature and includes roofing on residential, commercial, institutional and industrial properties.

What are the responsibilities of code enforcement officials as they relate to roofing contractors?

Illinois law requires any official authorized to issue building permits to ascertain that the applicant contractor is duly licensed, by the state of Illinois before issuing the permit.

How do I verify a license number?

Verification can be done through the Illinois Division of Professional Regulation <http://www.idfpr.com/DPR> or call (217) 785-0800

What information must the contractor provide when applying for a building permit?

In addition to any local requirements, an Illinois roofing contractor's license number and licensee's name, as it appears on the license, should be on both the building permit application and building permit. An applicant's government issued photo ID (i.e. driver's license, state ID, etc.) is also required.

What information is required on all roofing and waterproofing contracts, bids and advertisements?

- Land based phone number and street address other than a PO Box are required on all contracts.
- All bids, contracts, and advertisements (including commercial vehicles used for the roofing contractor's business) must include the Illinois roofing contractor's license number and licensee's name, as it appears on the license.

STATE OF ILLINOIS ROOFING LICENSING

Are Subcontractors allowed?

Roofing work can only be subcontracted to an Illinois Licensed Roofing Contractor, whose license information must appear on the roofing portion of the building permit application.

Can a Licensed Roofing Contractor, who will not be performing work on the project, allow his/her license to be used by unlicensed roofing contractor?

No, this would be a violation of the Illinois Industry Licensing Act and the licensed contractor could be subject to fines up to \$10,000 and revocation of their license.

Can an out of state roofing contractor perform work in Illinois?

Yes, but only if an out of state contractor first obtains an Illinois roofing license.

What is the consequence of fraudulently obtaining a building permit?

If a building permit applicant knowingly, in the course of applying for a building permit, provides the roofing license number of a roofing contractor whom he or she does not intend to have perform the work on the roofing portion of the project, he/she is committing identity theft under the Illinois Criminal Code and could be punishable as a Class 4 Felony.

What if roofing contractor is changed mid-project?

The building permit applicant should promptly notify the local building department of the roofing contractor for the project changes.

Can a roofing contractor advertise or promise to pay/rebate any portion of an insurance deductible as an inducement to homeowners?

No, effective 1/1/2012, the Home Repair and Remodeling Act (IL HB 3034) prohibits a contractor from representing or offering to represent on behalf of the homeowner on any insurance claim in connection with the performance of such roofing work or interior home repair.

How are Roofing Contractors classified in terms of Insurance (Unemployment, Public Liability and Property Damage)?

No work involving the construction, reconstruction, alternation, maintenance or repair of any kind of roofing or waterproofing may be done except by an Illinois Licensed Contractor. To obtain such a license, the contractor must submit satisfactory evidence that public liability and property damage insurance in the required amounts, and that he/she has obtained Workers' Compensation insurance for roofing covering his/her employees or is approved as a self-insurer of Workers' Compensation in accordance with Illinois law. The municipal permit application should require the Unemployment Insurance (IU) of the contractor and a respective Certificate of Insurance referencing the 5551 Roofing Specific Insurance Classification.

How to determine if licensed or to report a complaint on a roofing contractor?

Visit www.idfpr.com and follow the license lookup link. Cases of identity theft should be reported to local law enforcement. All other complaints should be filed on the Department of Professional Regulation website <http://www.idfpr.com/DPR>. Please contact the CRCA office for more information at info@CRCA.org or 708-449-3340.

CRCA BYLAWS

RESTATED BYLAWS CHICAGO ROOFING CONTRACTORS ASSOCIATION

ARTICLE I: NAME AND OFFICES

Section 1. Name. The name of the association is the CHICAGO ROOFING CONTRACTORS ASSOCIATION, incorporated under the General Not for Profit Corporation Act of the State of Illinois (hereafter the "Association").

Section 2. Offices. The Association shall maintain a registered office in the State of Illinois and a registered agent at such office. The Association may have other offices within or without the State, as the Board of Directors shall determine.

ARTICLE II: PURPOSES AND OBJECTIVES

Section 1. Purposes and Objectives. The purposes and objectives of the Association are:

- a. To support, protect, and advance the Association goals and objectives for the benefit of the industry and its members, including but not limited to the support of legislation that is designed to benefit the members of the industry and the public as a whole, as well as the opposition of legislation that is deemed harmful to the members of the industry and the public as a whole;
- b. To sponsor programs directed towards the furtherance of the interests of the industry and its members;
- c. To perform such functions as shall promote and provide for the welfare of the industry and the public, and engage in all lawful activities appropriate for an industry trade association, including improving communication; conducting research and education activities; representing the industry in its contacts and relations with the government, building code officials and fire marshals, architects, specifiers, engineers, other organizations, and the general public; analyzing and discussing conditions and opportunities affecting or which may affect the roofing contractors industry; and promoting roofing contractors;
- d. To maintain a working relationship with related labor unions affecting the Association members, in particular, Local No. 11 of the International Union of Roofers, Waterproofers and Allied Workers (hereafter "Local No. 11"), or as may be determined by the Board of Directors from time to time; and
- e. To do any and all lawful acts and to perform and furnish any and all lawful services which may be deemed to be useful and desirable in order to carry out any of the above purposes and objectives or to conduct any of the above activities.

ARTICLE III: MEMBERS

Section 1. Classes and Qualifications for Membership. The Association shall have four (4) classes of members, as follows:

- a. **Contractor Members.** Any business entity, including an individual proprietor, partnership, company, or corporation (including a subsidiary corporation), which (i) has a regularly established place of business, (ii) has financial and legal responsibility sufficient to carry on the business, and (iii) is engaged in the installation of low slope and steep slope roofing, waterproofing, damp and weatherproofing and air barriers (collectively referred to as "Roofing") as its primary business, and is duly licensed by the State of Illinois as a Roofing Contractor as required by the type of services provided.

This entity must submit evidence that shows it is so qualified, is located in the State of Illinois, City of Chicago or Chicagoland vicinity as determined by the Board of Directors, and has been operating as an Illinois Licensed Roofing Contractor business during application for membership in the Association in the appropriate category. Contractor members may have branch locations.

CRCA BYLAWS

- b. **Associate Members.** Any business entity, including an individual proprietor, partnership, company, or corporation (including a subsidiary corporation), which (i) has a regularly established place of business; (ii) has financial and legal responsibility sufficient to carry on the business; and (iii) is a manufacturer; consultant, representative, seller, or provider of services to Roofing Contractors; provider of allied products or accessories to the Roofing industry; or supplier of materials or significant components used in the Roofing industry, as its primary business. Associate members may have branch locations, but shall not be engaged in installation services or be Roofing Contractors. Associate members may participate in the Association and other such activities as prescribed by the Board of Directors. Associate members shall not be eligible to hold an elective office in the Association, shall not be counted for a quorum and shall not be entitled to vote for any purpose, except to elect no more than three Associates to serve as a director on the Board of Directors.
- c. **Honorary Members.** Honorary membership may be conferred upon an individual by the Board of Directors, acting by majority vote of all the members of the Board. Honorary members shall not be entitled to voting privileges, shall not hold office and shall not serve on the Board of Directors.
- d. **Friends of CRCA.** CRCA membership may be conveyed upon contractor companies located outside of the CRCA Service Area, who attend CRCA events, participate in committees, and support the association through special assignments at CRCA. There will be no membership fee charged and will not be recognized in the CRCA membership directory or website listing and do not need to be duly licensed by the State of Illinois as a Roofing Contractor. Friends of CRCA members shall not be entitled to voting privileges, shall not hold office and shall not serve on the Board of Directors.

Section 2. Application Procedure and Admission of Members. An applicant for membership shall complete and sign the application form provided by the Association and submit it to Association Management, who shall forward it to the Membership Committee Chair for his/her recommendation to the Board of Directors. The application and the Membership Committee Chair's recommendation shall then be submitted to the Board of Directors for consideration at its next regular or special meeting, or by mail ballot or electronic ballot.

The affirmative vote of a majority of the directors shall be required to approve the application at a meeting. The unanimous vote of the directors shall be required to approve the application by mail ballot or electronic ballot. The applicant shall become a Contractor or an Associate member (as appropriate) of the Association, upon approval and receipt of the initial dues payment.

Section 3. Voting Rights. Each Contractor member shall be represented in the Association by one Voting Representative and shall be entitled to one vote on each matter submitted to a vote of the general Association membership.

Associate members shall have no voting rights on matters submitted to a vote of the general Association membership with the exception of the election of the one Associate member to the Board of Directors. This elected Associate Board of Directors member shall have voting rights on matters submitted to the Board of Directors.

All subsidiaries and branches of one company, under common ownership or economic control, shall have only one vote among them for all matters submitted for vote.

Section 4. Voluntary Resignation. Any member may resign from membership in the Association by filing a written resignation with Association Management, giving sixty (60) days notice of such intention to resign. Such resignation shall not entitle the member to a refund of prepaid dues or relieve the member of its unpaid financial obligations. Proof of delivery of the notice of resignation shall comply with Article XII, Section 7. A resigned member shall immediately cease and desist from using or making reference to the Chicago Roofing Contractors Association in website, literature, advertising, guarantees, social media, etc.

- a. No such resignation from any Contractor member who has delegated its bargaining rights to the Association shall become effective, within the three (3) months prior to the termination date of any existing labor contract to which the Association is a party (as bargaining agent) or during negotiations for such a contract. In the event of such resignation, such members shall not thereafter have any right or interest in or to any records, assets, or other property of the Association.

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- b. A timely resignation, effective within the limitations provided above, shall not serve to change the former members' rights and obligations as an Employer under any existing labor contract negotiated by the Association for such former member (as its bargaining agent) for the remainder of the term of that labor contract. A release with specificity, if any, from such rights and obligations under such labor contract, shall be accomplished only by written agreement of the Association and written agreement of the labor union concerned, pursuant to a written request (for such a release) from the former member, addressed to both the Association and the labor union.

Section 5. *Suspension for Failure to Pay Financial Obligations.* Any member, who shall be in default for two (2) months or more in the payment of Association dues or financial obligations from the due date, shall be suspended from membership unless the Board of Directors, by a majority vote of all the members of the Board, directs other action. The membership of any member suspended for failure to pay its financial obligations shall terminate at the conclusion of a period of sixty (60) calendar days after its suspension, unless such period is extended by the Board of Directors. In which case, the membership shall, without further action, terminate at the end of the extended period if the financial obligations have not been paid.

Section 6. *Termination of Membership.* The Board of Directors, by affirmative vote of two-thirds (2/3) of all of the members of the Board, may expel a member for cause after an appropriate hearing, conducted in accordance with due process procedures adopted and approved by the Board of Directors and Legal Counsel. Termination of membership, for whatever reason, shall not relieve the member of its obligations for dues or other financial obligations accrued and unpaid. Upon such termination, the terminated member shall not thereafter have any right or interest in or to any records, assets, privileges, or other property of the Association, and shall cease and desist from using or making reference to the Chicago Roofing Contractors Association in any website, literature, advertising, guarantees, social media, etc.

- a. Such expulsion from the Association shall not relieve the expelled member from obligations as an Employer, nor cause the expelled member to lose rights as an Employer under any currently effective collective bargaining agreement (for the remainder of the term of such agreement) for which the Association was the bargaining agent when the agreement was being negotiated or when it was executed. A release with specificity, if any, from such rights and obligations shall be accomplished only by written agreement of the Association and written agreement of the labor union, pursuant to a written request (for such release) from the expelled member addressed to both the Association and labor union.

Section 7. *Reinstatement.* Upon written request, signed by a former member and filed with Association Management, the Board of Directors may, by the affirmative vote of two-thirds (2/3) of the members of the Board, reinstate such former member to membership upon such terms as the Board of Directors may deem appropriate. These terms may include payment of previously delinquent dues and other financial obligations.

Section 8. *Transfer of Membership.* Membership in the Association is not transferable or assignable.

Section 9. *Additional Classes of Membership.* Additional classifications of non-voting members may be created by the Board of Directors, from time to time, to accommodate special needs, contractors not located in Chicago or the Chicagoland vicinity, and/or changes within the Roofing industry.

ARTICLE IV: MEETING OF MEMBERS

Section 1. *Annual Meeting.* An annual meeting of the Association shall be held as directed by the Board of Directors for the purpose of electing officers and directors and for the transaction of such other business as may come before the meeting. The Board of Directors may designate the place for any annual meeting. If no designation is made, the place shall be the registered office of the Association in the State of Illinois.

Section 2. *Regular Meetings.* Regular meetings of the Association shall be held at such time and place as designated by the Board of Directors.

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Section 3. *Special Meetings.* Special meetings of the Contractor members of the Association may be called by the President, the Board of Directors, the Executive Committee, or upon written request of ten (10) Contractor members having voting rights and filed with the President and Association Management, for the purpose(s) stated in the notice and call of the meeting. The person(s) calling such a meeting shall fix the place and time of the special meeting.

Section 4. *Notice of Meetings.* The Association Management shall deliver written notice stating the place, date and hour of any meeting of members to each member not less than ten (10) calendar days before the date of each Annual or regular meeting, and five (5) calendar days before each special meeting. In the case of a special meeting, the purpose(s) for which the meeting is called shall be stated in the notice. When a meeting is adjourned to another time or place, notice of the adjourned meeting need not be given if the time and place of the rescheduled meeting are announced at the meeting at which the adjournment is taken.

Section 5. *Attendance at Meetings.* Notwithstanding the fact that a Contractor member shall be entitled to only one vote from its Voting Representative on each matter submitted to a vote of the general Association membership, any number or persons regularly employed for a Contractor member may attend at the invitation of the member at any meeting of members, unless otherwise required by these Bylaws.

Section 6. *Quorum.* Twenty-five percent (25%) of the designated Voting Representatives in attendance at the meeting, represented in person or by proxy, shall constitute a quorum at any Association meeting. If a quorum is not present, a majority of the voting members present may adjourn the meeting to another time without further notice. Withdrawal of members from any meeting shall not cause failure of a duly constituted quorum at that meeting.

Section 7. *Manner of Action.* If a quorum is present, the affirmative vote of a majority of the members present and voting shall be the act of the members, unless the vote of a greater number is required by law or these Bylaws.

Section 8. *Proxies.* At any meeting of the general Association membership, a member entitled to vote may vote either in person or by proxy executed in writing by the Association member or by his/her duly authorized Voting Representative. A proxy shall be valid only with respect to the specific meeting for which it is given.

Section 9. *Voting by Mail or Other Means.* Any vote, including the election of directors and officers, may be conducted by mail, facsimile or other electronic means in such manner as the Board of Directors shall determine, consistent with these Bylaws, or as may otherwise be allowed by law.

Section 10. *Informal Action by Members.* Any action required to be taken at a meeting of the Association, or any other action which may be taken without a meeting of the Association, may be taken without a meeting by mail, email, or other electronic means, provided such action receives approval of a majority of the members, or such larger number required by the Bylaws, provided that the number of members casting votes would constitute a quorum if such action had been taken at a meeting of the members.

ARTICLE V: BOARD OF DIRECTORS

Section 1. *General Powers.* The Board of Directors shall manage the affairs of the Association and shall have general strategic planning and policy-making authority with respect to the interests of the Association as a whole.

Section 2. *Number and Qualifications.* The number of Contractor directors shall be no less than nine (9) and no more than fourteen (14). Additionally, there shall be at least one (1) and no more than three Associate Directors. Each director must be a full-time employee of a member firm. No two (2) individuals representing one Contractor or Associate member firm are to serve as a director or officer during the same year or at the same time.

Section 3. *Election and Tenure.* Members of the Board of Directors shall be elected at the Annual Meeting of the Association members. All Directors (Contractor and Associate) shall serve three (3) year terms of office to succeed directors whose terms then expire, or until election of their successors. No director shall be eligible to serve consecutive three (3) year terms without the interruption of at least one year, with the exception of a director who is an officer. This provision shall not prevent any Contractor member from serving on the Board of Directors as an officer. All directors elected at the Annual Meeting shall take office on January 1st, following the Annual Meeting.

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Section 4. Annual and Regular Meetings. The annual meeting of the Board of Directors shall be held, without other notice than these Bylaws, in conjunction with the Annual Meeting of the members. The Board of Directors may also meet at such other times as may be determined by the Board. Notice of such regular meetings shall not be required if the time and place of such meetings are fixed by the Board.

Section 5. Special Meetings. Special meetings of the Board of Directors and Executive Committee may be called by the President or at the written request of any two (2) directors. The person(s) calling a special meeting of the Board shall fix the time and place of any such meeting and shall state in the notice the purpose(s) for which the meeting is called.

Section 6. Quorum. A majority of the Board of Directors, then in office, shall constitute a quorum for the transaction of business at any meeting of the Board. If less than a quorum is present at the meeting, a majority of the directors present may adjourn the meeting to another time without further notice. Withdrawal of directors from any meeting shall not cause failure of a duly constituted quorum at that meeting.

Section 7. Manner of Action. If a quorum is present, the affirmative vote of two-thirds (2/3) of the directors present shall be the act of the Board of Directors, except where otherwise provided by law or by these Bylaws. All directors are entitled to cast one vote, including the Immediate Past President and the director elected by the Associate members.

Section 8. Proxies. No director may act by proxy on any matter.

Section 9. Attendance Alternatives. Members of the Board of Directors may participate in any meeting of the Board through use of a conference telephone or similar interactive technology by means of which all persons participating in the meeting can communicate with each other or through any technology or equipment allowable under law. Such participation in the meeting shall constitute attendance in person at the meeting.

Section 10. Voting by Mail or Other Means. Any vote may be conducted by mail, facsimile or other electronic means in such manner as the Board of Directors, in its discretion, shall determine, consistent with these Bylaws, or as may otherwise be allowed by law.

Section 11. Informal Action. Directors may take any action that they could take at any meeting of the directors without a meeting by mail, email or other electronic means if a fax, email or other written record of approval of the action so taken is submitted by all the directors entitled to vote on the subject. Such consent shall have the same force and effect as a unanimous vote.

Section 12. Vacancies. Any vacancy occurring in the Board of Directors shall be filled by appointment of the President. A director appointed to fill a vacancy shall be appointed for the unexpired term of his/her predecessor, and shall take office immediately upon said appointment.

Section 13. Removal. A director may be removed with or without cause, by the affirmative vote of two-thirds (2/3) of the board members entitled to vote on removal of directors, at a meeting at which a quorum is present, provided written notice of the meeting is delivered to all such members at least twenty (20) calendar days before the meeting stating that a purpose of the meeting is to vote on removal of the named director(s).

Section 14. Compensation. Directors shall not receive any compensation for their services as directors.

ARTICLE VI: OFFICERS

Section 1. Officers. The elective officers of the Association shall be a President, a 1st Vice-President, a 2nd Vice-President, a Secretary, a Treasurer, and the Immediate Past President, all of whom serve by virtue of their office as voting members of the Board of Directors. Officers whose authority and duties are not prescribed in these Bylaws shall have the authority and perform the duties assigned, from time to time, by the Board of Directors.

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Section 2. Election and Term of Office. The officers of the Association shall be elected by the Contractor members at the Annual Meeting of the Association. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently possible. Each officer shall hold office until his/her successor shall have been duly elected. All officers shall take office on January 1st following the Annual Meeting.

Section 3. Vacancies. The President may fill any vacancy in any office for the unexpired portion of the term. An officer appointed to fill a vacancy shall be appointed for the unexpired term of his/her predecessor, and shall take office immediately upon such appointment.

Section 4. Removal. An officer may be removed with or without cause, by the affirmative vote of two-thirds (2/3) of the members of the Board of Directors entitled to vote on removal of officers, at a meeting at which a quorum is present, provided written notice of the meeting is delivered to all such members at least twenty (20) calendar days before the meeting stating that a purpose of the meeting is to vote on removal of the named officer(s).

Section 5. President. The President shall be the principal executive officer of the Association and shall preside at all meetings of the members and of the Board of Directors. Subject to the direction and control of the Board of Directors, the President shall perform all duties incident to the office of President and such other duties as may be assigned by the Board of Directors from time to time. The President shall be party to a labor contract negotiated by the Association and shall be represented by the Labor Negotiating Committee.

Section 6. Vice Presidents. In the absence of the President, or in the event of his/her inability or refusal to act, then the 1st Vice President shall perform the duties of the President until the President can resume the duties of his/her office. In the event that the President or 1st Vice President cannot perform their duties, then the 2nd Vice President shall perform the duties of the President until the President or the 1st Vice President can resume their duties of office. The terms of the Vice President shall run concurrently with the other officers and they shall serve without seniority and without automatic succession to the office of President. The Vice Presidents shall have such other duties as assigned by the President or the Board of Directors from time to time. The 1st Vice President shall be party to a labor contract negotiated by the Association and shall be represented by the Labor Negotiating Committee.

Section 7. Secretary. The Secretary shall cause to be made minutes of meetings and a general report of the Association during the preceding year. He/She shall perform such other duties as assigned by the President or by the Board of Directors from time to time.

Section 8. Treasurer. The Treasurer shall review the activities of Association Management pertaining to the finances of the Association and shall cause to be made regular reports to the Board of Directors on the financial conditions of the Association and the adequacy of the accounting records of the Association. The Treasurer shall have such other duties as assigned by the President or the Board of Directors from time to time.

Section 9. Immediate Past President. The Immediate Past President shall be ex-officio and be a full voting member of the Board of Directors, and shall remain the Immediate Past President as long as his/her immediate successor in such office shall continue to be President of the Association. During such time, he/she shall also be a member of the Executive Committee. The Immediate Past President shall perform all other duties as may be assigned by the President or Board of Directors from time to time.

ARTICLE VII: COMMITTEES

Section 1. Executive Committee. The Executive Committee of the Board of Directors shall consist of the current officers of the Association and the Immediate Past President. During any period between meetings of the Board, the Executive Committee shall be authorized to take any action which the Board itself might take in the management of the Association, except as specifically limited by law or by the Board of Directors. The Executive Committee shall report actions taken and/or make recommendations to the Board by communication or at the next scheduled meeting of the Board of Directors. Meetings of the Executive Committee may be held upon such notice and call as determined by the President or the Board of Directors. The President shall be the Chair of the Executive Committee.

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Section 2. *Other Committees.* The President may appoint one or more committees to accomplish the Association's goals and objectives, each of which shall consist of one (1) or more directors. The President shall designate a least one Chair of each Committee who shall be a director. All such Committees shall make periodic reports to the Board of Directors. The activities of these Committees shall be subject to limitations as may be prescribed by the President or the Board of Directors.

Section 3. *Committee Terms.* Each member of a committee shall continue until his/her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or ceases to qualify as a member.

Section 4. *Trustees.* Trustees to any fund of Contractor members, party to an effective collective bargaining agreement, are appointed by the President as established by the terms of the Trust. The terms of the Trust additionally mandate procedures such as Trustee's terms of office, vacancies, removal and other operational procedures. Each Trustee shall continue in office until his/her successor is appointed, or such Trustee ceases to qualify as a member, or a Trust is dissolved.

ARTICLE VIII: DUES, FEES AND ASSESSMENTS

Dues, fees and assessments shall be determined from time to time by the Board of Directors.

ARTICLE IX: ASSOCIATION MANAGEMENT FIRM

Section 1. *Association Management.* The services of an Association Management Firm may be engaged by the Board of Directors and shall have approval by a majority of the Board of Directors. The Association Management Firm shall be paid such compensation as may be determined by the Management Committee.

Section 2. *Duties.* The Association Management Firm shall be an independent company and shall perform such duties as may be required by the Board of Directors. The Association Management Firm shall be responsible to and under the direct control of the President, except as the Board of Directors may otherwise specifically provide. It shall be the principal administrative officer of the Association and shall be custodians of the books, records, papers, seal and other articles of the Association as described in the Association Management agreement.

ARTICLE X: THE LABOR RELATIONS GROUP AND THE LABOR NEGOTIATING COMMITTEE

Section 1. *Members.* Contractor members of the Association, who are a party to the labor contract negotiated by the Association with Local No. 11 or any other union or associated unions, shall become members of the Labor Relations Group and delegate their bargaining rights to the Labor Negotiating Committee. New members of the Association become members of the Labor Relations Group by executing an agreement to be bound to the current agreement with Local No. 11 or any other union. The President shall appoint certain members of the Labor Relations Group to comprise the Labor Negotiating Committee.

Section 2. *Responsibilities.* The Labor Negotiating Committee shall be responsible for negotiating and administering the collective bargaining agreement for the Association with Local No. 11 or another appropriate bargaining unit as may be determined. Only Labor Negotiating Committee members may take part in the negotiation and administration of the collective bargaining agreement with Local No. 11 or any other union or association of unions. The Labor Negotiating Committee is the sole and exclusive bargaining representative of all members of the Labor Relations Group who have delegated their bargaining rights to the Association. No member of the Labor Relations Group, who has delegated bargaining rights to the Association, may enter into any separate negotiations, discussions or separate agreement (oral or written) with any labor union or association of labor unions which in any way conflicts with, amends or deviates from any collective bargaining agreement entered into by or on behalf of the Association with any union or association of unions. Members of the Labor Relations Group, who have delegated their bargaining rights to the Association, agree to support the Labor Negotiating Committee in its negotiations with any union and shall not enter into any separate negotiations or discussion or reach or attempt to reach any understandings, formal or informal, or execute any agreement with a union that the Labor Negotiating Committee is responsible for negotiating, without the express approval of the Labor Negotiating Committee.

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Section 3. Resignation, Revocation, Termination. Members of the Labor Relations Group, whose bargaining rights have been delegated to the Labor Negotiation Committee, may not resign their membership from the Labor Relations Group or the Association or revoke or terminate any bargaining rights delegated to the Labor Negotiating Committee except during the period between one hundred eighty days (180) days and ninety (90) days before the expirations of any existing collective bargaining agreement which the Labor Negotiating Committee has acted as the bargaining representative for members of the Labor Relations Group or until the negotiations for a successor agreement have been concluded and a new agreement reached. For notice of revocation or termination of bargaining rights to be timely, such notice must be sent to the Association, by certified mail, return receipt requested, during the appropriate period set forth in this Article III, Section 4.

ARTICLE XI: LIABILITY, INDEMNIFICATION AND INSURANCE

Section 1. Limitation of Liability. No director, officer, employee, or agent of the Association acting in his/her official capacity shall be liable for damages resulting from the exercise of judgment or discretion in connection with the duties or responsibilities of such director, officer, employee or agent except to the extent dictated by law.

Section 2. Indemnification. The Association shall indemnify and hold harmless any person or entity to the full extent required by law, who is or was serving in his/her official capacity at the request of the Association as a director, officer, employee, or agent, and may otherwise indemnify any person or entity to the extent permitted by law.

Section 3. Insurance. The Association shall be required to purchase and maintain insurance for such indemnification of the directors, officers, employees, or agents against any liability asserted against the person and incurred in any such capacity, or arising out of the person's status as such, regardless of whether the Association would have the power to indemnify against such liability.

ARTICLE XII: GENERAL PROVISIONS

Section 1. Contracts. The Board of Directors may authorize any officer(s) or agent(s) of the Association in addition to the officer(s) or agent(s) so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association and such authority may be general or confined to specific instances.

Section 2. Deposits, Checks, Drafts, Etc. All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select and/or approve. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association shall be signed by such officer(s) or agent(s) of the Association and in such manner as shall, from time to time, be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, the Association Management Executive Director shall sign such instruments.

Section 3. Fiscal Year. The fiscal year of the Association shall be conducted on a calendar year from January 1st through December 31st.

Section 4. Books and Records. The Association shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and Committees, and shall keep a record giving the names and addresses, both post office and electronic, of all members at the Association headquarters. Any voting member shall have the right to examine, in person or by agent, at any reasonable time or times, the Association's books and records of account and minutes, and to make extracts therefrom, but only for a proper purpose. In order to exercise this right, a voting member must make a written demand upon the Association, stating with particularity the records sought to be examined and the purpose therefore. If the Association refuses examination, the voting member may file suit in the circuit court of the county in which either the registered agent or principal office of the Association is located to compel by mandamus or otherwise such examination as may be proper. If a voting member seeks to examine books or records of account, the burden of proof is upon the voting member to establish a proper purpose. If the purpose is to examine minutes, the burden of proof is upon the Association to establish that the voting member does not have a proper purpose.

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Section 5. *Audit.* The accounts of the Association shall be audited on a regular basis by an independent Certified Public Accountant approved by the Board of Directors.

Section 6. *Corporate Seal.* The corporate seal, if any, shall be in such form as the Board of Directors shall prescribe.

Section 7. *Delivery of Notice.* Any notice required to be given by law, or authorized or approved by the Articles of Incorporation or these Bylaws, shall be deemed to be delivered according to the following rules: upon personal delivery; if by mail, when deposited in the United States mail in a sealed envelope, properly addressed, with postage prepaid; if by facsimile, when the facsimile is sent via the facsimile number shown for the member/director in the records of the Association; if electronically, when transmitted to such email address shown for the member/director in the records of the Association; and if by overnight mail, when deposited with the shipping company in a sealed envelope, properly addressed, with shipping charges prepaid or billed to sender's account.

Section 8. *Waiver of Notice.* A written waiver of any notice required to be given by statute, the Articles of Incorporation or these Bylaws, signed by the person(s) entitled to such notice whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Attendance at a meeting shall constitute a waiver of notice of such meeting, except where a person attends a meeting for the express purpose of objecting to the holding of the meeting because proper notice was not given.

Section 9. *Use of Funds and Dissolution.* The Association shall use its funds only to accomplish the objectives and purposes specified in its Articles of Incorporation, and no part of its funds shall inure or be distributed to the members of the Association. Upon dissolution of the Association, any funds remaining after payment of all debts and liabilities shall be distributed in the manner specified in the Articles of Incorporation of the Association.

Section 10. *Compliance With I.R.C. Section 501(c)(6).* The Association shall operate and conduct its activities in accordance with those permitted a nonprofit association under Internal Revenue Code Section 501(c)(6).

Section 11. *Writing.* Actions required to be "written" or "in writing," or to have written consent or written approval of, members, directors, or committee members shall include any communication transmitted or received by electronic means or by any other technology permitted by law and not prohibited in the article of incorporation or by policy or procedure of the Board of Directors. A requirement for a signature shall be satisfied by any means recognized by law, e.g., electronic signature, unless prohibited by policy or procedure of the Board of Directors.

Section 12. *Legal Counsel.* The Board of Directors shall retain Legal Counsel for the Association upon such terms and conditions as the Board shall deem advisable.

Section 13. *Procedure.* All meetings of the Association shall be governed by parliamentary law as set forth in the most recent edition of Robert's Rules of Order when not inconsistent with law or these Bylaws or any special rules of order the Association Board of Directors may adopt.

ARTICLE XIII: AMENDMENTS

The power to alter, amend, or repeal the Bylaws or to adopt new Bylaws shall be vested in the Board of Directors, acting by affirmative vote of two-thirds (2/3) of all of the directors. Such action may be taken at a regular or special meeting for which written notice of the purpose shall be given. The Bylaws may contain any provisions for the regulation and management of the affairs of the Association not inconsistent with law or the Articles of Incorporation.

Restated/Adopted 11/12/13, 11/24/15, 2/8/16, 6/14/16, 3/14/17, 12/12/17

THE TIME IS NOW

Silver Members

Elens & Maichin Roofing & Sheet Metal, Inc.

M.W. Powell Company

Sterling Commercial Roofing

Bronze Members

Cotney Construction Law, LLP

G.E. Riddiford Company

Foundation Friends

Cordeck Building Solutions

Bone Roofing Supply

Pine Roofing Company

Roofs Inc.

SCHOLARSHIP - RESEARCH - ADVOCACY

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Join these generous donors in supporting the CRCA foundation
Mission: To support philanthropic causes, research and education to further the roofing and waterproofing industry and community.

Visit www.crca.org/crcafoundation to learn more or contact the CRCA office at 708.449.3340

The CRCA Foundation is registered with the Secretary of State of Illinois as a charitable, not-for-profit corporation (No. 7122-868-1) and with the US Internal Revenue Service as a 501(c)(3) tax-exempt organization, Federal Tax ID# 82-2888590.



Chicago Roofing Contractors Association
4415 W. Harrison Street, Suite 540
Hillside, IL 60162

Phone: 708-449-3340
Fax: 708-449-0837
Email: info@crca.org
www.CRCA.org

CRCA Mission Statement

CRCA's mission is to unite those engaged in the roofing and waterproofing industry in Illinois and beyond by providing educational programs, informational resources and networking opportunities, as well as advocating on behalf of its members to enhance roofing industry standards.

CRCA Value Statement

- To encourage and foster a feeling of friendship and cooperation among members.
- To provide for the mutual exchange of practical and educational information that may be useful to its members.
- To establish and endeavor to maintain a high standard of business ethics and conduct among its members and to encourage such feelings among all others associated with the roofing industry.
- To remain in close contact, through public relations activities, with Architects, Engineers, Contractors and other segments of the construction industry, including property owners and the general public, so that all our communications efforts are coordinated and channeled to the best interests of our members, their employees, our industry, and the public welfare.