

BY-LAWS OF THE ARCHITECTURE + CONSTRUCTION ALLIANCE

ARTICLE I ORGANIZATION

The name of the organization shall be the Architecture + Construction Alliance.

The organization shall have a seal, which shall be in the following form: a grey square with large white letters A+CA at the top, the word ARCHITECTURE and the symbol + on a line toward the bottom of the square, with the word CONSTRUCTION on a line below that, with a white rectangle below that, with the grey word ALLIANCE in the rectangle.

The organization may at its pleasure by a vote of the membership body change its name.

ARTICLE II PURPOSES

The following are the purposes for which this organization has been formed:

The primary mission of the A+CA is to foster multiple collaborations among faculty and students in academic departments of architecture and construction through support of initiatives to integrate teaching, research, and scholarship. To this end, A+CA will endeavor to educate a new generation of architects and constructors to foster teaching and research collaboration in the professions and industries focused on the design and construction of buildings.

ARTICLE III BOARD OF DIRECTORS

The business of this organization shall be managed by a Board of Directors consisting of the chief administrative officers in charge of both of the degree-granting units for "architecture" and the degree-granting units for "construction" of Type One members of A+CA (typically 'dean' or 'provost'), or the chief administrative officer's designated appointee.

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its Chair after due notice to all the directors of such meeting.

Fifty percent (50%) of the members of the Board of Directors shall constitute a quorum.

Each member institution shall have one vote.

The Board of Directors may make such rules and regulations covering the meetings as may be deemed necessary.

Each board member shall serve as long as she/he holds the stated administrative appointment at her/his home institution. As a dean is replaced at her/his home university, the new administrator will become an A+CA board member, and the replaced administrator will no longer be a board member.

The President of the organization by virtue of her/his office shall be Chair of the Board of Directors. The Vice President and Secretary/Treasurer of the organization shall hold their respective offices of the Board of Directors.

The President may appoint an Executive Director with the approval of the Board of Directors. The Executive Director will serve at the pleasure of the Board of Directors.

If the chief administrative officer of a member school is not able or willing to serve as a member of the Board of Directors, she/he may appoint a faculty member to represent her/his institution as a full member of the Board by sending, in writing, a request for such an appointment to the A+CA President. Appointments of representative members must be approved by the Board of Directors.

The President may appoint any special members of the organization with the approval of the Board of Directors.

ARTICLE IV MEMBERSHIP

Members in this organization shall have two or more types of membership.

Membership Type One shall be open to all regionally accredited institutions of higher education that house baccalaureate or master degree program(s) in “architecture” and in “construction” within the same academic college or unit.

Membership Type Two shall be open to all regionally accredited institutions of higher education that have a combination of baccalaureate degree programs in “architecture” and “construction” from different academic units that pair together for the purpose of joining the Architecture + Construction Alliance. Such combination can be from within a single institution, or can be a partnership between institutions whose proximity and/or relationship is conducive for collaboration towards the mission of A+CA. For the latter, a Memorandum of Understanding (MOU) identifying nature of (joint, sole or other) responsibility for membership dues and vote should be established between the two institutions. (A copy of this document should be shared with the A+CA Board of Directors).

Additional Membership Types may be added through a majority vote of the Board of Directors.

ARTICLE VI MEETINGS

Meetings of the Board of Directors shall be held at least once each year, at a time and place announced three months in advance of the meeting.

The Secretary shall announce to every member school in good standing the time and place of such meetings.

The presence of not less than fifty percent (50%) of the members shall constitute a quorum and shall be necessary to conduct the business of this organization.

If a member of the Board of Directors, or her/his appointed substitute, is not present for two consecutive regular meetings, the President shall question, in writing, that institution’s intention to continue membership in the organization.

Special meetings of A+CA may be called by the President with appropriate notice to all member institutions.

ARTICLE V VOTING

At all meetings, except for the election of officers, all votes shall be by voice. For election of officers, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

At any regular or special meeting, if a majority so requires, any question may be voted upon by ballot in the manner and style provided for election of officers and directors. For all votes by ballot the Chair of such meeting shall, prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Election" and who shall, at the conclusion

of such balloting, certify in writing to the Chair the results and the certified copy shall be included in the minutes of that meeting.

No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

Motions may be put to the membership by the Executive Committee for electronic voting in order to execute the business of the A+CA. This may be conducted through e-mail or other mechanism. The Executive Director shall administer the vote and report the outcome to the membership by e-mail within 1 day of the close of voting.

ARTICLE VII OFFICERS

The officers of the organization shall be as follows:

- President (two year term)
- Vice President / President Elect (two year term)
- Past President (two year term)
- Secretary / Treasurer (two year term)

Officers of the organization shall be members of the Board of Directors, and serve two-year terms. The Vice President/President Elect will serve three consecutive two year terms as follows: Vice President /President Elect, President, Past President.

The President shall preside at all membership meetings. She/he shall by virtue of her/his office be Chair of the Board of Directors.

The President shall:

- Present at each meeting of the organization a President's Report of the work of the organization.
- Appoint all committees, temporary or permanent.
- See all books, reports and certificates required by law are properly kept or filed.
- Be one of the officers who may sign the checks or drafts of the organization.
- Have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice President shall in the event of the absence or inability of the President to exercise her/his office become acting president of the organization with all the rights, privileges and powers as if she/he had been the duly elected president.

The Secretary / Treasurer shall:

- Keep the minutes and records of the organization.
- Give and serve all notices to members of this organization.
- Be the official custodian of the records and seal of this organization.
- Have the care and custody of all monies belonging to the organization and shall
- Exercise all duties incident to the office of Treasurer.

No officer shall for reason of her/his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director from receiving any compensation from the organization for duties other than as a director or officer.

ARTICLE VIII ELECTION OF OFFICERS

The Vice President/President Elect and the Secretary/Treasurer shall be elected biennially in even-numbered years. A Nominating Group composed of two members of the Board of Directors and chaired by the Executive Director, shall solicit nominations for the election of officers during the fall meeting of the Board, and shall recommend candidates for each office for election during the spring Board of Directors meeting on appropriate years. All voting for elections shall be by secret ballot, and each member of the Board of Directors shall have one vote.

Candidates for officers are the institutional Deans or could be the designated institutional representative. To be considered for office, candidates should have a history of frequent and full participation/attendance at A+CA meetings.

ARTICLE IX SALARIES

The Board of Directors shall hire and fix the compensation of any and all employees that they in their discretion may determine to be necessary for the conduct of the business of the organization.

ARTICLE X COMMITTEES

All committees of this organization shall be appointed by the Board of Directors. The permanent committees of the Board shall be:

The Executive Committee – composed of the three officers and the executive director.

The Research Coordinators Committee – composed of the coordinators of each of the six research areas of interest.

The Industry Advisory Board – composed of representatives from each of the A+CA associated industries.

The President may appoint any Task Force, with the approval of the Board of Directors, that she/he deems appropriate.

ARTICLE XI DUES

Annual dues for participation in the A+CA for Member Type One shall be determined annually by the Board of Directors. The dues for Member Type Two shall be determined annually by the Board of Directors, with the approval of fifty (50%) of the Type Two member administrators of the “architecture” and “construction” degree-granting units.

Dues shall be collected annually. If a member institution is more than six months in arrears on the payment of dues, the Secretary/Treasurer shall report the delinquency to the Board of Directors, and the President shall inquire as to the intention of the institution to continue membership in the organization.

ARTICLE XII AMENDMENTS

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of not less than fifty percent (50%) of the Board of Directors.

Revised and Ratified on February 21, 2018