

Governance Manual

2018

GENERAL

This manual provides a general outline of the Alaska Professional Design Council (APDC) Executive Board and committee chair duties and responsibilities. Additional information that may be useful in performing the duties of an office or committee chair has also been included. This document is for informational use only and does not supersede the APDC By-Laws. This is a living document, and changes to this manual may be made at any time at the discretion of the board. It is recommended that this manual be reviewed and updated annually.

History of APDC:

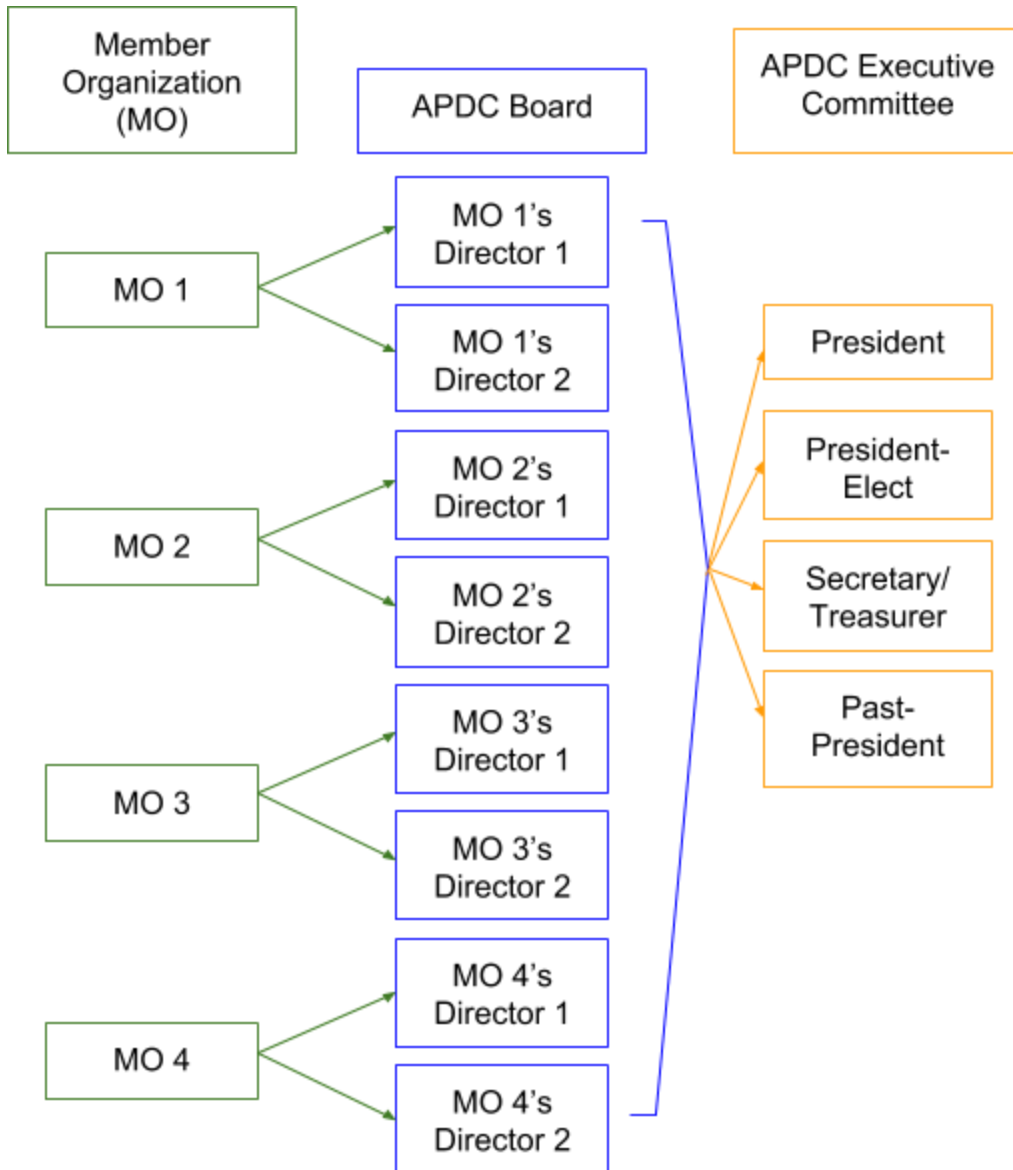
APDC was officially formed on November 23, 1976 when the newly formed board filed Articles of Incorporation under the Alaska Non-Profit Corporation Act. The first meeting was held on April 5, 1977. APDC was formed and currently operates as an umbrella organization of professional architecture/engineering designer disciplines that provides a forum to coordinate and complement the efforts of its member societies, especially in areas of public policy and education.

Goals of APDC:

- Bring professional designers together to benefit the community, professionals, clients, and the public.
- Provide a means for cross communication between professional organizations and disciplines
- Monitor and stay informed on legislature and regulations that pertain to and affect the design community
- Maintain close contact and coordination with the Alaska State Board of Registration for Architect, Engineers, and Land Surveyors (AELS)
- Work with other agencies and organizations to advance positions on issues affecting design professionals
- Work with public agencies and organizations to advance the design profession

Structure of APDC:

Each Member Organization (MO) of APDC has two director positions that serve as APDC Board Members. Each director/ Board Member has one vote. Board Members are encouraged to serve for multi years to provide continuity and an increased knowledge base. MO's are encouraged to not require/appoint their current officers to serve on APDC's board; this will encourage leadership in APDC by not over-burdening the officers of the MOs. The Executive Committee of APDC is comprised of the Officers: President, President-Elect, Secretary/Treasurer, and immediate Past President. See Organization Chart below.



Current Member Organizations (MOs):

Member Organizations of APDC are the Alaska Sections and Societies of:

- American Society of Professional Engineers (ASPE)
- American Society of Professional Land Surveyors (ASPLS)
- American Society of Interior Designers (ASID)
- American Institute of Architects (AIA)
- American Society of Civil Engineers (ASCE)
- American Society of Landscape Architects (ASLA)
- American Council of Engineering Companies (ACEC)
- International Transportation Engineers (ITE)
- Structural Engineers' Association of Alaska (SEAAK)

Expectations of Board and Executive Committee:

- Discharge to the best of your ability, all duties of the office
- Uphold the professional standing, honor and dignity of the Council at all times by example and precept
- Be governed by the Council's policies, rules, and procedures established by the Board of Directors
- Work diligently and faithfully for the advancement and betterment of the Council and its members

As a member of this Board and Executive Committee, I will:

- Attend monthly board meetings
- Participate in the annual summit
- Hold this council to a high standard of performance and actively helping to make this a respected organization
- Understand roles and responsibilities and become sufficiently knowledgeable about our council and its operations to make informed decisions
- Read the materials sent to the board and come prepared to board and committee meetings
- Arrive at meetings on time and stay for the full agenda
- Ask for clarification on any matters or material that I do not understand before making a decision
- Listen to other board members and staff with an open mind and an objective perspective
- Actively work towards those decisions and solutions that are in the organization's best interests (speaking with one voice)
- Respect the confidentiality of the board's business

Things to know:

- Serving on the Executive Committee is a four year commitment. Each year, a new Secretary/Treasurer is elected. The new committee member will advance through the roles, serving each position for one year, beginning with Secretary/Treasurer, then President-Elect, then President, and finishing their term as Past President.
- Standing committee duties are outlined at the end of this Manual. Ad-hoc task forces can be established (and terminated) as needed to address specific issues.
 - Ideally, Committee Chairs are nominated and appointed from the board members but the Executive Committee may vote to elect a non-board member to serve as a Chair when it's in the best interest of the Council.
 - Committee Chairs serve for a minimum of two years, with the option to extend, with Board approval.
- Monthly meetings are the first Thursday of the month.
- Two Annual Summits are held each year: one in November as a kick-off for the Legislative Fly-in and the other in February/March after the fly-in as a re-cap of the fly-in, a review of the previous year's goals and accomplishments, a SWOT analysis (Strengths, Weaknesses, Opportunities, Threats), or any other items the Board and Executive Committee deem appropriate
- No APDC meetings are held in July or August.

PRESIDENT

Responsibilities:

- Organize, schedule, and preside at the two Annual Summits. Typically, a Summit is held in the spring (as a re-cap of the fly-in) and the other Summit is held in the fall (as a kick-off of the fly-in efforts)
- Prepare and distribute meeting agendas to all executive committee members, board members, and committee members for each meeting
- Email the meeting invitation for monthly meetings to all applicable attendees. Email should be sent 10 days prior to the meeting.
 - Meeting agenda and minutes from the previous month's meeting are included with the invite
- Consult with the Executive Committee before sending out non-meeting e-mails (limit the influx of emails to help prevent overload)
- Establish an Annual Budget. The Treasurer will assist in effort.
- Distribute budget to members for transparency of the organization. Obtain approval from Board members for budget.
- Organize and preside at meetings
- Authorize Executive Board actions and policies
- Work to address and resolve the expressed concerns of members
- Maintain the Google Drive
- Appoint committee chairs with approval from the Board
- Be an active member of the Legislative Committee
 - Serve as the Committee Chair for the Legislative Committee, if no board or general member is elected as this Chair
- Attend the legislative fly-in in February

PRESIDENT-ELECT

Responsibilities:

- Work with a venue representative to pre-schedule a facility for the Annual Summits. Venue is typically the BP Energy Center. Coordinate prior to the meeting all technical needs for call-in conference numbers and video chat.
- Review agenda material (from President) prior to President sending out agenda
- Maintain the Google Drive
- Fill in when the President is unable to attend board meetings and other events
- Assist the President with all duties
- Be an active member of the Legislative Committee
- Attend the legislative fly-in in February
- Organize Executive Board Secretary/Treasurer officer elections:
 - January: Request nominations for Secretary/Treasurer. Nominees submit a short bio to be distributed in February meeting.
 - February: Nominee introductions/speeches at meeting. Send ballots out to board members only immediately following the meeting. Allow two week window for voting via email. Send reminder email a few days before voting closes. Email voting can be accomplished through Google Forms.
 - March: Announce new Secretary/Treasurer at lunch meeting. New Secretary/Treasurer attends Summit.
 - April: Officers begin their new positions
- Update the “Past President’s” list

SECRETARY/TREASURER

Responsibilities:

- Review agenda material (from President) prior to President sending out agenda
- Take minutes at each meetings, Summit, or other APDC event
- Maintain the Google Drive
 - Maintain updated contact and emailing lists in the Google Drive account
 - Contact lists shall be separated into Executive Committee, Board, and general Distribution List
 - Maintain membership spreadsheet: Board members, Committee members, Sustaining Members, Member Organization contacts,
 - *Maintain the balance ledger (financial spreadsheet, dues, invoices, etc). and provide information at monthly meeting**
 - Ensure the Google Drive is kept orderly and clean
- Assist the President in establishing an Annual Budget
- *Maintain the bank account and update the authorized signers*
- *Send invoices to Sustaining Members and Member Organizations*
- *Track payments from Sustaining Members and Member Organizations*
- *Ensure payment of all Council expenses, including Legislative Lobbyist, monetary donations and other payments as directed by the Executive Committee*
- *Check mail regularly*
- *Monitor Alaska Public Offices Commission (APOC) requirements and submit necessary documentation*
- *File taxes*
- Be an active member of the Legislative Committee
- Attend the legislative fly-in in February, if funds allow

**If a Financial Position is employed, these tasks can be removed from Secretary/Treasurer and become the responsibility of the employed position. The Financial Position would report to the Secretary/Treasurer.*

PAST-PRESIDENT

Responsibilities:

- Assist the President, President-Elect, Secretary/Treasurer, and Committee Chairs in their duties
- Review agenda material (from President) prior to President sending out agenda
- Serve as a resources for information and duties to incoming officers, board members, committee chairs, and committee members
- Be an active member of the Legislative Committee
- Attend the legislative fly-in, if funds allow
- Review and update Governance Manual
- Review by-laws and propose changes if required
- Recruit nominees for next Secretary/Treasurer

LEGISLATIVE COMMITTEE

- Monitor and inform the Board on pertinent public policy and government issues at the federal, state, and local level that are of interest to APDC and its Member Organizations
- Manage Quality Based Selection issues
- Recommend action on the pertinent issues
- Prepare Positions Statements for review by the Board
- Attend the fly-in in February, if funds allow
- Maintain close and constant contact with the Legislative Lobbyist
- Report to the Board monthly
- Executive Committee members shall all serve as members of the Legislative Committee

AELS COMMITTEE

- Monitor and inform the Board on issues from the Alaska State Board of Architect, Engineers, and Land Surveyors (AELS)
- Attend AELS Board meetings
- Maintain close and constant contact with the AELS Board
- Recommend action on the pertinent issues
- Prepare Positions Statements for review by the Board
- Report to the Board monthly

COMMUNICATIONS COMMITTEE

A full description of the Communications Plan can be found under separate cover. Below is a brief summary of the roles. Please see the full Plan for more information.

- Manage Website and news and provide regular updates
 - Ensure website and posts are kept up-to-date and current
 - News posts include full articles, news, announcements, events, etc.
- Manage LinkedIn page and provide regular updates
 - Take photos at events and post to LinkedIn
 - Post events and time-sensitive announcements to LinkedIn
- Manage monthly E-News (Google “FlashIssue” is currently used)
 - Send out monthly E-News to all members and others who chosen to “opt-in”
 - The E-News should contain summarized announcements, updates, articles, etc. with links to the full information on the website or LinkedIn
 - Include Sustaining Member’s logos in E-News as featured sponsors

DUES - MEMBER ORGANIZATIONS

- Member Organization dues entitle them to the two voting positions and ability to serve on the Executive Committee
- Annual dues for existing Member Organizations are as outlined in the Budget Spreadsheet and will be kept as-is.
- New Member Organizations will be assessed dues according to the list below (note: Member dues are tracked as a single line item in the budget and invoices, “Member Organization Dues”, but separated out here for calculations)
 - Annual Fee:
 - \$400 base fee
 - \$10 per member in each organization over 100 members, not to exceed \$1,700 total fee
 - Legislative Committee fees:
 - Minimum fee of \$1000
 - Additional Legislative Committee donations are strongly encouraged as they support the main efforts of APDC
 - Note: some Member Organizations currently donate \$4,300 annually
 - Verify the member organization is not in violation of their tax exempt status:
 - 501(c)(6)’s have no limit on lobbying donations
 - 501(c)(3)’s should be contributing no more than 5% of their total activities to lobbying efforts

DUES - SUSTAINING MEMBERS

This section should be re-visited in October, 2018 for updating with the new Communications Plans. Consider different levels of funding for Sustaining Members with differentiation on the media platforms.

- Annual dues for Sustaining Members entitle them to their logo on the blog, a featured logo in an E-News, positions available posts on the blog, and articles/announcement/ads in an E-News.
- Sustaining Member dues pay for the newsletter, editor, and other communication items. Sustaining Member dues are:
 - \$320/year