

**ASSOCIATED SCHOOLS OF CONSTRUCTION
BY-LAWS**

ARTICLE I – Name

The name of this organization shall be the ASSOCIATED SCHOOLS OF CONSTRUCTION, Incorporated, hereinafter referred to as the “Association”.

ARTICLE II – Purpose

1. The Association is organized exclusively for charitable and educational purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code.
2. The purpose of this association is to develop and advance construction higher education, by sharing ideas and knowledge, providing guidance, and promoting excellence in curricula, teaching, research, and service.

ARTICLE III – Members

Section 1. Types of Membership

Membership in the Association shall be of four types: academic institution, industry, organizations/associations, and individual.

Section 2. Classes of Membership

Membership under the four types will be the following:

1. Academic Institutional Membership
 - a. Full Academic Institutional Members shall be those institutional academic units having at least one baccalaureate or higher degree construction or construction related program.
 - b. Associate Members shall be institutional academic units of higher education, including junior and community colleges, not meeting institutional member requirements.
2. Industry Membership
 - a. Industry Members shall be corporate members demonstrating a constructive interest in construction education and/or research.
3. Organization/Association Membership
 - a. Organization/Association Members shall be entities having a constructive interest in construction education and/or research.

4. Individual Membership

- a. Honorary Members shall be those persons who have been honored by the Association for the performance of distinguished service to construction education. Such honorary membership shall be conferred by the unanimous vote of the Board of the Association and shall entitle the recipient to the privileges of membership as a person, without payment of dues, but shall not entitle the honorary member to vote or hold office.
- b. Individuals who have an established history with active participation and/or service with the Association may request honorary membership when or if they are no longer connected to another form of membership. This request should be made in writing to the President and indicate previous connection with the Association along with the reason for the request. Such individual membership shall be conferred by the unanimous vote of the Board of the Association and shall entitle the recipient to the privileges of membership as a person, without payment of dues, but shall not entitle the honorary member to vote or hold office.

Section 3. Application for Membership

Details associated with the application for membership in the association can be found in the Operating Procedures.

Section 4. Dues

1. The annual dues for membership in the Association shall be established by the Board of Directors and approved by a simple majority of the institutional members at a general-membership business meeting. If a quorum is not present as defined Article X, Section 2(2), an electronic voting procedure may be instituted.
2. Members become delinquent in the Association if dues are not paid when due. Delinquent member status is removed by full payment of dues.

Section 5. Removal and Reinstatement of Members

1. Any member of the Association may resign in good standing by giving written notice.
2. Any reinstatement of membership shall require full payment of dues for the current year.
3. The Board of Directors may, by a 2/3 majority, remove a member for any actions deemed as injurious to the Association.

ARTICLE IV – Officers

Section 1. Elected Officers

1. President
2. 1st Vice President

3. 2nd Vice President
4. Secretary

Section 2. Terms of Office

1. The terms of office shall be two years effective at the conclusion of the annual conference's general-membership business meeting.
2. The 1st Vice President shall serve as president-elect. If the President resigns or is unable to complete the term of office, the 1st Vice President shall succeed the President and complete both the President's term and the 1st Vice President's planned term as President. Other elected offices shall move up one position with a new election schedule for the 2nd Vice President.
3. If an officer, other than president, resigns or is unable to complete the term of office, the President shall fill the position with an interim appointment, not to exceed six months. If more than a six-month vacancy is anticipated, a special election shall be held to fill the office.

Section 3. Election of Officers

1. Elected officers shall be faculty members representing institutional members.
2. Officers shall be elected by a majority of votes cast by the appointed representatives of the institutional members. One vote shall be accepted from each institutional member in good standing. The election can be done electronically.
3. The Chair of the Election Committee shall administer the call for nominations and the election of officers. The committee chair shall assure that all nominees accept their nomination prior to placing their name on the ballot.

Section 4. Appointed Officers

1. Additional officers may be appointed by the President, subject to approval by the Board of Directors, such as:
 - a. Operations Manager
 - b. Finance Manager
 - c. Treasurer
 - d. Editors and/or Publishers
 - e. Webmaster
2. The Board of Directors shall determine the dates and terms of office.

3. The Board shall delegate authority to the Appointed Officers commensurate with their assigned responsibilities.

Section 5. Duties of the Elected Officers

1. The President:
 - a. Serves as chair of the Board of Directors and the Executive Committee.
 - b. Presides at the annual conference and conducts the general-membership business meeting.
 - c. Make committee appointments not otherwise directed by these By-Laws.
 - d. Represents the Association at other organizational meetings/conferences.
 - e. Serves as a liaison to other construction related associations to promote the goals of the Association.
2. The 1st Vice President:
 - a. Acts for the President in his or her absence or incapacity.
 - b. Chairs the Finance Committee.
 - c. Chairs the Election Committee.
 - d. Provides coordination and oversight and general logistical support for the ASC Annual International Conference.
 - e. Coordinates with Regional Directors in maintaining Board approved surveys.
 - f. Assists the President as directed.
3. The 2nd Vice President:
 - a. Assists the President as directed.
 - b. Chairs the Publications Committee
 - c. Chairs the Marketing Committee
 - d. Solicits proposals for hosting the ASC Annual International Conference
4. The Secretary:
 - a. Prepares minutes of the annual conference's general-membership business meeting and all Board of Directors meetings.

- b. Provides electronic copies of meeting minutes and committee reports to the Webmaster for publication.
- c. Conducts correspondence for the Association as directed.

ARTICLE V – Board of Directors

Section 1. Board Members

1. A Board of Directors, hereinafter called the “Board” shall govern the affairs of the Association.
2. The Board shall consist of the President, the 1st and 2nd Vice Presidents, the Secretary, the Regional Directors, and all the appointed officers.
3. Appointed officers shall have a voice related to their duties and responsibilities but shall not have a vote on Board decisions.

Section 2. Board Responsibilities

1. Manage the activities of the Association in accordance with the By-Laws.
2. Develop and maintain written policies and procedures to support the By-Laws.
3. Maintain a five-year strategic plan to fulfill the purpose of the Association.
4. Establish duties and remuneration of appointed officers.

Section 3. Board Meetings

1. Seven voting members of the Board shall establish a quorum. Affirmative action by the Board shall require a majority of the votes cast by the Board members at a regular or special called meeting or by electronic voting.
2. The Board shall hold three regular meetings each year as follows:
 - a. Pre-conference Meeting. A Board meeting shall be held in advance of the annual conference at the location of the conference.
 - b. Post-conference Meeting. A Board meeting shall be held following the induction of new members to the Board near the end of or after adjournment of the annual conference. At this meeting the Board shall ensure that the work of the Association is properly organized for the coming year. This meeting of the Board may also consider any and all affairs referred to it by the annual conference or authorized by the By-Laws.
 - c. Midyear Meeting. A midyear Board meeting of the Board may be held at such time and place as it may elect and should take place as nearly as possible midway between annual conference dates. The midyear meeting shall be open to representatives of the

- member school responsible for hosting the next annual conference. The business of the midyear meeting shall include an examination of the work of the Association's various committees and projects.
3. Special meetings of the Board may be called at any time either by the President or at the request of three or more Board members, or five institutional members. Petitioners for special meetings shall have the right to appear concerning the matter (s) of their petition. Telephone or video conference calls or other electronic meeting formats may be used to conduct special meetings.
 4. At least 30 days notice of all regular meetings shall be given to Board members. With respect to special meetings, 30 days notice shall be given unless such a period is waived by approval of a majority of the members of the Board. Notice of all special meetings shall contain a statement of the purposes of such meetings, and such special meetings shall be limited to decisions relating to these matters, but the Board need not be limited in the scope of its deliberations.
 5. A formal meeting of the Board of Directors is not required to pass a resolution of the Board. However, notice must be given to all Board members of the pending resolution with adequate time for voting. A majority vote of the Board of the Directors after due notice to each of its members shall be considered as though adopted at an actual meeting. The notice and the voting of the members of the Board may be by mail, telephone, telegraph, electronic mail, or personally, or by any combination of these, and notice by mail, E-mail, or telegraph shall be deemed given when sent to the Board members' last mailing address or e-mail. A record of the notice and of the voting and of the manner in which the action was taken shall be noted in the minutes of the Board.

Section 4. General Authority of the Board

1. The Board shall have such expressed or implied authority as is consistent with these By-Laws to manage the Association.
2. The Board shall have the authority to approve contracts and agreements with other parties and direct the expenditure of Association funds.

ARTICLE VI – Regional Divisions

Section 1. Geographic Regions

1. Institutional and associate members shall be assigned to a regional division based on their location, normally as shown below. The Board, when requested by a member, may assign the member to a bordering region. The Board of Directors, by simple majority vote, may establish additional regions as needed.

- a. Region 1 – Northeast

Connecticut, Delaware, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, West Virginia; Quebec, Newfoundland, and Labrador, Canada

b. Region 2 – Southeast

Alabama, Florida, Georgia, Mississippi, North Carolina, South Carolina, Virginia, Tennessee

c. Region 3 - Great Lakes

Illinois, Indiana, Kentucky, Michigan, Ohio, Wisconsin; Ontario, Canada

d. Region 4 - North Central

Iowa, Kansas, Minnesota, Missouri, Nebraska, North Dakota, South Dakota; Manitoba and Nunavut, Canada

e. Region 5 - South Central

Arkansas, Louisiana, Oklahoma, Texas

f. Region 6 - Rocky Mountain

Alaska, Arizona, Colorado, Idaho, Nevada, New Mexico, Montana, Utah, Wyoming; Saskatchewan, Alberta, and Northwest Territories, Canada

g. Region 7 - Far West

California, Hawaii, Oregon, Washington; British Columbia and Yukon, Canada

h. Region 8 – Europe

All areas outside of the United States of America except Canada*

* All international members will be initially assigned to Region 8 for the purpose of collaboratively developing the possibility of additional regions in the future.

Section 2. Regional Directors

1. Each region shall elect a Regional Director, who shall be responsible for the Association activities in the region. Typical regional activities include a mid-year regional meeting, regional student competitions, and regional faculty paper presentations. The director of each region shall serve on the Board of Directors of the Association.
2. Voting for the director shall be limited to one vote per institutional member of that region. Each institutional member shall be given the opportunity to vote. The voting process may be electronic or written. The term of office for the Regional Directors shall be three years and shall begin after the annual conference general-membership meeting of the year designated as follows:

Regions 1, 4, and 7: Three-year terms starting with 2019.

Regions 2, 5, 8: Three-year terms starting with 2020.

Regions 3 and 6: Three-year terms starting with 2021.

3. If a directorship becomes vacant, a new director shall be elected to complete the term. If necessary, the President of the Association may appoint an interim Director until such time that a regional election for a new director may be held.

ARTICLE VII – Management Committees

Section 1. Management Committees:

1. The work of the management committees shall be to administer the business of the Association consistent with the Association's purpose and shall operate in accordance with the Association policy and procedures. Management Committees shall include the following:
 - a. Executive Committee
 - b. Finance Committee
 - c. Officer Elections Committee
 - d. Publications Committee
 - e. Awards Committee
 - f. Membership Committee
 - g. Marketing Committee
 - h. Other committees as established by the Board of Directors.

Section 2. The Executive Committee:

1. Shall manage the affairs of the Association between Board meetings as necessary.
2. Is subject to the orders of the Board and shall act consistently with actions previously taken by the Board.
3. Consists of the President, 1st Vice President, 2nd Vice President, Secretary, and Treasurer.
4. Reports its actions to the Board at the next Board meeting for recording in the meeting minutes.

Section 3. The Finance Committee:

1. Consists of the 1st Vice President, as chair, the Secretary and the Treasurer.
2. Monitors the financial condition of the Association and reports thereon to the Board of Directors and the annual conference's general-membership business meeting.
3. Recommends increases in membership dues as necessary.
4. Reports the findings of the audited accounts of the Association annually at the Board of Director's Mid-Year Meeting.

Section 4. Officer Election Committee:

1. Shall be appointed by the President and approved by the Board of Directors at the post-conference Board meeting prior to elections. The 1st Vice President shall serve as the chair.
2. Administers the call for nominations and the officer elections as required by Article IV, Section 3, of these By-Laws and additional rules that may be established by the Board.

Section 5. Publications Committee:

1. Shall consist of all appointed Editors/Publishers and the ASC Web Webmaster. The 2nd Vice President shall serve as the chair.
2. Shall develop, maintain, and publish publications policies and procedures to include instructions and guidelines for all ASC publications including the submission, review, and publication processes with the advice and guidance of the respective publication's Advisory Board.
3. Shall develop, maintain, and issue publication policies and procedures.

Section 6. Awards Committee

1. Shall consist of the Executive Committee
2. Shall develop and publish criteria and procedures for recognizing outstanding achievements in teaching, research and service within construction education.

Section 7. Membership Committee

1. Shall consist of the 2nd Vice President (chair), Webmaster, and Treasurer.
2. The committee shall review all applications for membership to verify the applicant's eligibility for the classification requested.
3. After eligibility of the classification requested has been verified by the committee, the Webmaster shall request the Board's vote on Membership.

Section 8. Marketing Committee

1. Shall consist of the 2nd Vice President (chair) and two Board members appointed by the President.
2. The committee shall establish, maintain, and contribute to a marketing plan for the Association.
3. The committee shall provide annual marketing budget recommendations.
4. The committee shall set priorities for marketing efforts; evaluate plans and strategies; and present outcomes to the Board.

ARTICLE VIII – Financial Obligations

Section 1. Fiscal Year

The Association shall operate on a fiscal year basis beginning July 1 and ending on June 30 of the following year.

Section 2. Membership Dues

The annual dues (and any change in dues) for each type of membership shall be determined by the Board of Directors and become effective for the next fiscal year after approval by a two-thirds majority of the institutional membership at the annual conference's general-membership business meeting.

Section 3. Income from Services

The setting of fees and disbursement of income for services shall be approved and directed by the Board.

ARTICLE IX – Special Committees

Special committees to cover ad hoc or special assignments may be appointed as required by the President and will report as directed.

ARTICLE X – ASC Annual International Conference

Section 1. General

The Association shall host an annual conference for the benefit of all members of ASC as specified in Article III. See details in the Operations Procedures.

Section 2. General-Membership Meeting

1. A general meeting of the membership shall be held to conduct the business of the Association during the annual conference. All members shall have a voice, but only institutional members shall have a vote.

2. A quorum shall consist of 25% of the institutional member representatives or 25 institutional member representatives, whichever is less.
3. Motions shall be passed by a simple majority of the members in attendance, unless a higher vote is required by these By-Laws. Each Institutional Member, as defined by these By-Laws in Article III, Section 2(1), shall have one vote by the institution's designated contact person. If the institution's designated contact person is not in attendance, another person from that institution may be provided authority to vote.
4. The results of all votes at the general membership meeting shall be reported to the membership in the meeting minutes published on the Association web site by the 1st Vice President or President.

ARTICLE XI – Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these By-Laws.

ARTICLE XII – Limitations and Dissolution

Section 1. Limitations on Activities

No part of the net earnings of the Association (Corporation) shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Association (Corporation) shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I hereof. No substantial part of the activities of the Association (Corporation) shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Association (Corporation) shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 2. Dissolution

Upon the dissolution of the Association (corporation), the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Association (Corporation), dispose of all of the assets of the association (Corporation) in such manner, or to such constituent institutional members (see Article III herein) as are organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501©(3) of the Internal Revenue Code.

ARTICLE XIII – Amendments

Section 1. General

1. The By-Laws of the Association may be amended, revised, or expanded a general-membership business meeting of the Institutional Members at an annual conference, or may be done so via electronic vote.
2. Amendments may originate with the Board of Directors or by petition from not less than 10 institutional members.

Section 2. Procedure

1. **Permanent Changes.** The general-membership business meeting may pass amendments by a two-thirds majority vote of the institutional members in good standing and voting thereon provided a quorum is present in accordance with Article X. The general-membership business meeting, except by unanimous consent, shall consider amendments only after notice thereof and a copy of the amendments proposed have been distributed to the institutional members and posted on the ASC Web at least 30 days prior to the opening date of the general-membership business meeting. When considering an amendment, after due notice, the conference may revise or change the amendments as it deems advisable within the limits of that notice.
2. **Temporary Changes.** The Board may make temporary amendments to the By-Laws pertaining only to Board activity, when required for continuity of operations and in support of the Association's purpose, by a two-thirds majority vote of the Board. The Board shall report the action to the membership at the next annual conference's general-membership business meeting. Final approval to amend the By-Laws shall require a quorum and two-thirds majority vote of the institutional members in attendance. If a quorum is not present for the Board meeting, an electronic voting procedure may be instituted with two-thirds majority vote of the Board approving a process that is consistent with these By-Laws.