

American Institute of Constructors

Constructor Certification Commission Document No. 1

Operating Procedures

ARTICLE I - NAME AND MISSION:

Section 1: Name of Commission

The name of the Commission shall be the American Institute of Constructors (AIC) Constructor Certification Commission hereinafter referred to as the Commission. For the purpose of Operating Procedures and reference to the Commission shall mean the Board of Governors and the Board of Advisors of the Commission.

Section 2: Mission

The Mission of the Commission is to certify PROFESSIONAL CONSTRUCTORS through established standards based upon education, experience and examination process. iList

ARTICLE II - ORGANIZATION

Section 1: General

Founding members of the Commission shall be forever recognized for their commitment and dedication to the Commission. The following associations and individuals shall forever be known as Founding Members of the Commission:

- American Institute of Constructors
- Chartered Institute of Building

(a) Membership of the Advisory Board shall be by invitation of the Board of Governors. Invitations shall be sent by the Board of Governors to the Presidents of construction-affiliated trade, professional and educational associations and/or qualified individuals to the name of a representative who is a member of the respective association that is to serve on the Board of Advisors. The names of the prospective representatives will be submitted to the Commission's Certification Manager. The Board of Governors shall review and approve the representatives nominated. The Board of Advisors may include individual members who are not part of a construction-affiliated trade, professional or educational association or but who wish to contribute to the furtherance of the Commission.

(b) All nominations or requests for membership shall be considered by the Board of Governors at the next regularly scheduled meeting of the Commission. A majority vote of the Board of Governors shall be required for approval. The Commission shall have the authority to accept or reject any nomination or request for membership. The Commission shall have the authority to accept or reject any nomination or request for membership.

extent that the Commission has an approved budget, and is operating in a positive cash flow, it may enter into contracts with outside sources to perform any of the goals or objectives set forth in these Operating Procedures, or to provide services the Commission may deem necessary to conduct its business. Financial commitments that are not part of the established budget and which would or could result in a negative annual cash flow may not be made.

ARTICLE III - COMMITTEES

Section 1: Standing Committees

The Commission shall form General Standing Committees. The Standing Committees shall consist of Skills and Knowledge Examination, and Finance. Such other committees may be formed as the Commission may direct and as it may deem necessary to conduct the business of the Commission. The Chair of each Standing Committee may be a member of the Board of Governors or Board of Advisors. The Standing Committees shall report to the Commission.

Section 2: Committee Chairs and Vice Chairs

By December 31 of each year, each Standing Committee will submit a list of their recommended members and officers to the Commission Chair. At the first Commission meeting in January, the Commission Chair will present and recommend the approval of the recommendations to the Commission. The Chairs and Vice Chairs shall serve one-year renewable terms.

Section 3: Committee Composition and Duties

(A) Skills and Knowledge: The Committee shall have a Chair, Vice Chair and as many members as are required to carry out its duties. The Skills and Knowledge Committee shall maintain and revalidate once every five years the constructor certification body of knowledge, the specifications for the certification examinations including the percentage of questions on the respective examinations by the major division of the specifications, and the minimum qualifications to take the AC and CPC examinations. In addition, the Committee, with the approval of the Constructor Certification Commission, will provide the Examination Committee with any changes for incorporation into the development of future certification examinations. Finally, the Committee shall review the applications for certification for compliance with certification criteria; prepare and maintain the evaluation for continuing professional development requirements; reviews acceptability of continuing professional development documentation and such other duties as the Commission may assign.

(B) Examination: The Committee shall have a Chair, Vice Chair, Secretary and as many members as are required to carry out its duties. The Examination Committee shall be responsible for developing, assessing, validating, formatting, and printing questions on examinations as well as protecting the certification examinations and process and such other duties as the Commission may assign.

(C) Finance: The Committee shall have a Chair and Vice Chair. The Chair shall be the Commission's elected Treasurer. The members of the Finance Committee shall be in addition to the Commission's Treasurer, the immediate Past Chair of the Finance Committee, the current Chair of the Commission and other members as are required by the Commission.

Committee shall be responsible for preparing the annual budget, monitoring the spend Commission funds and revenues, developing, in conjunction with the Certification Manager marketing plans and such other duties as the Commission may assign.

ARTICLE IV OFFICERS

Section 1: General

The Commission shall elect through majority vote of its members a Chair, Vice Chair, Secretary and Treasurer. Their terms of office shall be 2 years, renewable. The vote shall be by written ballot. The terms for the new officers shall start at the expiration of the terms of the outgoing officers.

Section 2: Chair of the Commission

Shall be a member of the Board of Governors and shall be responsible for the overall operation of the Commission. The Chair shall carry out all business of the Commission as approved and directed by the Commission. The Chair shall have the authority to enter into contracts on behalf of the Commission that are approved by the Commission to the extent that an approved budget and positive cash flow is maintained as noted in Article II, Section 3: (B). The Chair shall have the authority to call special meetings of the Commission and Committees. The Chair shall be a signatory on all accounts maintained by the Commission. The Chair shall have the authority to name the successors of any office or Chair that may become vacant during his or her term.

Section 3: Vice Chair

Shall assist the Chair of the Commission and perform special duties delegated by the Chair.

Section 4: Secretary

It is the responsibility of the Secretary to review and approve all meeting minutes prior to distribution to Commission members and monitor the management of Commission documents in accordance with Commission Policy 5.2.

Section 5: Treasurer

The Treasurer of the Commission shall be a member of the Board of Governors and shall conduct all financial business of the Commission and maintain all financial records of the Commission in a manner that assures that all financial records are kept on a current basis, a responsible system of check and balances is maintained and funding is made in accordance with these operating guidelines. The Commission Treasurer will be a signatory on all accounts maintained by the Commission. With the assistance of the Certification Manager the Commission Treasurer shall oversee the General Accepted Accounting Principles (GAAP) are followed.

Section 6: Vacancies

In the event the office of Chair becomes vacant, the Vice Chair shall become Chair of the Commission for the unexpired term of the Chair. In the event the offices of Vice Chair

Secretary or Treasurer should become vacant, the Chair shall appoint interim officers vacant offices until a scheduled meeting of the Commission can be held.

ARTICLE V - MEETINGS

Section 1: General

The Annual and Mid-Year meetings shall be held by the Commission in conjunction with the American Institute of Constructors Annual Year Meeting and additional meetings shall be held, as the Commission may deem necessary.

Section 2: Chair

The Chair of the Commission, in consultation with the Certification Manager, shall call other meetings as may be necessary to conduct Commission business.

Section 3: Special Meetings

All meetings shall be convened only after notice is given to all Commission members, but normally accepted business means thirty (30) days prior to the meeting date.

Section 4: Quorum

Quorum: A quorum for business of the Commission is defined as a simple majority of all sitting members of the Board of Governors who must be present in order for business to be conducted. There is no requirement for a minimum number of members of the Board of Advisors.

Section 5: Majority Vote

(A) A resolution of the Commission with the exception of those matters referenced in Paragraph (B) hereinafter shall be deemed adopted when a quorum of the Commission is present as set forth in Article 5, Section (4) and a majority of the attending members of the Commission votes in favor of the resolution.

(B) A resolution concerning modifications to Commission Operating Procedures, expenditure of Commission funds, election of officers and employment of a Certification Manager shall be deemed adopted when a quorum of the Commission Members is present as defined by Article V, Section (4) and a majority of the sitting members of the Board of Governors vote in favor of the resolution. Except that a resolution regarding modifications to Operating Procedures must receive a minimum of two-thirds of the sitting members of the Board of Governors voting in favor of the resolution as provided in Article VIII hereof.

Section 6: Mail Votes

When deemed necessary by the Chair, Vice Chair and the Secretary, a mail vote may be taken with regard to any issue. A vote describing the issue shall be circulated to all members to vote at least ten (15) days before the vote is due. No ballots shall be accepted once the return date has expired. The ballots shall be sent via normally accepted business methods provided by the member or contained in the roster of members. The ballot shall provide for approval, denied, table, and abstain vote option. The ballots shall be signed by the

eligible voters and shall be returned to the Secretary by normally accepted business mail by the date specified. All mail ballots shall be maintained by the Commission for a period of five (5) years from the date that the vote was due. A majority of all eligible voting members of the members of Board of Governors as required by Section 5 Paragraph (A) and/or (B) shall be required for the passage of a mail vote.

Section 7: Telephone Conference

The Chair of the Commission may authorize a telephone conference of the Commission if deemed necessary or appropriate by the Chair or Secretary. Ten (10) days notice of the conference shall be provided, via electronic means of business communication, to all Commission members. A majority of the attending Commission members, but not less than a quorum of the total number of governing members necessary to authorize the taking of any action during a telephone conference.

Section 8: Proxy Votes

Proxy votes shall not be permitted unless one (1) day prior to the meeting, written notice is sent to the Chair of the Commission and the Certification Manager that the voting member of the Commission will not be able to attend the meeting and wishes to vote. The respective member's proxy shall be written, submitted, and received by the Commission.

ARTICLE VI - REPORTING TO AIC

The Commission shall provide a report following its annual meeting to the Executive Committee of the AIC. The report shall be prepared by the Chair and Certification Manager of the Commission. The report shall set forth the financial status of the Commission; the number of individuals certified by the Commission, both Associates and Constructor levels; the members of the Board of Governors and Advisors of the Commission; and any changes to Operating Procedures adopted by the Commission.

The Commission shall consider any and all comments, recommendations and (or) reports provided to it by the Executive Committee of AIC.

ARTICLE VII CERTIFICATION MANAGER

Section 1: General

The Commission shall approve the employment of a Management Contractor in accordance with Article V, Section 5 (B) of these Operating Procedures. The Management Contractor shall be responsible to appoint one of its staff as the Commission Certification Manager. The Certification Manager shall carry out those duties and responsibilities designated and delegated by the Commission. The term of the Certification Manager shall be set by the Commission and it may be renewed. The term of the Certification Manager shall be terminated by majority vote of the members of the Board of Governors in accordance with Article 5, Section 5 (B) of these Operating Procedures. The duties and responsibilities of the Certification Manager shall be but not limited to the following:

- (1) Issue notices of all meetings thirty (30) days in advance of the set date.

- (2) Coordinate and attend all meetings of the Commission unless otherwise directed by the Commission.
- (3) Assist the Secretary in preparing minutes of each meeting
- (4) Maintain an official record of the meetings in a secure place.
- (5) Create, maintain and safe guard of all Commission records such as a list of ACs and CPCs.
- (6) Prepare and transmit Commission invoices.
- (7) Collect all fees that the Commission may establish.
- (8) Make payments as authorized by the Commission.
- (9) Schedule and facilitate certification examinations with the Examination Contractors.
- (10) Create and maintain financial statements and accounts as required by the Commission.
- (11) Have Commission accounts audited once every three years and reviewed the other year by a qualified auditing firm employed by the Commission as directed by the Board of Governors.
- (12) Prepare and present an annual report to the Commission by February 28 of each year. The report shall include at least the following information with any other information that the Commission Chair shall request.
 - A. Total number of individuals taking administration of the AC and CPC examinations by test site for the last four years by site.

Section 2: Voting

The Certification Managers shall take part in all Commission deliberations (in an advisory role) unless the Chair, Vice Chair and Secretary of the Commission deem otherwise. However, Certification Managers shall not have any voting rights.

ARTICLE VIII AMENDMENTS

These Operating Procedures may be amended, repealed and/or amended by a vote of the Board of Governors provided notice to do so has been sent, in a timely manner, to members of the Board of Governors prior to the meeting at which the vote is taken. Notice must be sent via normally accepted business means.

ARTICLE IX - DISSOLUTION

In the event of the dissolution of the Commission, and upon the Commission having fulfilled its obligations and made arrangements for the fulfilling of its liabilities, the Commission shall formally and permanently cease operations. The commission or its members shall not be held responsible for any liabilities arising out of or after the dissolution of the Commission. All assets will be distributed to the Foundation after the payment of debts. Any assets remaining after the payment of debts will be transferred to the ALA Foundation.

ARTICLE X -

ARTICLE XI - USE OF MARKS

The designations Certified Professional Constructor , CPC, Associate Constructor, and AC are the property of the Commission and shall be used or designated for use by the Commission only.

ARTICLE XII EMBLEM

The use of the title AIC Constructor Certification Commission and any emblem developed