

American Council of Engineering Companies
of North Carolina
Rules of Policy and Procedures
Amended May, 2015

The following Rules of Policy and Procedures are in accordance with Article III, Section F of the Constitution of the American Council of Engineering Companies *of North Carolina*, hereinafter referred to as the COUNCIL.

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I. Policy and Position Statements

The following definitions and procedures are to be used as a basic guide by the COUNCIL:

1. **Expressions of Concern** (commendations or condolence) are defined as **Resolutions**.
2. **Internal relations** between the COUNCIL, member companies and ACEC are defined as **Policy Statements**.
3. **Attitudes** applying to specific cases involving external agencies, units of government or other associations are defined as **Position Statements**.
4. Initiation of **Resolutions, Policy Statements** or **Position Statements** may be by the Executive Committee, the President, or any authorized committee of the COUNCIL.
5. **Reviews**, if deemed necessary by the President, will be referred to an ad hoc committee or task force and re-submitted to the Executive Committee for final editing prior to presenting it to the Board of Directors for approval.
6. **Reaffirmation** of policies and position statements will be on an annual basis with a review by the Executive Committee prior to, or immediately after, the start of each fiscal year. This will help assure that there will be continuing support and endorsement of current policies and positions by the new leadership of the COUNCIL.

II. Operations and Management

1. The Executive Director shall be responsible for the direction and management of the COUNCIL staff, and shall maintain current records of the COUNCIL's Constitution, By Laws, and Rules of Policy and Procedures.
2. The Executive Director shall be responsible for all financial transactions and the maintenance of all financial records of the COUNCIL that are necessary to provide continuity and consistency in the day to day operation of the COUNCIL's affairs, in accordance with the approved ACEC/NC Financial/Investment Policy
3. The Executive Director shall, in the early spring of each year, prepare a preliminary calendar of meetings and events for review by the President-Elect. Working with the President-Elect, the Executive Director shall create the final calendar of events which will be used to support the preparation of the budget for the next fiscal year.
4. The Executive Director shall, in the early spring of each year, prepare the budget for the next fiscal year with the approval of the President-Elect. A preliminary budget will be presented to the Board of Directors for

review two months prior to the beginning of the next fiscal year. The final budget, approved by the Board, shall be completed one month prior to the beginning of the next fiscal year.

III. Financial Oversight / Investment Policy

1. The COUNCIL's Secretary/Treasurer, will provide financial oversight of the COUNCIL's financial affairs on a monthly basis.
2. The Executive Director and the Executive Committee will secure the services of an outside accounting firm to perform a review of the COUNCIL's financial affairs, and if required, perform a complete audit of the financial affairs of the COUNCIL. This review shall be conducted every three (3) years, or as determined by the Board of Directors.
3. The COUNCIL's Executive Committee shall prepare and maintain a written financial/investment policy to address (a) the anticipated financial needs of the COUNCIL, (b) the COUNCIL's liquidity requirements, and (c) the need to document and communicate objectives, guidelines, and performance standards to investment managers. This policy shall be communicated to the investment manager for their use in developing appropriate investment recommendations, as well as to the Board and the Executive Director for their use in exercising fiduciary responsibility.
4. The Board, in accordance with the Bylaws of the COUNCIL, must approve any amendments to the financial/investment policy. Additionally, the Executive Director may be charged with directing the routine investment activities and objectives of the reserve fund, as well as acting as liaison between the COUNCIL and the investment manager.
5. The investment manager will meet annually with the Board or a designee of the Board to review (a) investment results, (b) investment strategies and recommendations, (c) changes in policy, objectives, investment strategies, staffing, or other business conditions of the investment manager. A written report outlining the above will be required.

IV. Long Range (Strategic) Planning Policy

1. The Board of Directors, shall be responsible for the creation of a long term strategic plan to achieve the goals and objectives of the COUNCIL; and once created the Board is responsible for keeping the plan current with business changes or cultural changes that affect the manner in which member companies conduct business.
2. The Board of Directors, meeting semi-annually in joint session with Committee Chairs, shall be responsible for having each committee of the COUNCIL develop an action plan which embraces the long term plans, goals, and objectives of the COUNCIL.

V. "Committee of Six"

1. The "Committee of Six" (Co6) allows the COUNCIL, in conjunction with PENC, to (a) discuss positions on legislative issues relative to engineering that have been identified by each Society, (b) determine which organization will lead a specific engineering issue/position, (c) share information relative to key legislative issues (in conjunction with the Legislative Committee), (d) discuss candidates for Boards and Commission appointments, and make recommendations to their respective Boards, and (e) provide an avenue to "speak one voice" on engineering issues with which the two Boards are in agreement.
2. The Co6 membership shall consist of three (3) members from each Society. The COUNCIL representatives shall typically consist of the President, President-Elect, and Chair of the Legislative Committee.
3. The Co6 will not have a predefined meeting schedule, but instead shall meet only when required. A meeting of the Co6 may be called at the discretion of the COUNCIL or PENC. One exception to this would be an "emergency" issue requiring, for example, an expeditious response to a legislative issue.
4. The Co6 shall communicate with the Board of Directors to confirm positions of the COUNCIL.

VI. Delegates to ACEC National Meetings

1. The National Director, President, President-Elect, Vice President, and Secretary/Treasurer of the COUNCIL will each be given a stipend to offset a portion of the cost for attending no less than two national conferences of ACEC, in each fiscal year. The amount of stipend will be determined by the President-Elect prior to the annual budget preparation.
2. Other delegates may, at the discretion of the Board of Directors, receive a stipend to offset costs if such delegates are requested to attend ACEC meetings by the COUNCIL.
3. The National Director shall represent ACEC/NC at all ACEC Board of Director meetings. The President shall be the next alternate to the National Director followed by the President-Elect. The National Director and Alternate Director shall occupy the two available seats at the Board of Director meetings.

VII. Past President's Committee

1. A Past President's Committee shall be created to serve in an advisory capacity to members of the Executive Committee and Board of Directors.
2. Chair of the Past President's Committee shall typically be the National Director (immediate Past President) of the Council.
3. All past presidents of the COUNCIL are eligible for membership.
4. The chair of the committee shall report to the current President of the COUNCIL on all advisory or counseling matters that are undertaken by the committee.
5. Meetings of the committee shall be held as deemed appropriate. Special meetings shall be called only by the chair, and with the consent of the current President, to deal with any important issues that may arise during a fiscal year that requires the advice and counsel of the committee.

VIII. Committees – General

1. Committees of the COUNCIL shall be established to carry out those duties imposed upon them by the President. The President shall appoint each Committee Chairperson (no less than two months prior to the beginning of the next fiscal year) and approve all committee assignments, giving due consideration to recommendations of the Board of Directors.
2. The President shall be an ex-officio member of, and serve in an advisory and overview capacity for the following committee:
 - a. Nominating Committee – responsible for soliciting and selecting nominations for individuals to serve as Officers and Directors of the COUNCIL. Nominating committee shall consist of the current National Director, the two immediate past presidents, with the current President and President-Elect as ex-officio members.
3. The President-Elect shall typically be an ex-officio member of, and serve in an advisory and overview capacity for the following committee:
 - a. Legislative Committee – responsible for monitoring state and national changes in existing and proposed new legislation which may affect the businesses of member companies, bringing such legislation to the attention of the member companies, making legislators aware of the COUNCIL's views, and organizing/promoting events that further the legislative interests of the COUNCIL (as approved by the Board of Directors).
 - b. The Vice President shall serve as the ACEC/ PAC representative and PAC Champion.
4. Directors shall be assigned to serve as ex-officio members of, and serve in an advisory and overview capacity for the following committees:
 - a. Environmental Committee – This committee interacts with various departments and agencies of the State who are involved in environmental activities. Members interact with agency representatives to help improve relationships and assist in promoting environmental policies that benefit both member firms and the State of North Carolina. (note: this is a joint committee between the COUNCIL and the Professional Engineers of North Carolina (PENC).
 - b. Buildings & Infrastructure Committee - This committee serves as liaison between ACEC/NC and facility owners and related agencies to provide a venue through which project planning, design construction, budgeting and related issues are discussed in an open forum. Focus areas include building construction, site and infrastructure development, code compliance, sustainability and energy conservation. This committee was previously known as the State Construction/UNC Systems Committee, but has recently expanded its vision and goals to include additional owning agencies with focus on all aspects of vertical development projects and their sites.
 - c. Legislative Committee - This committee monitors State and National legislation that may impact the engineering industry. The committee compiles the Council's legislative agenda for approval by the Board of Directors and assists in the lobbying efforts to support that agenda. The committee also promotes and organizes events that focus on furthering the Council's legislative agenda. Support the EPAC and ACEC/PAC in their efforts.
 - d. Economic Development Committee - This committee consists of a cross-section of member companies whose desire is to work with private and economic developers across the state. The goal of this committee is to develop a mutually-beneficial relationship between ACEC/NC and economic development organizations such as the National Association of Industrial & Office Properties (NAIOP) and the North Carolina Economic Developers Association (NCEDA) and raise the visibility and profile of member firms among the memberships of those organizations.
 - d. Transportation Committee – responsible for maintaining active liaison with the North Carolina Department of Transportation (NCDOT) and other related societies/agencies, maintain active liaison

with public agencies, and monitor activities in various areas such as highways, railroads, airports, waterways, mass transit, etc.

5. Committees shall meet no less than quarterly during the year, and committee chairs shall report on their respective committee activities to the Board of Directors at each joint meeting.
6. All committee external correspondence will be issued on ACEC stationary. Signatures on committee correspondence will bear the writer's ACEC title.
7. All position statements, policies, or legislative agenda items for external circulation by any committee must be pre-approved by the President of the COUNCIL. Communications to the full membership for any reason, or communications to any member firm requesting contributions, sponsorships, etc., must be transmitted by the COUNCIL office staff.

X. Forums - General

1. Forums of the COUNCIL shall be established to carry out those duties imposed upon them by the President. The President shall appoint each Forum Chairperson (no less than two months prior to the beginning of the next fiscal year) and approve all forum assignments, giving due consideration to recommendations of the Board of Directors.
2. Director(s) shall be assigned to act as liaison between the forum and the Board of Directors, and serve in an advisory and overview capacity for the following forums:
 - a. Marketing/Public Relations Forum - : This forum facilitates discussion around marketing ideas, strategies, and tactics that help raise the visibility and profile of our engineering companies to clients, local decision-makers, and members of the North Carolina General Assembly. This forum also is responsible for "branding" the ACEC/NC name, coordinating awards and overseeing publicity as appropriate.
 - b. Energy Forum - : This new program seeks to monitor and develop an information program on energy/power and private industrial issues. This mirrors a national goal of serving this industry segment and providing value to private and utility sector firms. It will also promote recruitment of these firms to membership in ACEC/NC.
 - c. Senior Leaders Forum - This forum serves as a platform for our member firm's senior leadership to meet and exchange ideas on bettering our business practices with public and private sector clients. In addition, this forum will allow senior members to identify issues that the Board of ACEC/NC should consider focusing on and suggestions for action items related to the political process that could be important to our long term viability as a private sector. Please note that this forum is mindful of anti-collusion requirements and will not discuss those items that could be construed as collusion.
 - d. Business Practices Forum - (formerly Human Resources and Small Business Forums) Small and Large Business Leaders interested in the operation of small firms (25 or less employees) are members of this forum. The objective of this forum is to reach out to and expand opportunities for small business members of ACEC/NC, protect the interests of small firms, and offer small business leaders a chance to leverage the collective knowledge of a larger group.
 - e. Future Leaders Program - This program seeks to provide young professionals with the broad based, in depth industry knowledge they will need in order to rise into leadership positions within ACEC/NC member firms. Future Leaders are nominated annually for this program.
3. Forums shall meet no less than quarterly during each fiscal year, and forum chairs shall report on their respective forum activities to the Board of Directors at each joint meeting.

XI. Honors, Awards, and Special Events

1. Honors, awards, and special events created by the COUNCIL shall be handled by the Marketing/Public Relations Forum and COUNCIL Office Staff approved by the Board of Directors.
2. Honors may be bestowed on a member company and/or on member company representatives who meet or exceed basic criteria for such honors. Criteria will be established and kept current by the Board of Directors.
3. Awards may be given in the form of plaques that display the recipient's name and the reason for the award.
4. Special events may be created to inform the public of the COUNCIL'S purpose and goals and to enhance the image of the COUNCIL in the public eye. The Marketing/Public Relations Forum, with the Board approval, will determine the events to be held.
Each year the COUNCIL will typically conduct honors and awards ceremonies for the following events:

- a. Engineering Excellence Awards
- b. Outstanding Committee Chair Award
- c. President's Award

XII. Publications/Website/Database

1. The COUNCIL will, on a regular but no less than bi-monthly basis, create and publish a newsletter for member companies and other targeted audiences (NC Report). The newsletter will also be placed on the COUNCIL's website for member convenience.
2. The COUNCIL will, at the beginning of each fiscal year, create a complete directory of member companies, publish it, and deliver it to member companies by September 1 of each year. Advertisements may be sold by the COUNCIL as a means of supporting the publishing/printing costs.
3. The COUNCIL maintains a website located at www.acecnc.org which contains information pertinent to the COUNCIL and member companies. The most current version of the Constitution, Bylaws, and Rules of Policy and Procedure shall reside on the website. COUNCIL office staff will coordinate the posting of information and oversee the daily management of the website.

XIII. Advisory Boards (Transportation, Environmental, for example)

1. An Advisory Board is an Ad-Hoc group appointed by the President and approved by the Board of Directors. An example is the Transportation Advisory Board (TAB).
2. The purpose of an Advisory Board is to foster communication with the upper level management of significant state agencies such as NCDOT, DENR, etc.
3. ACEC/NC representation on an Advisory Board will typically consist of the following:
 - ACEC/NC President
 - Committee Chair
 - One member of the Board of Directors
 - ACEC/NC Executive Director
 - One additional ACEC/NC member appointed by the President (optional)
4. Additional members can be appointed by the President should a particular expertise be desired.
5. The President will typically serve as Chair of an Advisory Board. The Chairperson of the appropriate committee will serve as secretary of the Advisory Board.
6. There should be a specific agenda prepared and discussed prior to meetings.
7. Advisory Boards will typically meet four times a year.

XIV. Expenses of the President

1. In recognition of the time and travel expenses typically incurred by the President of ACEC/NC, the President shall be excused from all registration costs for attendance at ACEC/NC sponsored functions.
2. The Council shall pay the registration and travel costs for the President for attendance at non-ACEC/NC sponsored functions when attending at the specific request of the Executive Committee or Board of Directors.

XV. Amendments and Revisions

1. The Board of Directors of the COUNCIL shall be vested with the power to create or amend the rules of policy and procedures for the COUNCIL.

