



# **AGC BOARD OF DIRECTORS RESPONSIBILITIES & EXPECTATIONS**





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# AGC BOARD ORIENTATION

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We're going to be honest about board responsibilities and how serving on a board might look more glamorous than it is.



This orientation will cover some examples of cultural expectations, which may not be written in the bylaws or other governing documents but have been developed over time and are expectations of volunteer leaders.



Problems occurs when board members have not been informed of the cultural expectations and in turn cause some strife for not taking action that the rest of the board considers "normal."



Remember, volunteer duties needn't be dreary. There will be times when board members can laugh together, become great friends, and enjoy social outings. With the work, there is fun associated with board service.



Board  
Responsibilities

Mission & Goals

Tools

Chapter Handbook

Board of Directors

Executive Board

Board Nomination  
Committee

Board – Staff  
Relationship

Governance vs.  
Membership

Board Meetings

Expectations of  
Board Members

Committees

Political Action  
Committee (PAC)

Recruitment

Supporting  
Organizations,  
Programs, etc.  
(ACIAP, CIPF, 49'ers)

# TOPICS

*The mission of AGC of Alaska is to advocate for our members and the Alaskan construction industry; to provide educational opportunities for our members; and to make the public aware of our members' skills, responsibility, and integrity.*

- Establish strategic plan and annual goals and objectives
- Determine association policy
- Allocate resources through the budget
- Monitor progress
- Promote the organization
- Oversee the executive director



# BOARD RESPONSIBILITIES

# OUR MISSION STATEMENT



The mission of AGC of Alaska is to advocate for our members and the Alaska construction industry; to provide educational opportunities for our members; and to make the public aware of our members' skills, talents and integrity.

Simply stated: **Advocate, Educate, Promote**

- Located on AGC homepage  
[www.agcak.org](http://www.agcak.org)





*Advocate for the construction industry to the highest level*



*Educate for development in our industry and advancement of our industry*



*Promote the industry's skills, talents and integrity and construction's integral role in our community*

## OUR STRATEGY

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# OUR GOALS

## Advocacy

- Facilitate cooperative and collaborative relationships between members, contractors and related construction industry professionals for responsible dealings with the public.
- Unite the construction industry to focus on balanced industry advancement
- Motivate involvement, increased membership and retention
- Foster and promote constructive legislation, regulation, and standards

## Education

- Promote continuous improvement in construction standards and ethical business practices
- Provide and facilitate a strong construction education program and foster entry into the construction industry
- Promote safe construction practices

## Promotion

- Promote a balanced education program regarding the construction industry to the public and other stakeholders
- Promote positive relationships with private industry, government agencies and political subdivisions requiring quality construction services.
- Connect industry capabilities with community needs







## **Chapter Handbook**

- Provided to members annually



## **Bylaws**

- Located in Chapter Handbook
- Membership classes
- Governance duties
- Specifics



## **Policies & Procedures**

- Located in Chapter Handbook
- Wisdom of the board, interprets bylaws and articles
- Best course of action for now and the future

# **THE TOOLS OF GOVERNANCE**

# CHAPTER HANDBOOK

Includes content such as:

- Full Board of Directors
- National Governors
- Bylaws
- Policies & Procedures
- History, Past Presidents, Awards
- Committees
  - Committees' Mission
  - Committees' Members
- Construction Industry Progress Fund (CIPF)
- Alaska Construction Industry Advancement Program (ACIAP)
- Political Action Committee (PAC)
- Construction 49ers
- And more...

## AGC Bylaws –

### ARTICLE VIII - BOARD OF DIRECTORS

- **Section 1. Authority.** The Board of Directors shall have supervision, control and direction of the affairs of the Association; determine its policies or changes therein within the limits of the bylaws; actively prosecute its purposes; and have discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and may, in the execution of the powers granted, appoint such agents as it may consider necessary.
- **Section 2. Composition.** The Board of Directors shall consist of: twenty four (24) elected and up to six (6) appointed Contractor members; six (6) elected and up to three (3) appointed Associate members, and one (1) appointed Construction Leadership Council member. After twelve (12) years of elective or appointed service on the Board of Directors, a Contractor or an Associate representative shall become a Life Director without further action.
- **Section 5. Appointed Directors.** (a) The President, with the advice and consent of the Executive Board, may appoint to the Board of Directors the following: six (6) Contractor members and three (3) Associate members. The term of any appointed board member shall not exceed one (1) year and shall expire at the following Annual meeting. (b) A Member of the Construction Leadership Council, with the advice and consent of the Construction Leadership Council may represent them on AGC's Board of Directors. The representative will sit on the Board of Directors and participate in discussions but they are not entitled to vote.
- **Section 6. Life Director.** A member who has served 12 years on the Board of Directors, in either an elected or appointed position, will assume the status of Life Director. Additionally, the Board of Directors may nominate and elect other individuals to the position of Life Director in recognition of their contributions to the construction industry and/or AGC of Alaska. Life Directors are encouraged to attend and participate in all meetings and are entitled to vote.

### ARTICLE IX - EXECUTIVE BOARD

- **Section 2. Members.** The Executive Board shall consist of the President, Vice President, Secretary, Treasurer, Immediate Past President, Contractor-at-Large Representative, and Associate Representative. National Directors will be ex officio members of the board and will have a voice but no vote.

*Executive Director is non-voting*

# BOARD OF DIRECTORS





**National Directors are now referred to as National Governors**



**This Board of Governors is an advisory body that oversees AGC National Board of Directors and the Association as a whole. Special National Board of Governors member responsibilities include:**

Authority to make formal recommendation to the National Board of Directors

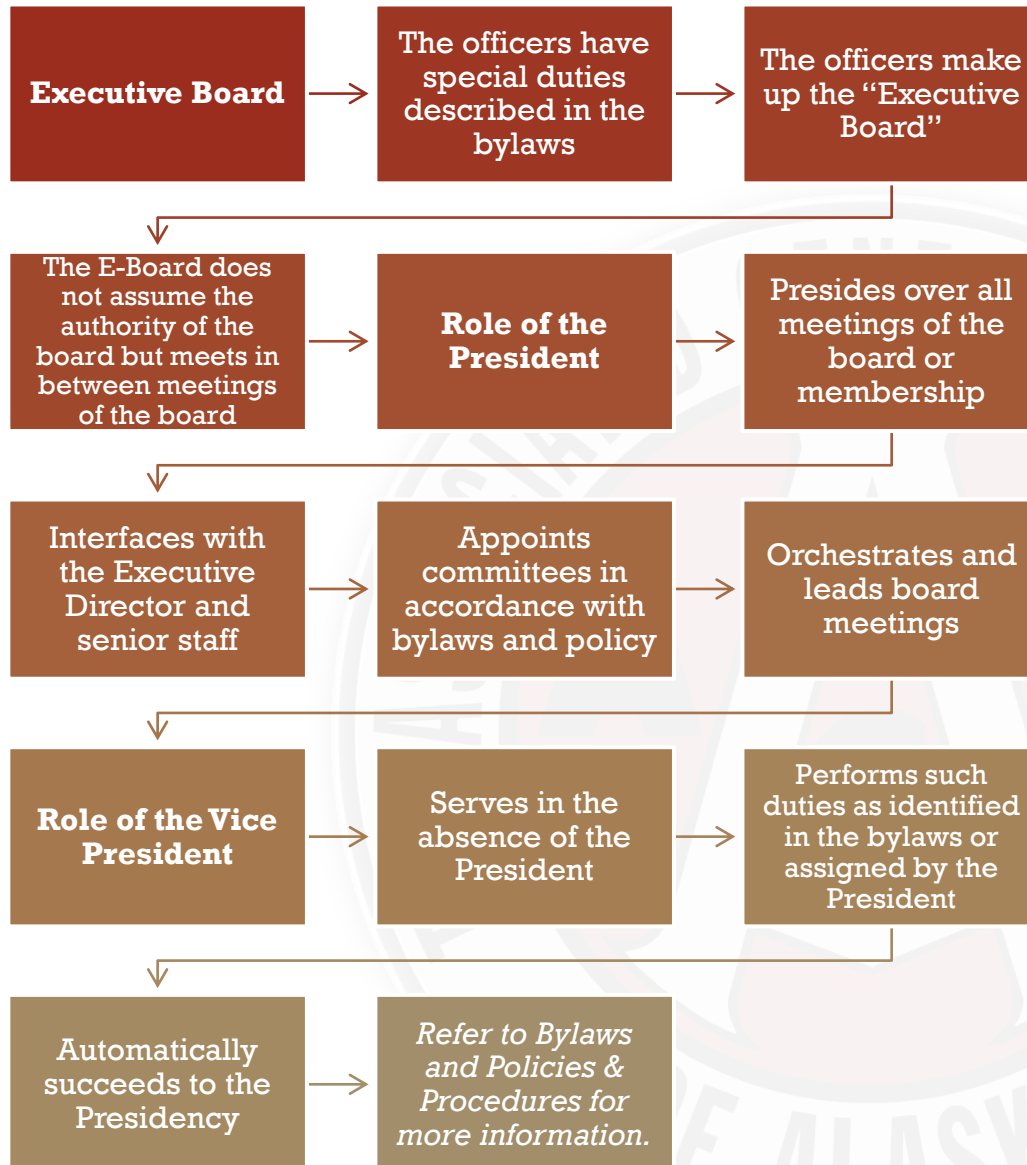
Approves all appointments to the National Board of Directors

Reviews the annual budget each year prior to its final approval by the National Board of Directors

Provides an advisory vote on any proposals to amend the AGC of America Bylaws

A primary responsibility of the National Board of Governors is to facilitate communication between AGC of America and Chapters

# NATIONAL BOARD OF GOVERNORS



# EXECUTIVE OFFICERS

**AGC Policies & Procedures** - Section 5 – Election of Contractor Directors by Division, Associate Directors, and Appointed Construction Leadership Council Representative.

(a) – 2 In preparing its list of nominees, the Nominating Committee will prepare separate lists for the purpose of creating and maintaining the required balance on the Board of (a) Building Contractors, (b) Highway-Utility Contractors, (c) Heavy Industrial Contractors, and (d) Specialty Contractors.

Annually in August, solicitation for the Nomination Committee is sent to the previous year's committee and the full board of directors. The Nomination Committee meets once with the end goal to submit a comprehensive list of contractors to nominate and review/approve the Associate Nomination Ballot.

The committee considers how constructing a quality board is about the caliber and perspective of individual directors chosen as well as the deliberate creation of a dynamic board and a chemistry that allow for the effective execution of governance and strategic oversight, and whose service will be in the best interest of AGC.

Names of those interested in being on the committee or on the board should be submitted to AGC's Assistant Executive Director.

# BOARD NOMINATION COMMITTEE

*The mission of AGC of Alaska is to advocate for our members and the Alaskan construction industry; to provide educational opportunities for our members; and to make the public aware of our members' skills, responsibility, and integrity.*





## Two Partners, One Team



Board focuses on governance, direction and vision



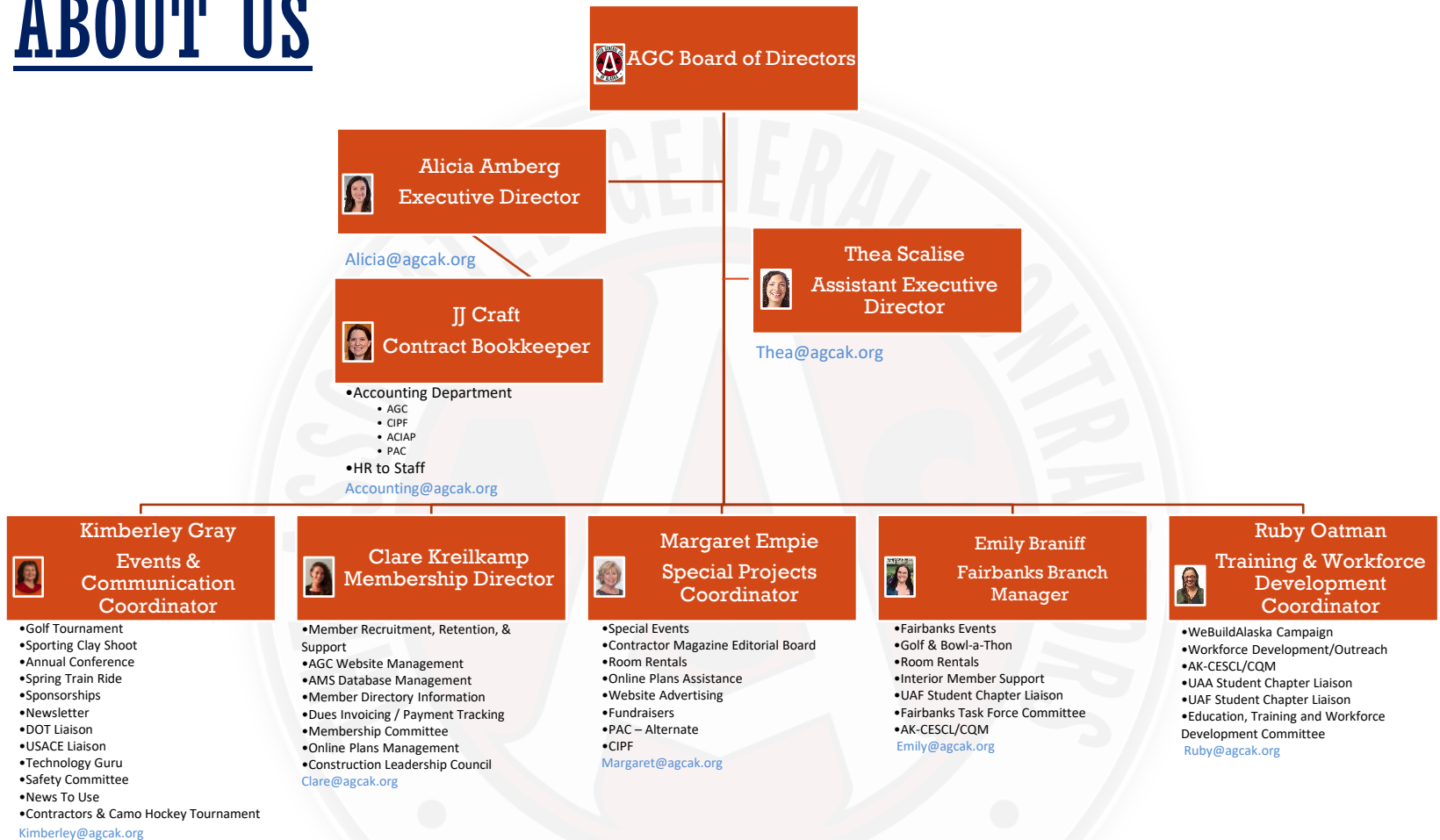
Staff manages day-to-day operations within the context of the board's direction



This partnership between board and staff allows the organization to achieve its goals, avoids micro-management of the staff and over-taxing of the volunteer leaders. Leaders govern; staff manages.

# THE BOARD - STAFF RELATIONSHIP

# AGC STAFF ABOUT US



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April 15th General Board Meeting – AGC Office

Fairbanks (3 hours)



November 11th General Board Meeting – Captain Cook

Anchorage (3 hours)



Meetings are typically in person without a call-in option



Robert's Rules of Order guide board discussions. Directors should familiarize themselves with protocols of motions, speaking, authority, etc.



Cell phones and digital distractions are off or on silent



For additional events and meetings, refer to the Handbook's calendar of events or the consistently updated online event's calendar <https://members.agcak.org/eventcalendar>

# BOARD MEETINGS



### The Agenda

- Prepared with the input of President and staff, with consideration of current issues, member needs and pending business
- If you have items you would like to see added to the agenda, or want to invite a guest speaker, provide the request to President and Executive Director in writing at least one month in advance (email is acceptable)

### Minutes

- Minutes are a legal record of the meetings and must be approved at the subsequent meeting
- They are not a record of conversations, but rather of formal actions taken

### Travel

- Plan your annual calendar with enough time to fulfill travel commitments. In nearly every case, your travel will benefit the organization by learning new skills, gaining new information, and communicating with peers, AGC members and potential members.

# BOARD MEETINGS



Attend all board meetings



Start and end meetings on time



Written reports and requested documents must be submitted in a timely manner



If information is lacking, ask critical questions in advance of meetings so everyone is fully prepared.



Study and understand the mission statement, chapter handbook, bylaws, and policies & procedures



Prepare for meetings by reviewing the agenda and supporting documents

## EXPECTATIONS OF BOARD MEMBERS

# EXPECTATIONS OF BOARD MEMBERS

✓ Stick to established agendas during board meetings

💬 Treat information and discussions as “confidential”

👥 Be respectful of people and ideas

📢 Promote our organization to others (*though you cannot speak for organization without authority*)

👤 Recruit future leaders to help govern the organization

📈 Stay current on issues and trends impacting the organization and the membership

👤 Readily communicate with staff for needed information and assistance

🤝 Create community and loyalty with members-supporting-members

📋 Arrange sponsorship and educate your contractors, specialties, subs, vendors, etc. on sponsorship

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# COMMITTEES

- Board members should volunteer for at least one committee
- Board members' responsibility in this area is to determine which programs are the most consistent with an organization's mission, and to monitor their effectiveness
- Board members set the example for timely reports, follow-through and accountability
- Committees are opportunities to engage members
- They identify potential leaders
- Committees help the board get work done
- Committees act as a way to serve the interests of subgroups of members
- Committees can produce work products and member benefits
- Committees must be aware of risk avoidance; keep minutes.
- Aligned with strategic goals and strategies





# RECRUITMENT



### **PAC Bylaws – Article Four – Purposes and Powers**

The purpose of the PAC is to further the interests of the construction industry in Alaska by providing individuals with the opportunity to contribute to the support of worthy candidates for Alaska elective offices who have demonstrated a commitment to the well-being of the construction industry, and to influence any other legislative action which might affect the Alaska construction industry.



**Board members are expected to take a lead in being significant contributors**



**Members of the board are also relied on to help raise funds by personally selling PAC tickets, encouraging the sale of tickets, and/or contributing to the PAC**

# **POLITICAL ACTION COMMITTEE (PAC)**

# CONSTRUCTION INDUSTRY PROGRESS FUND (CIPF)

A sister  
organization to  
AGC

Mission: To advance  
the interests of the  
construction industry  
in the State of Alaska.

To accomplish its  
mission, the CIPF is  
structured to:

Funded by  
contributions  
provided for in  
collective bargaining  
agreements.

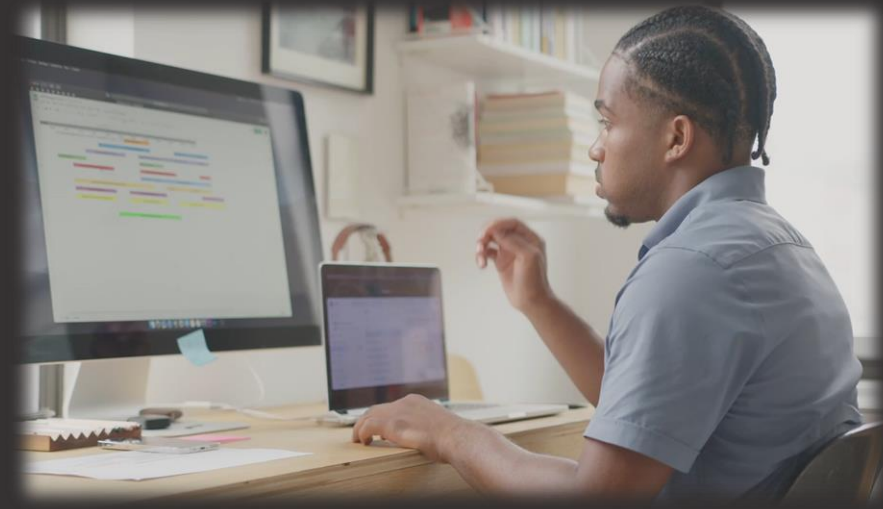
Inform the public of the  
positive contribution made to  
the people of the State of  
Alaska by the construction  
industry

Discuss the problems  
restricting the efficiency and  
productivity of the industry

Propose solutions to those  
problems to assist the  
industry in better assisting  
the public

Establish a communication  
and education system in AK  
schools to inform students of  
the opportunities in the  
building and construction  
industry

Develop strategies to attract  
workers to the construction  
industry



[www.WeBuildAlaska.com](http://www.WeBuildAlaska.com)

[WeBuildAlaska/Facebook](https://www.facebook.com/WeBuildAlaska/)

#WeBuildAlaska



Initially set up during pipeline negotiations

The ACIAP is overseen by a board of trustees which makes grants for the advancement of the construction industry

Trustees include: Mike Swalling, Bert Bell, Robby Capps, Pat Reilly, Phil Anderson, Dave Cruz, and Dana Pruhs

The trustees meet annually in June to review grant requests

## **ALASKA CONSTRUCTION INDUSTRY ADVANCEMENT PROGRAM (ACIAP)**



The Construction 49'ers are leaders in the construction industry that choose to be proactive in promoting the interests of the industry

The Construction 49'ers are companies and individuals that are concerned with the long-term infrastructure needs of Alaska and the ability of the State and the construction industry to address those needs

Members provide a corporate or personal check to fund initiatives and lobbying efforts

Funds cannot go to political candidates

## CONSTRUCTION 49'ERS





# FINAL THOUGHTS

- The board experience should be a positive one
- The board is the caretaker of the organization
- The board speaks as a whole, no board member should have more input or authority than others
- Use business sense; be respectful at all times
- Realize you “represent” the organization
- Always ask questions as they arise (due diligence)
- **Thank you for serving on the board!**