



# CHAPTER HANDBOOK

## 2022

# Associated General Contractors Of Alaska



## Chapter Handbook Board of Directors

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## **WELCOME TO THE** **ALASKA CHAPTER**

The Associated General Contractors of Alaska Board of Directors is made up of those members who devote their time, effort and wherewithal to AGC business. This responsibility not only includes service to the Board, but active participation on Chapter committees, the life-blood of our organization.

This handbook has been developed to assist you in your role as a Board member. It is primarily designed as a reference guide for new Board members. If you cannot find the information you are seeking refer to [www.agcak.org](http://www.agcak.org) and/or contact the AGC staff.



## **Associated General Contractors of Alaska Board Member Job Description**

The Associated General Contractors of Alaska is honored in the wealth of knowledge, professionalism, and dedication represented by its Board of Directors.

As a Board Member, you must be an AGC Member in good standing and support AGCs mission and goals.

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.

### **AGC Board Members Duties and Responsibilities:**

#### **Events**

- Participate in AGC board meetings and events
- Help advise the Executive Board on important issues
- Attend and encourage others to participate in AGC activities
- Financially support AGCs events and encourage others to as well

#### **Issues**

- Participate in an AGC committee(s). AGC of Alaska relies on board members to serve on committees which help to define and implement the internal and external priorities of the organization
- Help educate and inform the public and policy-makers about construction industry issues
- Financially support AGC, PAC at the national and the state level
- Submit comments and testify on development issues; including issues of a broad resource development perspective
- Work to advance legislation and regulations that lead to a healthy construction industry and responsible economic development

#### **Membership**

- Highlight your AGC affiliation whenever possible
- Refer new membership prospects and help with follow-up

#### **Elections**

- Executive Board Officers are elected by Board Members



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





# SARAH LEFEBVRE

## AGC AK PRESIDENT

# AGC BOARD ORIENTATION



**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

- 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

*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.*

# 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

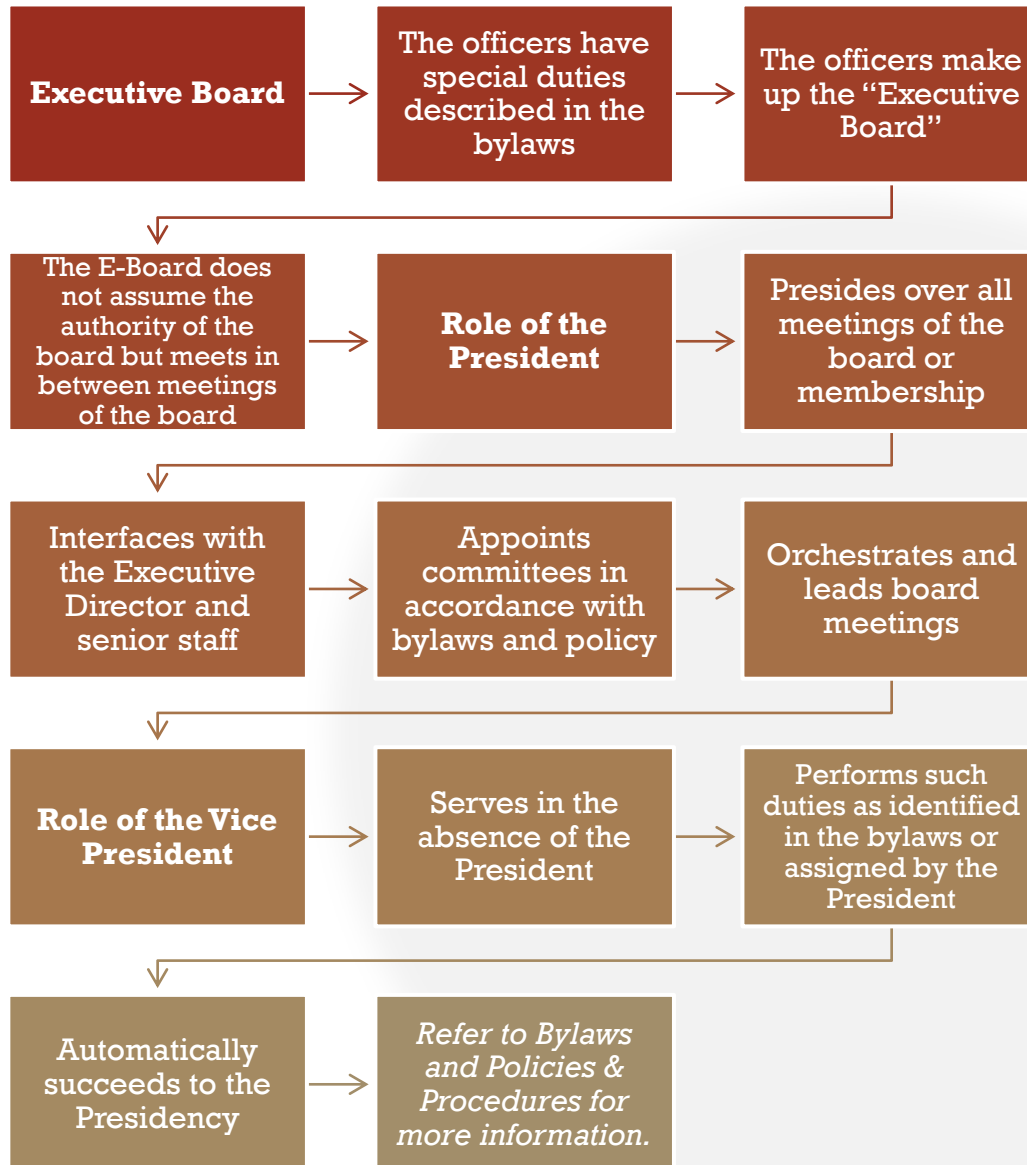
Approves all appointments to the National Board of Directors

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



## 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





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

# 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.



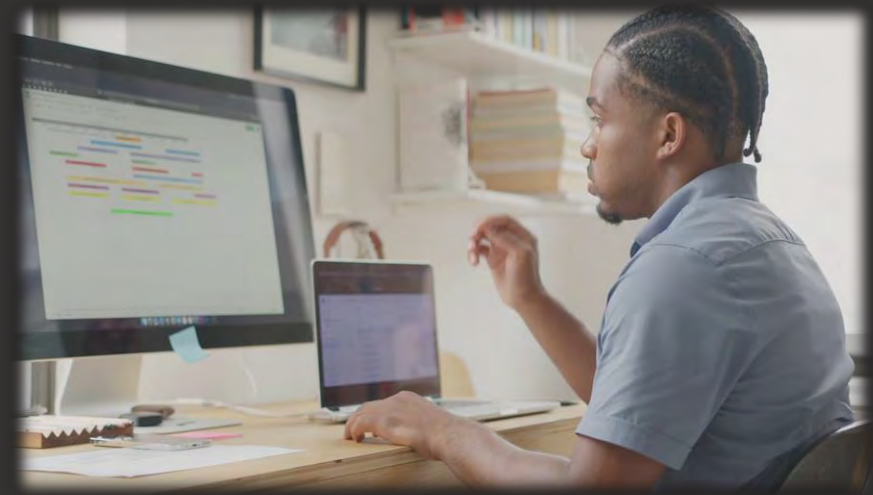
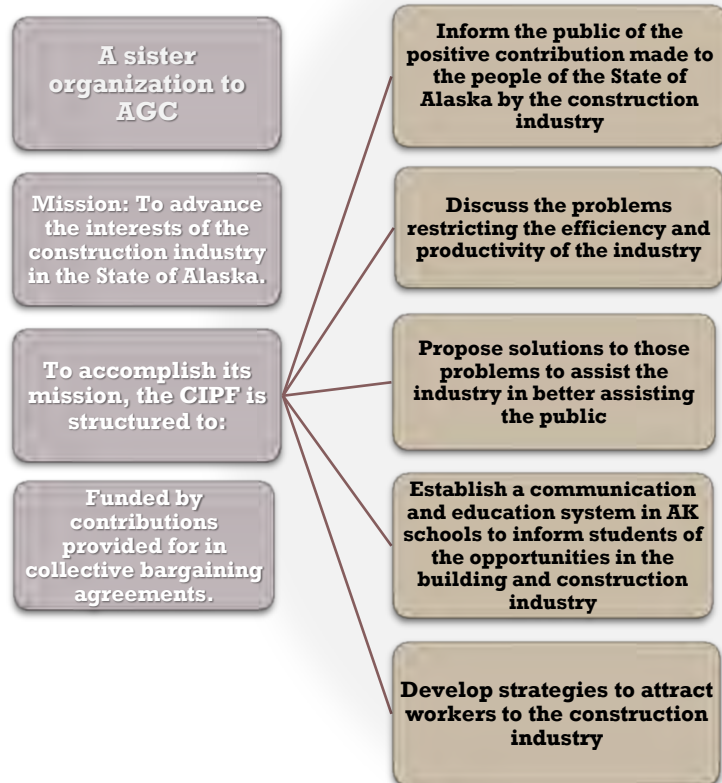
**Board members are expected to take a lead in being significant contributors**



**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)



[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!



# AGC Board of Directors Intro to Member Benefits

HOW YOU CAN HELP  
RECRUIT & RETAIN  
MEMBERS

# Did You Know?

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- ❖ All employees of member companies are also considered members of AGC
- ❖ Membership with AGC of Alaska includes free membership with [AGC of America](#)
- ❖ Members of AGC receive free access to our Online Plans system
- ❖ FALSE: “AGC only supports union contractors”
- ❖ More than half of our members have been members of AGC for more than 10 years
- ❖ AGC of Alaska is celebrating our 73<sup>rd</sup> year as a chapter

# Organizational Structure

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## Who We Are

- Local branch of national organization
- Over 600 members throughout Alaska:  
General + Specialty + Associates
  - 40-person Board of Directors
  - 7-person Executive BOD
  - 8-person staff

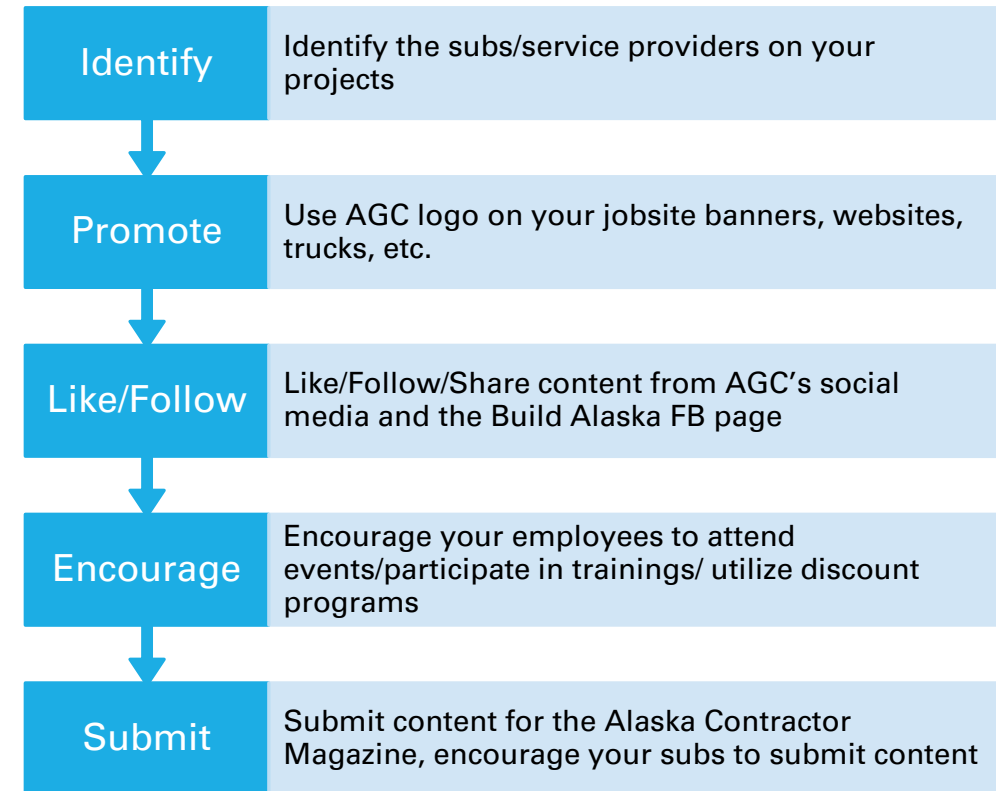
## What We Do

- ❖ Connect members w/ members
- ❖ Connect members w/ jobs & resources
- ❖ Advocate for constructive regulation, legislation and standards that promote a healthy business environment
- ❖ Workforce Development
- ❖ Provide a voice for the industry

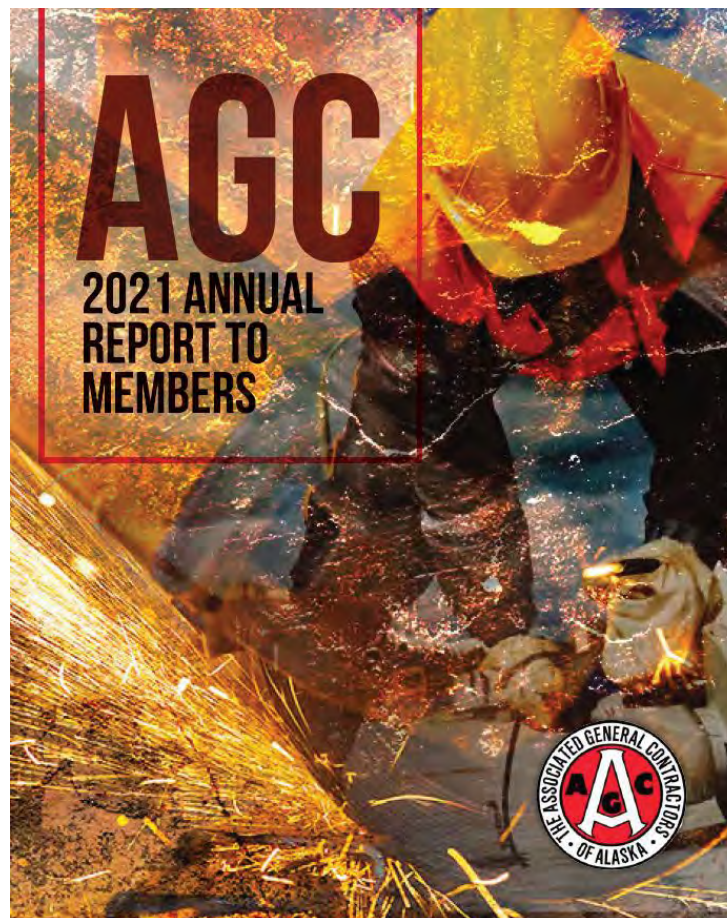
# Utilize Recruiting Tools

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- AGC's Online Plans System
- Networking Events
- 401(k) Retirement Program
- Discounts on Training (AK CESCL/CQM)
- Labor Negotiations
- AGC of America Discount Programs
- Alaska Contractor Magazine



## RECRUITING MATERIALS/COLLATERAL



### AGC of Alaska Membership Return on Investment Calculator

Annual Benefits	Member Rate	Non-Member Rate	Benefit Value
Online Plans Access	Free	\$1,000	\$1,000
AGC Website Member Directory Listing	Free	No access	\$125
AGC Printed Directory Listing	Free	No access	\$300
Invites to Networking Events	Free	No access	\$1,000
Weekly News to Use E-blast	Free	No access	\$500
Monthly AGC Newsletter	Free	No access	\$500
Alaska Contractor Magazine	Free	Free	\$100
Access to AGC Safety Database	Free	No access	\$500
Immediate AGC of Alaska Benefit Value: \$4,025			
Additional Benefits	Member Rate	Non-Member Rate	Benefit Value
Healthcare Enrollment	Available	No access	Dependent on Company
401(k) Retirement Program Enrollment	Available	No access	Dependent on Company
Annual Conference Registration (1st Attendee)	\$300	\$400	\$400
Annual Conference Registration (additional attendees)	\$275	\$375	\$375
Annual Conference Vendor Booth	\$300	\$600	\$600
2-Day AK-CESCL Registration	\$445	\$545	\$545
AK-CESCL Refresher Registration	\$345	\$445	\$445
COM Training	\$200	\$275	\$275
Training Room Rental Base Rate 1/2 Day	\$100	\$175	\$175
Training Room Rental Base Rate Full Day	\$150	\$250	\$250
Included Free w/ AGC of Alaska Membership			
AGC of America Membership		No access	
FedEx Shipping Discount	Available	No access	\$528 avg annual savings
Office Depot Discount	Available	No access	Up to 75% off Office Products
GMC, Chevrolet, Buick Fleet Vehicle Discount	Available	No access	Up to \$1,000 off per vehicle
Avis Rental Car	Available	No access	Up to 25% off rentals
Budget Rental Car	Available	No access	Up to 25% off rentals
AGC Industry Advocacy Efforts			
Do you see value in having a voice with state lawmakers/Alaska's Congressional delegation?	Membership with AGC gives you the opportunity to engage with state legislators, government officials, and state and federal agencies that influence our industry. We actively promote our members' interests, protect their livelihoods, and represent them while keeping them abreast of the latest industry news, trends, business practices, and regulatory and legislative activities at both the state and national level.		Invaluable
Have you ever experienced structural issues on job contracts? (ie, a regulation or standard that's proving impossible to meet)			Invaluable
Do you see value in being part of union negotiations?			Invaluable
Do you see value in receiving updates on legislation and regulations that may affect your ability to do business?			Invaluable

# Questions??

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#WEBUILDALASKA



# **AGC**

# **LEGISLATIVE**

# **PRIORITIES**



## Associated General Contractors of Alaska

### 2022 Legislative Priorities

#### **Priority: Sustainable State Budget**

**Position Statement:** AGC supports the continued focus on a responsible, sustainable and balanced budget, which includes strategies to enhance and diversify Alaska's economy and support and attract infrastructure investments. A sustainable and predictable state budget is vital for our industry; without it, our industry runs the risk of project cancellations, delays, reduced payments, layoffs, and more, which have far reaching and significant impacts to every sector of Alaska's economy and our way of life.

The construction industry continues to be significantly impacted by extreme reductions to the capital budget. In addition, failure to pass the capital budget in a timely manner has long-lasting negative impacts on our industry. The citizens of this state deserve a timely capital budget that provides for safe, economical transportation and infrastructure including; roads, bridges, airports, ports and state buildings.

AGC supports a long-term statewide plan which prioritizes the backlog of deferred maintenance projects for state owned facilities and infrastructure.

AGC also supports the Percent of Market Value approach for balancing public investments, permanent fund dividends and the state's budget.

AGC also encourages the legislature to:

- Prioritize funding for a timely capital budget and deferred maintenance program
- Maximize state match funds for federally funded projects
- Prioritize infrastructure development; we support prudent revenue generation to accomplish that goal

#### **Priority: Responsible Resource Development**

**Position Statement:** AGC supports responsible resource development strategies to enhance Alaska's private sector, promoting and attracting investment in Alaska's infrastructure, which will provide the state with economic certainty into the future.

AGC encourages the Alaska Legislature and the Administration to streamline Alaska's regulatory and permitting laws and policies to facilitate additional exploration, site development, employment, infrastructure, research, reclamation and natural resource production in Alaska.

This includes:

- Minimizing state regulatory burdens
- Addressing term limits and timelines on permit review processes
- Supporting legacy projects, recognizing the State's investment thus far and ensuring those investments are not wasted.
- Maximizing AIDEA and other private/public partnership opportunities to promote and support resource development

### **Priority: Workforce Development/Education**

**Position Statement:** Workforce development and investment are vital to a healthy Alaskan economy, which benefits all Alaskans. Access to a vital, trained workforce ensures Alaska is ready to capitalize on economic opportunities for all regions and sectors in our state. AGC of Alaska supports legislation and administrative efforts focused on attracting and maintaining a quality workforce for the construction industry in Alaska. Recent reductions in program funding have resulted in fewer educational and training opportunities for Alaska's workforce. AGC supports increasing education and training in the STEM fields, both in school and in the trades.

This includes:

- Prioritizing funding for one-stop Alaska Job Centers
- Continuing the Workforce Innovation and Opportunity Act (WIOA Youth), TVEP and STEP grant funding
- Promote the hiring of Alaska residents

### **Priority: Workers' Compensation Reform**

**Position Statement:** AGC of Alaska supports continued efforts to reform workers' compensation regulations. Alaska's workers' compensation insurance rates rank among the highest in the nation, affecting every Alaskan employer and making Alaska less competitive in creating and maintaining jobs.

The recent rate reductions were primarily due to the industry's efforts in reducing workplace injuries and mandating safety as an extremely important part of workplace culture. It's time for government to do its part. We support a series of changes to the Alaska workers' compensation insurance statutes, including:

- Emphasizing on return-to-work programs
- Incorporating directed medical care
- Reforming the current vocational rehabilitation program
- Focusing on outcome-based treatment options
- Addressing opioid abuse and prescription drug abuse



# **CALENDAR**

# **OF**

# **EVENTS**



## **CALENDAR OF EVENTS**

1. **Board of Directors Mixer & Responsibilities and Expectations Orientation** - Thursday, January 27, 2022 – Hotel Captain Cook – 2:30 PM – 4:30 PM - Anchorage
2. **CLC Reception** – Thursday, January 27, 2022 – Hotel Captain Cook – 5:00 PM - 7:30 PM Anchorage
3. **Annual Conference – Part Two (Cont.)**
  - *Excellence in Safety Breakfast* – Friday, January 28, 2022 – Hotel Captain Cook – Anchorage – 8:00 AM – 9:00 AM
  - *Management Symposium* – Friday, January 28, 2022 – Hotel Captain Cook - Anchorage 9:00 AM – 11:45 AM
  - *Excellence in Construction Awards Lunch* – Friday, January 28, 2022 – Hotel Captain Cook – Anchorage – 12:00 PM – 1:30 PM
  - *Afternoon Sessions* – Hotel Captain Cook – Anchorage – 1:45 PM – 4:30 PM
4. **President's Welcome** – Friday, January 28, 2022 – Hotel Captain Cook – 5:00 PM – 7:30 PM – Anchorage
5. **Legislative Reception with AK Miners and AK Truckers** – Tuesday, February 8, 2022 -Hangar on the Wharf – Juneau – 5:00 PM – 7:00 PM
6. **CIPF Construction Spending Forecast Breakfast** – Thursday, February 10, 2022 – AGC Office, Fairbanks – 8:00 AM – 10:00 AM
7. **CIPF Construction Spending Forecast Breakfast** – Friday, February 11, 2022 - Lakefront Hotel – Anchorage – 8:00 AM – 10:00 AM
8. **CLC + UAA Construction Management Club Speed Interviewing** – Friday, February 16, 2022 Anchorage – 5:00 PM – 7:00 PM
9. **Western Chapters Conference Wednesday** – Friday – February 16 – 17, 2022 Sonoma, CA
10. **26<sup>th</sup> Annual Bowl-A-Thon** – Saturday, February 26, 2022 – Fairbanks – 2:00 PM



11. **Executive Board Meeting** – Wednesday, March 2, 2022 – AGC Office, Anchorage – 1:00 PM – 4:00 PM
12. **AGC of America National Conference** -Monday – Thursday, March 28 – 31, 2022 – Grapevine, TX
13. **Spring Board Agency Day** – Thursday, April 14, 2022 – Fairbanks –Time TBD
14. **AGC Board of Directors Meeting** – Friday, April 15, 2022 – Fairbanks – 9:00 AM - 11:00 AM
15. **Anchorage Golf Tournament** – Friday, June 17, 2022 – Moose Run Golf Course – Anchorage – Time TBD
16. **CLC Grill & Chill** – TBD – AGC Office, Anchorage
17. **Executive Board Meeting** – Thursday, July 14, 2022 – 1:00PM – 4:00PM – AGC Office, Fairbanks
18. **Golf Par-Tee** - Thursday, July 14, 2022 – Fairbanks (Tentative)
19. **Fairbanks Annual Golf Tournament** -Thursday, July 14, 2022 – (Tentative)
20. **Clay Shoot** – August 19, 2022 – (Tentative)
21. **Executive Board Meeting** – October 12, 2022 -AGC Office, Anchorage – 1:00 PM – 4:00PM
22. **Chili Cookoff** – Wednesday, October 12, 2022 (Tentative) – AGC Office – Anchorage 5:00 PM – 8:00 PM
23. **Executive Board Meeting** – Wednesday, December 7. 2022 – 1:00 PM – 4:00 PM – AGC Office, Anchorage
24. **Members Holiday Party** – Wednesday, December 7, 2022– Anchorage - 4:30 PM – 7:00PM
25. **Members Holiday Party** – Thursday, December 19, 2021 – Fairbanks, - 5:30PM – 8:30PM –Tentative



# **BOARD**

# **OF**

# **DIRECTORS**



### 2022 AGC Board of Directors

Board Members	Title	Organization
Sarah Lefebvre	President	Exclusive Paving
Brian Midyett	Vice President	STG Pacific, LLC
Marcus Trivette	Secretary	Brice, Inc.
Saigen Harris	Treasurer	F & W Construction Co., Inc.
Carrie Jokiel	Contractor At Large	ChemTrack Alaska, Inc.
Dave Johnson	Associate Member	Anchorage Sand & Gravel Co., Inc.
Gary Klebs	Immediate Past President	KLEBS Mechanical, Inc.
Aaron Bartel		B. C. Excavating, LLC
Brennan Walsh		STG, Inc.
Cuauhtemoc Rodriguez		Coldfoot Environmental Services, Inc.
Dan Hall		Knik Construction Co., Inc.**
David Shahnazarian		American Marine Corporation
Dax Lauwers*		Marsh & McLennan Agency
Derek Betts		Granite Construction Company
Heather Sottosanti		Big State Mechanical LLC
Jason Nichols		ASRC Construction
Jeff Miller		Cruz Construction, Inc.
Jim St. George		St. George Consulting
John Szymik		Hamilton Construction Alaska Co.
Kirk Currey		Construction Machinery Industrial, LLC (CMI)
Kirstie Gray		Gray Services, LLC
Luke Blomfield		Davis Constructors & Engineers, Inc.
Matt Ketchum		K & H Civil Constructors, LLC
Mike Andersen		DAMA Industrial LLC
Mike Davis		GHEMM Company, Inc.
Mike T. Gould		Excel Construction, Inc.
Pat Harrison		Kiewit Infrastructure West Co.
Regina Daniels		Davis Block & Concrete
Ron Pichler		Denali Drilling, Inc.
Scott Vierra		North Star Equipment Services
Sean Hickel		Roger Hickel Contracting, Inc.
Stacy Tomuro		First National Bank Alaska
Steve Rowe		Swalling General Contractors LLC
Tamie Taylor		Taylor Business Solutions, LLC
Toby Drake		Drake Construction, Inc.
Travis Milan		HC Contractors, Inc.
Troy Gray		Knik Construction Co., Inc.**
Tyler Loken		Loken Construction, LLC

*\*Construction Leadership Council Representative Non-Voting Seat*

*\*\*As of 2022, Dan Hall with Knik Construction completed 12 years on the board and graduated to Life Board status. Before moving Dan Hall to the Life Board list, he is completing the second year of his 2-year carry-over term. In the mean time, as is allowed with Life Board Directors, Troy Gray with Knik Construction was eligible to be nominated to the Board. Dan gives his voting rights to Troy. Troy is the single voter for Knik Construction.*

### AGC Life Board

Board Members	Title	Organization
Al Vezey	Life	Lakloey, Inc.



Alice Ellingson	Life	ACE General Contractors
Ben Northey	Life	Goodfellow Bros., Inc.
Bert Bell	Life	GHEMM Company, Inc.
Brian Horschel	Life	Acme Fence Company
Chris Reilly	Life	Rain Proof Roofing
Dana Pruhs	Life	Pruhs Construction Co. LLC (Pruhs Corporation)
Dave D. Cruz	Life	Cruz Construction, Inc.
Dave Haugen	Life	
Derald Schoon	Life	
Donna Brady-Robertson	Life	Sun-Air Sheet Metal, Inc.
Glen Knickerbocker	Life	UNIT COMPANY
Hal Ingalls	Life	Denali Drilling, Inc.
Herb Lang	Life	Anchorage Sand & Gravel Co., Inc.
Jim A. Fergusson	Life	Fergusson & Associates
Jim Dokoozian	Life	Dokoozian & Associates
Kelly Layman	Life	Marsh & McLennan Agency
Marie Wilson	Life	Warning Lites of Alaska, Inc.
Meg Nordale	Life	GHEMM Company, Inc.
Michael Brechan	Life	
Michael Liebing	Life	Otis Elevator Co.
Michelle Holland	Life	Holland Roofing Co., Inc.
Mike Harned	Life	Triple M Consulting
Mike Miller	Life	Granite Construction Company
Mike Swalling	Life	Swalling Construction Co., Inc.
Pat Reilly	Life	Rain Proof Roofing
Phil Anderson	Life	Mizio Social, LLC
R. Greg Romack	Life	Davis Constructors & Engineers, Inc.
Richard "Dick" Cattanaach	Life	UNIT COMPANY
Richard Green	Life	Spenard Builders Supply
Rick Podobnik	Life	Interior Alaska Roofing, Inc.
Robby Capps	Life	F & W Construction Co., Inc. (F&W)
Robert G. Cummings	Life	Denali Mechanical, Inc.
Roger Hickel	Life	Roger Hickel Contracting, Inc.
Roxanna Horschel	Life	Acme Fence Company
Russell Schwartz	Life	Osborne Construction Co.
Sam Robert Brice	Life	Brice, Inc.
Scott Bringmann	Life	Alcan Electrical & Engineering, Inc.
Stephen Walsh	Life	Faulkner Walsh Constructors
Tim Brady	Life	Ken Brady Construction Co., Inc.
Tony Johansen	Life	Great Northwest, Inc.
Tony Neal	Life	
Vance Taylor	Life	

#### 2022 AGC National Governors

Governor Members	Title	Organization
Dan Hall	Elected Governor	Knik Construction Co., Inc.
Jim Fergusson	Life Governor	Fergusson & Associates
Meg Nordale	Elected Governor	GHEMM Company, Inc.
Phil Anderson	Life Governor	Phil Anderson Company
Sam Robert Brice	Elected Governor	Brice, Inc.
Robby Capps	Life Governor	F & W Construction Co., Inc.
Sarah Lefebvre	Chapter President	Exclusive Paving



# **HISTORY**

# **PAST PRESIDENTS**

# **AWARDS**



## **ASSOCIATED GENERAL CONTRACTORS** **OF AMERICA**

The Associated General Contractors of America (AGC) is the leading association for the construction industry. AGC represents more than 26,000 firms, including over 6,500 of America's leading general contractors, and over 9,000 specialty-contracting firms. More than 10,500 service providers and suppliers are also associated with AGC, all through a nationwide network of chapters.

The voluntary trade association of construction industry firms known as the Associated General Contractors of America was formed in 1918 at the suggestion of President Woodrow Wilson, although it traces its roots to the early years of Colonial American History. Membership requirements have remained constant: a blend of skill, integrity and responsibility; and a dedication to improving the professional standards of the construction industry.

The 89 professionally-staffed AGC Chapters have one primary objective; to promote fair and honorable dealings with all owners of construction projects, the labor force and all segments of the industry, including architects, engineers, specialty and subcontractor and suppliers of materials and services such as surety and insurance firms and financial institutions.

A full-service national trade association with a nationwide network of exceptional chapters. AGC members play a powerful role in sustaining economic growth, in addition to producing structures that add to productivity and the nation's quality of life. AGC is truly the "voice and choice" of the construction industry.

By providing members with information in a variety of areas, AGC has earned its reputation as a full-service organization for full-service construction firms. That's what members have expected in the past, and continue to rely on in the future.

### **THE ALASKA CHAPTER**

In September 1948, ten people met in Seattle to form a chapter of the Associated General Contractors. They adopted by-laws and applied for a charter, thus starting the Alaska Chapter of the Associated General Contractors of America.

As Alaska grew, so did AGC.

After receiving its charter in December 1948, the AGC Alaska chapter opened its offices in the Reed building in Anchorage in April of 1949. The office, still located in Anchorage, has moved to accommodate a larger staff and offer an Online Plans service as well as many other services.



Fairbanks, always a town busy with summer construction, was the location of a Plans Room that first opened in 1951. The Anchorage manager divided his time between Anchorage and Fairbanks, usually in Fairbanks one week a month. Now the Fairbanks office has grown to have its own staff person to handle members' needs.

The AGC contracted with Doors and Windows Unlimited to open a plan center in the Kenai area to accommodate our members in that area of the state in 1984. This contract office did not have any direct employees of the association. This office moved in 2000 to the Copyworks office but was closed in 2002 when that business closed.

The AGC continued its full service to members by opening a second branch office in Juneau in May 1979. The full-time assistant manager doubled as a lobbyist during the legislative session to keep members abreast of legislation and to remind the lawmakers of the concerns of the vital construction industry. However, this office was closed in 1992 for lack of participation. AGC still employs a lobbyist during the legislative session.

The Alaska Chapter has different Committees to address the areas that are of interest to members, from labor to finance and safety to education. Besides being active on local committees, our Chapter members serve on national committees and some serve as national AGC Directors. These members and the AGC as a whole are concerned about the future of the industry in Alaska and the United States. Only by helping guide the direction of construction in the nation can we be sure that Alaska's needs are met.

## **AGC OF ALASKA PAST PRESIDENTS**

\* Denotes Deceased

<u>Year</u>	<u>Name</u>	<u>Company</u>
1948-1950	R. H. Stock*	Stock & Grove
1951-1956	D.L. Cheney*	S. Birch & Sons Construction
1957-1958	P. D. Koon*	B-E-C-K Constructors
1959-1960	Lloyd Martin*	Reed & Martin
1961	Lloyd Burgess*	Burgess Construction Co.
1962	A. C. Swalling*	Swalling Construction Co., Inc.
1963-1964	Leonard Thomas*	J.B. Warrack Company, Inc.
1965-1966	James E. Folston*	Rogers Const. Co. & Babler Bros.
1966	W. Ray Rogers*	Rogers Const. Co. & Babler Bros.
1967-1968	Dave Stock*	Stock & Grove
1969-1970	James Lundgren*	Pacific Lundgren Const. Co.
1971-1972	Leo Walsh*	Walsh & Co.
1973	Jack Miller*	M-B Contracting Co.
1974-1975	S. C. Stephens*	Peter Kiewit Sons' Co., Inc.
1976	E.W. "Pete" Casper*	Green Construction Co., Inc.
1977	George E. Atkinson, Jr.*	A & G Construction Co., Inc.
1978	Lon R. McDermott	McDermott Enterprises, Inc.

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1979	John Seawell*	Rogers & Babler
1980	Conrad G.B. Frank*	GHEMM Company
1981	W.D. "Wally" Parker*	Norcoast-Beck Constructors, Inc.
1982	George Williams*	George Williams & Associates
1983	Derald Schoon	UNIT COMPANY
1984	Alice C. Ebenal	ACE General Contractors
1985	George W. Easley*	George W. Easley Company
1986	Cliff Berg*	Berg Construction Co., Inc.
1987	Patrick Steward*	Steward & Co., Inc.
1988	Paul DuClos-	Ken Brady Construction Co., Inc.
1989	William Jones, Sr.*	Northwest Constructors, Inc.
1990	F. Michael Swalling	Swalling Construction Co., Inc.
1991	Stephen L. Walsh	H2W Constructors, Inc.
1992	Allen Vezey	Lakloey, Inc.
1993	Dick Cattanaach	UNIT COMPANY
1994	Michael C. Brechan	Brechan Enterprises, Inc.
1995	Tim Brady	Ken Brady Construction Co., Inc.
1996	R. Greg Romack	Davis Constructors & Engineers
1997	Russell Schwartz	Osborne Construction Co.
1998	J.A. Fergusson	Fergusson & Associates
1999	Patrick Reilly	Rain Proof Roofing Co., Inc.
2000	Michael Miller	M-B Contracting Co., Inc.
2001	Bert Bell	GHEMM Company, Inc.
2002	Marie Wilson	Warning Lites of Alaska, Inc.
2003	Phil Anderson	Exclusive Landscaping & Paving, Inc.
2004	Roxanna Horschel	ACME Fence Company
2005	Terry Fike	Alcan General, Inc.
2006	Robby Capps	F & W Construction Co., Inc.
2007	Glen Knickerbocker	Construction Solutions of America
2008	Roger Hickel	Roger Hickel Contracting, Inc.
2009	Sam Robert Brice	Brice Inc.
2010	Dave Cruz	Cruz Construction
2011	George Tuckness*	Neeser Construction, Inc.
2012	Tony Johansen	Great Northwest Inc
2013	C. John Eng*	Cornerstone General Contractors, Inc
2014	Kevin Welker	Kiewit Building Group
2015	Meg Nordale	GHEMM Company, Inc.
2016	Dana Pruhs	Pruhs Construction Company
2017	Dan Hall	Knik Construction Co., Inc.
2018	Jim St. George	STG, Incorporated
2019	Cuauhtemoc "Rod" Rodriguez	Coldfoot Environmental Services, Inc.
2020	Chris Reilly	Rain Proof Roofing
2021	Gary Klebs	KLEBS Mechanical, Inc.



## **NATIONAL AGC PRESIDENT OF THE YEAR**

W.D. "Wally" Parker, Norcoast-Beck Constructor, Inc.	1981
Tim Brady, Ken Brady Construction Company	1995

## **CHAPTER AWARDS**

### **AWARDS TO AGC OF ALASKA**

National AGC Chapter of the Year	1981
National AGC Cashman Award	1982
National AGC Chapter of the Year	1995
National Public Relations Campaign	2005
National AGC Chapter of the Year	2006
J. Howard Mock	2010
J. Howard Mock	2012
AGC in the Community Award for Camp K Revitalization	2014

## **HARD HAT AWARD**

The Hard Hat Award is AGC of Alaska's most prestigious award. It was established by the chapter to recognize an individual who has demonstrated outstanding contributions to the Alaska construction industry. The selection of a meritorious individual is a matter of serious consideration, deliberation and evaluation. The selected individual must not only possess the qualities of skill, responsibility and integrity, but must possess a distinguished record of giving their time and talent for the betterment of the industry and community. Their high moral standards, personal values, and dedication to excellence characterize such individuals. It is a badge of honor to be worn humbly but proudly, as it represents the gratitude of the industry for a lifetime of contributions. The award is presented during AGC's Dinner Dance at the end of the Annual Conference.

Leonard Thomas*	1964
Col. Haygood, Corps of Engineers*	1964
Al Swalling*	1965
Art Jacobs, Crittenden, Casetta, Wirum & Jacobs*	1965
Jim Folston*	1966
J. Irwin Miller*	1967



Charles Griffith, AK Railroad Const. *	1967
Ray Rogers*	1968
Ken Sheppard*	1969
Jim Lundgren*	1971
Clyde Lewis*	1972
George Atkinson*	1973
Jack Miller*	1974
Ernie Kisse*	1975
Jack Spake, AK Southcentral Dist. Hwy. Engr. *	1976
S.C. Stephens*	1977
George Ed Smith, AGC Manager*	1978
E. W. "Pete" Casper*	1979
W. "Woody" Johansen, Interior Region AK DOT/PF*	1979
Robert O. Anderson, Atlantic Richfield Co. *	1980
Clyde O. Hovik *	1980
Conrad G. B. Frank*	1981
W. D. "Wally" Parker*	1982
Edmund N. Orbeck, Commissioner DOL, State of AK*	1982
D. L. Cheney*	1983
Leo L. Walsh*	1984
George W. Easley*	1985
Arthur "Art" Andersen, Andersen-Bjornstad-Kane-Jacobs	1985
Minnie Helena Swalling*	1986
George N. Nelson*	1986
Ernest "Ernie" Caston*	1986
Maj. Gen. George R. Robertson, Corps of Engineers	1987
Cliff Berg*	1987
Senator Ted Stevens*	1988
Herman Reichmann*	1988
Patrick Steward	1989
William "Bill" Nelson*	1989
Glen D. Chambers*	1990
Derald Schoon	1990
Herb Lang	1991
William Jones, Sr. *	1991
Stan Smith*	1992
Tim Brady	1992
P.D. Koon*	1993
Joseph P. Jackovich*	1993
Richard "Dick" Cattanach	1994
Harold Kerslake*	1995

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<u>Roxanna Horschel</u>	<u>1995</u>
<u>Heinrich Springer, AGC of Alaska*</u>	<u>1996</u>
<u>J. A. Fergusson</u>	<u>1996</u>
<u>Harvey Dougherty*</u>	<u>1997</u>
<u>F. Michael Swalling</u>	<u>1997</u>
<u>Rich Richmond*</u>	<u>1998</u>
<u>Marie Wilson</u>	<u>1998</u>
<u>Dick Engebretson*</u>	<u>1999</u>
<u>R. Greg Romack</u>	<u>1999</u>
<u>Pat Reilly</u>	<u>2000</u>
<u>Derrall McBirney*</u>	<u>2001</u>
<u>Mano Frey</u>	<u>2001</u>
<u>April Reilly</u>	<u>2002</u>
<u>Mike Harned</u>	<u>2002</u>
<u>Vance Taylor</u>	<u>2003</u>
<u>Pete Stone</u>	<u>2003</u>
<u>Dennis Nottingham</u>	<u>2004</u>
<u>Hal Ingalls</u>	<u>2005</u>
<u>Albert "Bert" Bell</u>	<u>2006</u>
<u>Mike Miller</u>	<u>2007</u>
<u>Phil Anderson</u>	<u>2008</u>
<u>Dan Cuddy*</u>	<u>2009</u>
<u>Alice Ellingson</u>	<u>2009</u>
<u>Terry Fike</u>	<u>2010</u>
<u>Jerry Neeser</u>	<u>2011</u>
<u>Robby Capps</u>	<u>2012</u>
<u>Traci Johnson</u>	<u>2013</u>
<u>Al Brice</u>	<u>2014</u>
<u>Andy Brice</u>	<u>2014</u>
<u>Sam Richard Brice*</u>	<u>2014</u>
<u>Jim Jansen</u>	<u>2015</u>
<u>Dave Cruz</u>	<u>2016</u>
<u>Congressman Don Young</u>	<u>2017</u>
<u>Tamie Taylor</u>	<u>2018</u>
<u>Richard Green</u>	<u>2019</u>
<u>C. John Eng*</u>	<u>2020</u>
<u>Meg Nordale</u>	<u>2021</u>

\* Denotes Deceased

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
ASSOCIATED GENERAL CONTRACTORS OF ALASKA, INC.**

These Amended and Restated Articles of Incorporation correctly set out the provisions of the Articles of Incorporation as amended. These Amended and Restated Articles of Incorporation have been adopted as required by law and the Bylaws of the Associated General Contractors of Alaska, Inc. on November 13, 2020, and supersede the original Articles of Incorporation and all amendments.

**ARTICLE I**

The name of this Chapter shall be: ASSOCIATED GENERAL CONTRACTORS OF ALASKA, INC.

**ARTICLE II**

The objects and purpose for which this Chapter is formed are as follows:

**First:** To bring together into one association and organization those people, including corporations, partnerships, and individuals engaged in building, utility, heavy, highway, railroad, airport and river and harbor construction. The NAICS Industry Grouping Code for the Corporation is 813990.

**Second:** To foster and promote amiable relations between members of this Chapter and allied branches of the construction industry, as well as other industries and trades.

**Third:** To protect and promote the trade, commerce, and interests of members of this Chapter; to promote members' general welfare by establishing and maintaining a uniformity in customs, practices and usages of the membership; to encourage amiable relationships and cooperation with agencies of the Federal, State, and Municipal governments and political subdivisions thereof and with all other interests which require construction services.

**Fourth:** To assemble, compile and disseminate information relative to the construction industry and other matters that may be helpful to the members hereof.

**Fifth:** For the promotion, welfare and interests of members of this Chapter to affiliate with the national organization of the Associated General Contractors of America, Inc.

**Sixth:** To acquire by way of gift, to buy, sell, rent, lease and exchange real estate, improved or unimproved, and to build, construct, alter or otherwise to acquire or obtain the use of and to improve and operate any and all buildings and other improvements on such real estate as may be suitable or convenient for the carrying out of any of the purposes of the Chapter.

**Seventh:** To prepare for publication and to publish, to manufacture and distribute, directly or indirectly, such books, pictures, magazines, pamphlets and publications of all kinds and such moving pictures, radio programs, television programs and the like as may be necessary, suitable or convenient for carrying out the purposes of the Chapter.

**Eighth:** To borrow money for all lawful purposes of the Chapter, to make accept, endorse, create, execute and issue bonds, promissory notes and other obligations or evidences of indebtedness of any nature for the purpose of property or for any lawful purpose of the Chapter and to secure the payment thereof and of the interest thereon by mortgage, pledge, deed of trust or otherwise, on the whole or any part of the property of the Chapter.

**Ninth:** To acquire, own, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, obligations or other securities of other corporations, domestic or foreign, investments or otherwise, where necessary or proper for or in connection with any lawful purpose of the Chapter, and, while the owner thereof, to exercise all rights, powers and privileges of ownership, including the power to vote thereon.

**Tenth:** Without limit as to amount, to receive gifts of money or property and to hold the same for the purpose of the Chapter and its work.

**Eleventh:** To do any and all things necessary, suitable, convenient or proper for or in connection with or incidental to the accomplishment of any or the purposes herein set forth or any other lawful purpose of the Chapter.

**Twelfth:** To pursue said purposes, conduct any and all lawful business incidental thereto, or any part thereof, both within and without the State of Alaska.

**Thirteenth:** The purposes enumerated in the foregoing paragraphs shall not by implication or restrictive enumeration be construed to limit the purposes specifically defined, it being the intent of the Chapter that the Chapter shall, as far as the same may be lawful, promote and foster, on behalf of the Chapter, other general objects which shall relate to the purposes hereinabove enumerated.

### **ARTICLE III**

The principal place of transacting business of the Chapter shall be at Anchorage, Alaska.

### **ARTICLE IV**

The life of this Chapter shall continue in perpetuity.

### **ARTICLE V**

Membership shall be as defined in Article VI Membership of the current Bylaws. The Board of Directors may amend the Bylaws to change the Chapter Membership without amending the Amended and Restated Articles of Incorporation.

### **ARTICLE VI**

1. The management of this Chapter is hereby vested in a Board of Directors which shall consist of no less than thirty (30) nor more than forty (40) persons, each of whom shall be a member in good standing in this Chapter. The Board of Directors shall be elected in the manner set forth in the Bylaws.

2. A director of the Chapter shall not be personally liable to the Chapter for monetary damages for breach of fiduciary duty as a director except for liability for (1) any breach of the director's duty of loyalty to the Chapter; (2) acts or omissions not in good faith that involve intentional misconduct or a knowing violation of law; or (3) a transaction from which the director derives an improper personal benefit.

3. If the Alaska Nonprofit Corporation Act is subsequently amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of

the Chapter shall be eliminated or limited to the fullest extent permitted by the Alaska Nonprofit Corporation Act, as amended.

4. Any repeal or modification of the foregoing provisions of this Article shall not adversely affect any right or protection of a director of the Chapter existing at the time of such repeal or modification.

5. Except as otherwise provided by law and as outlined by the Bylaws adopted by the Board of Directors, the Chapter shall indemnify and hold harmless each director and officer of the Chapter from and against any loss, injury, expense, or damage suffered or sustained by him or her by reason of any acts, omissions, or alleged acts or omissions, arising out of his or her activities on behalf of the Chapter or in furtherance of the interest of the Chapter including (but not limited to) any judgment, award, settlement, reasonable attorney's fees, and other costs or expenses incurred in connection with the defense of an actual or threatened action, proceeding, or claim, provided that the acts or omissions, or alleged acts or omissions, by such indemnified person on which such actual or threatened action, proceeding or claim is based are not adjudged (by a court of competent jurisdiction) to have been performed or omitted fraudulently or in bad faith or as a result of gross negligence. The Board of Directors have adopted Bylaws to further define the Chapter's indemnity established by this Article.

#### **ARTICLE VII**

The officers of the Chapter who shall manage its affairs shall consist of a President, Vice-President, Secretary and Treasurer, who shall be members of the Board of Directors and elected at the annual meeting of the Chapter in the manner provided in the Bylaws.

#### **ARTICLE VIII**


Proposed changes to amend, alter, or repeal any Article or section of the Bylaws may be introduced at any Annual or Special meeting of the membership. A two-thirds majority of the Contractor membership (General and Specialty members only) is required for final approval. If a two-thirds majority of the Contractor membership is not obtained at time of introduction but is favored by a simple majority of those present, the proposal will take the following course:

If a majority of members who are present and voting are in favor of the proposed changes, the Chapter office will forward copies of the proposal to all Contractor members (General and Specialty only) within ten days of the meeting. At the end of thirty days following the Annual or Special meeting, the proposed changes will be considered as adopted and approved, unless at least one-third of the Contractor membership has expressed its opposition in writing.


#### **ARTICLE IX**

The registered agent of the Chapter is: Alicia Siira, whose address is 8005 Schoon Street, Anchorage, Alaska 99518.

DATED: 2/2/20

By:   
Chris Reilly, President

DATED: 2/2/21

By:   
Sarah Lefebvre, Secretary

**A RESOLUTION ADOPTED AT A GENERAL MEETING OF  
THE BOARD OF DIRECTORS AND MEMBERS OF  
ASSOCIATED GENERAL CONTRACTORS OF ALASKA, INC.**


The following resolution was adopted at a General Meeting of the Board of Directors and Members (both General and Specialty Members) of Associated General Contractors of Alaska, Inc. held on November 13, 2020, at the corporate offices, located at 8005 Schoon Street, Anchorage, Alaska. Present in person were, by proxy or in person or by a Zoom meeting, both General and Specialty Members, representing in excess of two-thirds of the General and Specialty Members of the Corporation and a quorum of the Board of Directors.

There was discussion regarding amending and restating the Corporation's Articles of Incorporation. Upon motion duly made and seconded, and approved by the required two-third's vote of the General and Specialty Members and the Board of Directors, the following resolution was adopted:

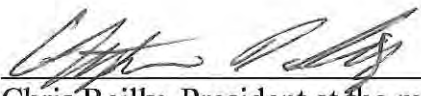
**RESOLUTION**

RESOLVED, that the Corporation adopts and approves the Amended and Restated Articles of Incorporation of Associated General Contractors of Associated General Contractors of Alaska and authorizes the President and Secretary to execute the Amended and Restated Articles of Incorporation attached to this resolution.

The Secretary and President signing below certify that this resolution was adopted as stated herein on November 13, 2020.

  
\_\_\_\_\_  
Sarah Lefebvre, Secretary at the meeting  
Date: February 2, 2021.

ATTEST:

  
\_\_\_\_\_  
Chris Reilly, President at the meeting  
Date: 2/2, 2021

RESOLUTION

A3607\4\RESOamendArticles

# ASSOCIATED GENERAL CONTRACTORS OF ALASKA, INC.



## BYLAWS

# ASSOCIATED GENERAL CONTRACTORS OF ALASKA, INC.

## BYLAWS

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# **BYLAW OF THE ASSOCIATED GENERAL CONTRACTORS OF ALASKA**

## **ARTICLE I - NAME**

The name of this organization shall be the "Associated General Contractors of Alaska, Inc." hereinafter referred to as the "Chapter" or the "Association."

## **ARTICLE II - LOCATION**

The principal office and headquarters of the Chapter shall be in Anchorage, Alaska. Branch offices may be established in other cities in Alaska if deemed necessary by the Board of Directors.

## **ARTICLE III - PURPOSES**

Consistent with its Articles of Incorporation, the purpose of the Association is to advance the business interests of the construction companies and related firms that make up its membership, including their interest in public and private investment in the improvement of real property and their interest in continuous improvement in the performance of the construction industry itself. To these ends, the Association advocates public policies that will expand and enhance the construction industry, offers educational programs and materials on topics of interest to its members, and encourages dialogue not only among construction companies but also between those companies and related firms, including public and private property owners and design professionals. The Association also encourages its members to maintain their longstanding commitment to SKILL, INTEGRITY AND RESPONSIBILITY.

## **ARTICLE IV - SPECIAL AIMS**

The Chapter shall have all general and special powers permitted to nonprofit corporations under the laws of the State of Alaska. Such powers shall include (without limitation) the power:

- (a) To acquire, own, mortgage, operate, and dispose of real and personal property and to invest the funds of the Chapter;
- (b) To do and perform any and all things necessary and proper in the opinion of the Board of Directors of the Chapter to aid in the accomplishment of the above-mentioned objectives and aims.

## ARTICLE V - JURISDICTION

The Chapter shall have and exercise jurisdiction over all building, utility, heavy, highway, railroad, airport, river and harbor, and all other construction work performed in the State of Alaska.

## ARTICLE VI - MEMBERSHIP

**Section 1. Contractor.** A Contractor is any individual, firm or corporation who, by agreement with another party, undertakes to execute work in its entirety or as a subcontractor and who executes such work in whole or in part with its own construction forces. Only contractors that have established a reputation for skill, integrity and responsibility and hold the appropriate state licenses, shall be eligible for Contractor membership. Contractor membership includes membership in the Associated General Contractors of America, Inc.

**Section 2. Associate.** An Associate is any individual, firm or corporation engaged in the manufacture or merchandising of materials, supplies or equipment to contractors, or in the furnishing of services to the industry, such as banking, bonds, insurance, shipping, transportation, or any other service not normally performed by a subcontractor. Any Associate member who becomes a Subcontractor or Contractor must apply for new membership in the correct classification. Failure to do so will render the Associate member subject to expulsion from the Chapter, as determined by the Board of Directors.

**Section 3. Affiliate.** An Affiliate is any individual sharing concern and interest in the construction industry. Affiliate members shall have a voice but not vote at any membership meeting.

**Section 4. Application for Membership.** Application for membership shall be made to the Membership Committee on the forms furnished for that purpose. Each application shall be accompanied by payment in an amount equal to the basic annual dues as evidence of good faith. The Membership Committee shall immediately submit to the Executive Director or designee a list of applicants approved for membership who will also notify the Board of Directors. Approved applicants shall be notified by the Executive Director.

- (a) Applicants not receiving approval from the Membership Committee may ask for consideration by the full Board of Directors in which case approval by a majority of the Board of Directors is necessary. An applicant refused by the Board of Directors cannot reapply within one year from date of such refusal.

**Section 5. Name Changes.** In case a member, either individual, firm or corporation, shall make a change in its business title or firm name, then such member shall at

once notify the Membership Director. If assurance satisfactory to the Executive Board be given that a material change in the management of the firm or corporation has not taken place, then the name shall be changed on the records of the Chapter without affecting the standing of the member.

**Section 6. Duration of Membership and Resignation.** Membership in the Association may terminate by voluntary withdrawal as herein provided, or otherwise in pursuance of these bylaws. All rights, privileges and interest of a member in or to the Association shall cease on the termination of membership. Any member may, by giving written notice of such intention, withdraw from membership. Such notice shall be presented in writing to the Membership Director on or before the close of the current year ending December 31, and shall be effective on December 31 of the calendar year during which the written resignation is received. Unless earlier terminated by resolution of the Board of Directors, dues for the remaining term shall be due and payable.

**Section 7. Suspension and Expulsion.** A membership may be terminated when a member is delinquent in the payment of dues, adjudicated bankrupt, or when a member is no longer affiliated with the construction industry. In addition, any membership may be suspended or terminated for cause. Sufficient cause for such suspension or termination of membership shall be violation of the bylaws or any lawful rule or practice duly adopted by the Association or any other conduct prejudicial to the interests of the Association. Suspension or expulsion for cause shall be by two-thirds vote of the entire membership of the Board of Directors, provided that a statement of the charges shall have been sent by certified or registered mail to the last recorded address of the member at least twenty (20) days before final action is taken thereon. This statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors at which the charges shall be considered and the member shall have the opportunity to appear to present any defense to such charges before action is taken thereon.

**Section 8. Division of Members.** Contractor members of the Association may be divided into divisions, as may be designated by the Board of Directors according to the various divisions of the industry, such as Building, Heavy-Industrial Highway-Utility, or Specialty. The Board of Directors may specify a minimum number of Directors for election in each division.

## **ARTICLE VII - MEETINGS**

**Section 1. Annual.** There shall be an annual meeting of the General Membership of the Association during last quarter of the calendar year at such place as may be determined by the Board of Directors. Notice in writing shall be furnished to all members of the time and place of the meeting.

**Section 2. Presiding Officer.** The President, and in his/her absence then Vice President, and in his/her absence then Secretary, and in his/her absence then Treasurer shall preside at meetings of the membership, sessions of the Board of Directors and Executive Board. In the absence of the President, Vice President, Secretary and Treasurer, the board members in attendance at a Board meeting shall select a Chairman.

**Section 3. Quorum.** At all meetings of the membership, a quorum shall be fifteen (15) Contractor members.

**Section 4. Voting.** Each Contractor and Associate member who are present and in good standing are entitled to vote at all meetings of the membership. The principle of one member, one vote shall apply. Each Affiliate member present at any membership meeting shall have a voice but not a vote.

**Section 5. Proxies.** At all meetings of the membership, of the Board of Directors, and of all committees, votes shall be cast in person. There shall be no voting by proxy.

**Section 6. Conduct of Meetings.**

- (a) The order of business at all meetings, including Board of Director meetings, shall be set forth in the AGC Board Policies and Procedures.
- (b) The usual parliamentary rules as laid down in Robert's Rules of Order shall govern all deliberations when not in conflict with these 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 3. Elected Contractor Directors.** Contractor Directors shall be elected by secret ballot at the Annual Meeting from nominees selected by the Nominating Committee and from nominations made from the floor. Only Contractor members may vote for Contractor Directors.

**Section 4. Elected Associate Directors.** Irrespective of Article VII Section 4 the Associate Directors shall be elected by mail or email ballot and announced at the Annual Meeting. Nominees for Directors shall be solicited from the Associate members. Only Associate members may vote for Associate Directors.

**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.

**Section 7. Restriction on Number of Directors from Same Company.** No corporation, company or firm shall have more than one representative nominated, appointed and/or elected to the Board of Directors at one time except that if a Life Director be from a corporation, company or firm from which another Director is nominated and/or elected, the duly elected representative may serve as an elected Board member; however, they shall jointly only have one vote on matters requiring such a vote of the Board of Directors. The matter designating who or how that vote will be cast may be determined by the parent corporation, company or firm unless circumstances preclude such action, in which case it will be determined by the President or whoever is acting as such at the time.

**Section 8. Geographical Representation of Elected Officers and Directors.** Geographical representation may be considered in their nomination.

**Section 9. Resignation, Removal and Vacancies.**

- (a) If an elected or appointed director retires from or relinquishes office or is removed from office for any reason, the vacancy so created shall be

filled immediately by the President in accordance with Section 5 of this article. The newly appointed Director will immediately assume the duties and the term of office of the replaced Director. Geographical representation may be considered when filling vacancies.

- (b) If any person elected shall be found by the Board of Directors to be ineligible to the office to which he/she is elected, or should he/she decline the election, the President shall appoint a member in accordance with Section 5 of this article.

**Section 10. Term of Office.** Directors may be elected for one year or two year terms in accordance with the procedures established by the Board of Directors. The term of each newly elected Director shall begin at the close of the Annual Meeting at which he/she was elected. Retiring officers shall hold over until their successors are qualified.

**Section 11. Regular Board Meetings.** The Board of Directors shall hold not less than three (3) scheduled meetings each year, one immediately following the Annual meeting, one during the summer season; and one prior to the Annual Meeting.

**Section 12. Special Board Meetings.** Special meetings of the Board of Directors may be called at any time by the President or by any ten (10) members of the Board of Directors.

**Section 13. Notice of Board Meetings.** A minimum of thirty (30) days written notice shall be given for scheduled meetings, and forty-eight (48) hours written notice for special meetings. Notice of a Special Meeting shall contain a statement of the purpose(s) of such meeting and such Special Meeting shall be limited to decisions relating to these matters.

**Section 14. Teleconferencing.** In an emergency or in accordance with procedures established by the Board of Directors, the President may conduct a meeting of the Board of Directors by teleconference with Chapter offices throughout the State. Participation in a meeting pursuant to this provision shall constitute presence in person at such a meeting.

**Section 15. Standards of Conduct for Directors.**

- (a) A director shall perform his or her duties, including the duties as a member of a committee: (1) in good faith; (2) with the care of an ordinarily prudent person in a like position would exercise under similar circumstances; and (3) in a manner the Director reasonably believes to be in the best interests of the Chapter.
- (b) In performing his or her duties, a director is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by:

- i. one or more officers or employees of the Chapter whom the director reasonably believes to be reliable and competent in the matters presented;
  - ii. legal counsel, public accountants or other persons as to matters the director reasonably believes are within the person's professional or expert competence; or
  - iii. a committee of the Board of which the director is not a member, as to matters within its purview, if the director reasonably believes the committee merits confidence.
- (c) A director is not acting in good faith if the director has knowledge concerning the matter in question that makes reliance otherwise permitted by subsection (b) unwarranted.

**Section 16. Conflicts of Interest.** A director shall disclose all conflicts of interest and may not act in matters in which he or she has a substantial and material conflict of interest. The Director shall disclose any conflict of interest at each Board of Directors meeting.

(a) Conflict of Interest Defined.

A director shall be considered to have a conflict of interest if he or she or a member of his or her immediate family:

- i. has an economic interest in a transaction which is the subject of proposed action by the Chapter and the economic interest is adverse, competitive, potentially adverse or potentially competitive to the interest of the Chapter;
- ii. is a member or holds a significant interest in another entity that is the subject of the proposed action by the Chapter;
- iii. is a member of the Board of Directors (or other governing body), or an officer or manager of another entity that is the subject of the proposed action by the Chapter; or,
- iv. is a party to or a potential party to threatened or pending litigation or administrative proceedings in which the position is adverse to that of the Chapter.

(b) Determination of Substantial and Material Conflict of Interest.

When a Director has a potential Conflict of Interest, the Director shall notify the Board of Directors before the Board considers the matter with respect to which the actual or potential conflict exists, of all material facts concerning the nature of the Conflict of Interest. The existence of a Conflict of Interest shall be recorded in the minutes of the meeting of the Board of Directors.

The Board shall determine if a particular Director has a substantial and material Conflict of Interest under this Section. The issue shall be voted on by the Directors who do not have a Conflict of Interest on the matter to be considered. The Director with a Conflict of Interest shall not participate in the discussion of the conflict and shall abstain from voting on the issue of the conflict and shall leave the meeting while the

disinterested Directors discuss and vote on the conflict. However, the Director may be counted in determining the presence of a quorum at the meeting at which the Board of Directors considers the matter giving rise to the conflict.

(c) **Disqualification of Director.**

If a majority of the voting Directors votes that a substantial and material Conflict of Interest exists, then the Director shall be disqualified from discussing or voting on the matter in which he or she has a substantial and material Conflict of Interest.

## **ARTICLE IX - EXECUTIVE BOARD**

**Section 1. Authority.** The Executive Board shall conduct all normal business of the Chapter subject to the instructions of the Board of Directors and in accordance with these Bylaws. The Executive Board may not establish Chapter policy, which is reserved as a responsibility of the Board of Directors. The Executive Board may poll the Board of Directors by telecommunication devices for purposes of instruction or guidance.

**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.

**Section 3. Election of Contractor-at-Large Representative.** The Contractor-at-Large Representative on the Executive Board shall be elected by the directors each year at the Board of Directors meeting during which Chapter officers are elected. The Contractor-at-Large Representative may not serve more than two consecutive terms.

**Section 4. Election of Associate Representative.** The Associate Representative on the Executive Board shall be elected by and from the Associate Directors every odd year at the Board of Directors meeting during which the Chapter officers are elected. The Associate Director elected to the Executive Board may not be re-elected to the Executive Board. They may serve one 2-year term on the Executive Board and then must leave the Executive Board for 2-years.

**Section 5. Meetings.** The Executive Board meets at the call of the President or by two members. It may exercise the powers of the Board of Directors when the Board is not in session, reporting to the Board any action taken. Four members shall constitute a quorum. Members of the Executive Board may participate in the meetings via teleconference.

## ARTICLE X - OFFICERS

**Section 1. Term.** Each elective officer shall take office immediately and serve for a term of one year and until a successor is duly elected and qualified.

**Section 2. Vacancies.** Vacancies in any office may be filled for the balance of the term thereof by the Directors at any regular or special meeting.

**Section 3. President.** The President shall be the principal elective officer of the organization, shall preside at meetings of the Association, the Board of Directors and the Executive Board, and shall be a member ex-officio, with right to vote, on all committees except the Nominating Committee. The President shall also, at the Annual meeting of the Association and at such other times as he/she shall deem proper, communicate to the association or to the Board of Directors such matters and make such suggestions as may in his/her opinion tend to promote the welfare and increase the usefulness of the Association, and shall perform such other duties as are necessarily incident to the office of President or as may be prescribed by the Board of Directors.

**Section 4. Vice President.** The Vice President shall, in the absence or the inability of the President to act, perform the duties of the President. The Vice President shall assist the President in the administration of the Chapter and perform other duties as required by the Board of Directors.

**Section 5. Secretary.** The Secretary shall give notice of and attend all meetings of the Association, the Board of Directors and the Executive Board; keep a record of all proceedings; attest to documents and perform such other duties as are usual for such official or as may be duly assigned.

**Section 6. Treasurer.** The Treasurer shall keep an account of all moneys received and expended for the use of the Association, and shall make disbursements authorized by the Board and approved by the Executive Director and such other officers as the Board may prescribe. The Treasurer shall serve as Chairman of the Finance committee and shall make a report at the annual meeting or when called upon by the President. A review may be allowed upon recommendation of the Finance Committee and approval by the Executive Board, in lieu of an audit. An audit shall be performed no less than every 3 years.

**Section 7. Bonding.** At the direction of the Board of Directors, any officer or employee of the Association shall furnish, at the expense of the Association, a fidelity bond, in such a sum, as the Board shall prescribe.

## **ARTICLE XI - EXECUTIVE DIRECTOR AND STAFF**

The Executive Board, with the approval of the Board of Directors, shall employ an Executive Director and authorize the employment of such other staff as needed to conduct the business of the Chapter. The Executive Director shall be responsible for the management and execution of programs, activities, and affairs of the Association as established and directed by the Board of Directors.

The Executive Board shall negotiate the salary and conditions of employment of the Executive Director. The Executive Director serves at the pleasure of and is responsible to the Board of Directors.

## **ARTICLE XII - COMMITTEES**

Certain activities and programs of the Association shall be executed by volunteer Committee. The following are standing committees and members shall be appointed on an annual basis as are further defined in the AGC of Alaska Policies & Procedures.

- (a) External Relations Committee
- (b) Internal Affairs Committee
- (c) Finance Committee
- (d) Regulatory Committee
- (e) Political Action & Legislative Committee
- (f) Education, Training & Workforce Development Committee
- (g) Membership Committee
- (h) Events Committee

**Section 1. Committee Appointments.** The President, subject to the approval of the Board of Directors, shall annually appoint such standing, special, or subcommittees as may be required by the bylaws, the Board, or as the President may find necessary.

**Section 2. Authority and Responsibility of Committees.** All committees may make recommendations to the Executive Board or the Board of Directors regarding policy and procedural matters within the scope of their responsibilities.

## **ARTICLE XIII- DUES**

**Section 1. Assessment.** The annual dues for each classification of member to finance the Association's operations and ensure continuity of its services shall be fixed or changed by the Board of Directors. The Board shall establish procedures for the collection of dues.

**Section 2. Joint Ventures.** The sponsoring company of a joint venture operation will be responsible for preparing the quarterly report and making the dues payment

for the project. If a joint venture consists of an AGC Contractor and an Independent Contractor, the AGC Contractor will be responsible for the quarterly report and payment for the entire venture, regardless of sponsoring.

**Section 3. Subsidiaries.** If a parent company is an Association member, each of their subsidiaries shall have the option of being voting or nonvoting members. Voting privileges membership require quarterly reporting of construction revenues for work performed in Alaska for dues calculation. If subsidiary voting privileges are not desired, the parent company is responsible for preparing quarterly volume reports and will include all of their subsidiary construction work conducted in Alaska used for dues calculation. If subsidiary voting privileges are desired, each of the subsidiary companies shall be responsible for preparing quarterly volume dues reports for each of those entities' construction work conducted in Alaska.

**Section 4. Audit.** When deemed necessary, the Board of Directors may require an audit by a Certified or Licensed Public Accountant, of the annual records of members to ascertain total volume of work performed by such members during any calendar year. Cost of each audit will be borne by the offending contractor.

**Section 5. Delinquencies.** Any delinquencies in the payment of dues will be reported to the Board of Directors by the Treasurer at each meeting of the Board of Directors. When directed by the Board, all Chapter services to delinquent members will be discontinued and membership may be terminated without hearing, provided that any member may request from the Board of Directors an extension of time for payment of dues. An explanation must accompany the request. The Board may grant such extensions subject to any compelling or extenuating circumstances, which may be involved.

## **ARTICLE XIV - AFFILIATIONS**

Upon a two-thirds vote of the full Contractor membership, the Board of Directors may cause this Chapter to withdraw its affiliation with the Associated General Contractors of America.

The Executive Board has the obligation to interface with related entities including:

- (a) Construction Industry Progress Fund (CIPF)
- (b) Alaska Construction Industry Advancement Program (ACIAP)
- (c) Fairbanks Task Force
- (d) Associates Council
- (e) Construction Leadership Council
- (f) Hard Hat Committee

## ARTICLE XV - DISSOLUTION

The Chapter is one which does not contemplate pecuniary gain or profit to its members and is organized for non-profit purposes, and no part of any accumulated surplus or net earnings, if any, shall ever inure to the benefit of its members, nor shall any member, former member, suspended member or expelled member have any right to or claim upon any portion of the accumulated surplus or net earnings, if any there should be.

The balance, if any, of all money received by the Chapter from dues from its members or any other source shall be used exclusively to carry out the objectives and purposes for which this Chapter was formed and in the event of dissolution of this Chapter, the assets thereof shall be transferred to such other non-profit activity as may be selected by the Board of Directors unless otherwise provided by law, it being the intention that should there be a dissolution of this Chapter or should it cease to carry out the purposes herein set forth, the property and assets then owned by the Chapter shall never belong to or be distributed to any member, nor shall any member have any claim or interest thereto, and in the event of such dissolution, the Board of Directors are authorized to convey and distribute all of the assets of this Association to a corporation or association engaged in carrying on a like or similar non-profit purpose, unless otherwise provided by law.

## ARTICLE XVI - INDEMNIFICATION

Section 1. Nonderivative Actions. Subject to the provisions of Sections 3, 5 and 6 below, the Chapter shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Chapter) by reason of or arising from the fact that he or she is or was a director or officer of the Chapter, or is or was serving at the request of the Chapter as a director, officer, partner or trustee of another corporation, partnership, joint venture, trust or other enterprise, against costs and expenses (including reasonable attorney's fees) of said suit, action or proceeding, judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if (i) he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Chapter and, with respect to any criminal action or proceeding, did not know his or her conduct was unlawful, or (ii) his or her act or omission giving rise to such action, suit or proceeding is ratified, adopted or confirmed by the Chapter or the benefit thereof received by the Chapter. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea for *nolo contendere* or its equivalent, shall not of itself create a presumption, and settlement shall not constitute any evidence that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to be in the best interests of the Chapter and, with respect to any criminal action or proceeding, did not know that his or her conduct was unlawful.

**Section 2. Derivative Actions.** Subject to the provisions of Section 3, 5 and 6, below, the Chapter shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Chapter to procure a judgment in its favor by reason of or arising from the fact that he or she is or was a director or officer of the Chapter, or is or was serving at the request of the Chapter as a director, officer, partner or trustee of another corporation, partnership, joint venture, trust or other enterprise against costs and expenses (including reasonable attorney's fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit if (i) he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Chapter, or (ii) his or her act or omission giving rise to such action or suit is ratified, adopted or confirmed by the Chapter or the benefit thereof received by the Chapter; provided, however, that no indemnification shall be made in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or deliberate misconduct in the performance of his or her duty to the Chapter unless, and only to the extent that, the court in which the action or suit was brought, shall determine upon application that, despite the adjudication of liability, but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper.

**Section 3. Determination of Right to Indemnification in Certain Cases.** Subject to the provisions of Sections 5 and 6 below, indemnification under Sections 1 and 2 of this article automatically shall be made by the Chapter unless it is expressly determined by a majority vote of a quorum of the Board of Directors consisting of directors who were not parties to such action, suit or proceeding, or by a majority vote of the members entitled to vote of the Chapter that indemnification of the person who is or was an officer or director, is or was serving at the request of the Chapter, as an officer, director, partner or trustee of another corporation, partnership, joint venture, trust or other enterprise, is not proper under the circumstances because he or she has not met the applicable standard of conduct set forth in Sections 1 or 2 of this article.

**Section 4. Indemnification of Persons Other Than Officers or Directors.** In the event of any person not included with the group of persons referred to in Sections 1 or 2 of this article was or is a party or is threatened to be made a party to any threatened pending or completed action, suit or proceeding of a type referred to in Sections 1 or 2 of this article by reason of or arising from the fact that he or she is or was an employee or agent of the Chapter, or is or was serving at the request of the Chapter as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise, the Board of Directors of the Chapter by a majority vote of a quorum of the Board of Directors (whether or not such quorum consists in whole or in part of directors who were parties to such action, suit or proceeding) or by a majority of the voting members of the Chapter may, but shall not be required to, grant such a person a right of indemnification to the extent described in Sections 1 or 2 of this article as if he or she were an officer or director referred to therein, provided that such person meets the applicable standard of conduct set forth in such sections.

**Section 5. Successful Defense.** Notwithstanding any other provisions of Sections 1, 2, 3 or 4 of this article, but subject to the provisions of Section 6 below, if a director, officer, employee or agent is successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Sections 1, 2 or 4 of this article, or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including reasonable attorney's fees) actually and reasonably incurred by him or her in connection therewith.

**Section 6. Condition Precedent to Indemnification Under Sections 1, 2, 4 or 5.**

Any person who desires to receive the benefits otherwise conferred by Sections 1, 2, 4 or 5 of this article shall notify the Chapter reasonably promptly that he or she has been named as a defendant to an action, suit or proceeding of a type referred to in Sections 1 or 2 and that he or she intends to rely upon the right of indemnification described in Sections 1, 2, 4 or 5 of this article. The notice shall be in writing and mailed via certified mail, return receipt requested, to the president of the Chapter at the executive offices of the Chapter or, in the event the notice is from the president, to the registered agent of the Chapter. Failure to give the notice required hereby shall entitle the Board of Directors of the Chapter by a majority vote of a quorum (consisting of directors who, insofar as indemnity of officers or directors is concerned, were not parties to such action, suit or proceeding, who, insofar as indemnity of employees or agents is concerned, may or may not have been parties) or the members entitled to vote by a majority vote of the voting members of the Chapter to make a determination, in their sole discretion, that such failure was prejudicial to the Chapter under the circumstances and that, therefore, the right to indemnification referred to in Sections 1, 2, 4 or 5 of this article shall be denied in its entirety or reduced in amount.

**Section 7. Insurance.** At the discretion of the Board of Directors, the Chapter may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Chapter, or is or was serving at the request of the Chapter as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Chapter would have the power to indemnify him or her against such liability under the provisions of this article.

**Section 8. Former Officers and Directors.** At the discretion of the Board of Directors, the indemnification provisions of this article or each or any of said provisions individually may be extended to a person who has ceased to be a director, officer, employee or agent and may inure to the benefit of the heirs, executors and administrators of such person.

**Section 9. Advance of Expenses.** Expenses incurred by any person referred to in Sections 1, 2 or 4 in defending a civil or criminal action or proceeding may be paid by the Chapter in advance of the final disposition of the action or proceeding as

authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the person to repay the amount unless it is ultimately determined that he or she is entitled to be indemnified by the Chapter as authorized in this section.

**Section 10. Purpose and Exclusivity.** The indemnification referred to in the various sections of this article shall be deemed to be in addition to and not in lieu of any other rights to which those indemnified may be entitled under any statute, rule of law, or equity, agreement, vote of the members of the Board of Directors or otherwise. The purpose of this article is to augment, pursuant to AS 10.06.490(f), AS 10.20.011(14) and the other provisions of AS 10.06.490.

**Section 11. Limitation of Liability.** If set forth in the Articles of Incorporation, no Director of this Chapter shall have any personal liability to the Chapter for monetary damages for the breach of fiduciary duty as a Director except as provided in AS 10.20.151(d) and (e).

## **ARTICLE XVII - AMENDMENTS**

Proposed changes to amend, alter, or repeal any Article or section of the Bylaws may be introduced at any Annual or Special meeting of the membership. A two-thirds majority of the Contractor membership is required for final approval. If a two-thirds majority of the Contractor membership is not obtained at time of introduction but is favored by a simple majority of those present, the proposal will take the following course:

If a majority of members who are present and voting are in favor of the proposed changes, the Chapter office will forward copies of the proposal to all Contractor members within ten days of the meeting. At the end of thirty days following the Annual or Special meeting, the proposed changes will be considered as adopted and approved, unless at least one-third of the Contractor membership has expressed its opposition in writing.

# **ASSOCIATED GENERAL CONTRACTORS OF ALASKA, INC.**



## **Policies and Procedures**

The following Policies and Procedures supplement the Bylaws in providing for the management of the Association.

**ASSOCIATED GENERAL CONTRACTORS OF ALASKA**

AGC Board Policies & Procedures  
Revised: July 31, 2018

# BOARD POLICIES AND PROCEDURES

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# **ASSOCIATED GENERAL CONTRACTORS OF ALASKA**

## **BOARD POLICIES AND PROCEDURES**

### **PREFACE**

1. **BOARD AUTHORITY.** The Board of Directors (Board) has broad expressed and implied authority to make policies and procedures governing its own conduct and the internal affairs of the Association. These policies and procedures may be modified by the Board of the Directors and any changes will be distributed to all Board members.
2. **EXECUTIVE BOARD.** The Executive Board (E-Board) shall conduct all normal business of the Chapter in accordance with the Bylaws.
3. **DIVISION OF CONTRACTOR MEMBERS.**
  - (a) Each Contractor member who is a member of Associated General Contractors of America, Inc., will be classified by the membership committee into Building, Heavy-Industrial, Highway-Utility, Specialty, or Associates category for purposes of establishing eligibility to serve as such a representative on the Board of Directors and also for nomination to appropriate National Committee membership. Any Contractor member may request a change in his classification[s] by submitting written justification to the membership committee at least thirty (30) days prior to the date set for the annual meeting. The membership committee will report its decision at the annual meeting.
  - (b) The membership categories and their function are:
    1. Building Division -- Serving members engaged in the construction of buildings.
    2. Heavy-Industrial Division -- Serving members engaged in the construction of heavy construction projects and process-oriented industrial projects.
    3. Highway-Utility Division -- Serving members engaged in the construction of highway and utility projects.
    4. Specialty Division -- Serving members engaged in a particular trade and doing less than 20 percent of their work as a prime contractor.
    5. Associates -- Serving members are supplying and/or providing services to the construction industry who do not perform on-site construction work.

**4. ORDER OF BUSINESS.**

- (a) The agenda of all meetings, including Board of Director meetings, shall include the following in no particular order: (1) Call to Order; (2) Roll Call; (3) Special or Guest Speakers; (4) Reading of Minutes; (5) Communications; (6) Reports of (a) Officers, (b) Executive Director, (c) Standing Committees, (d) Special Committees; (7) Unfinished Business; (8) New Business (including annual election of directors); (9) Remarks of members or guests; (10) Adjournment.
- (b) The order of business may be altered or suspended at any meeting by a majority vote of the members present.

**5. ELECTION OF CONTRACTOR DIRECTORS BY DIVISION, ASSOCIATE DIRECTORS, AND APPOINTED CONSTRUCTION LEADERSHIP COUNCIL REPRESENTATIVE.**

- (a) 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 (3) appointed Associate members, and one (1) appointed Construction Leadership Council member. This body should be comprised of three (3) members representing the Highway-Utility Division; three (3) members representing the Building Division; three (3) members representing the Heavy-Industrial Division; three (3) members representing the Specialty Division; and finally twelve (12) members representing the Membership-at-Large. After twelve (12) years of elective or appointed service on the Board of Directors, a Contractor or an Associate representative shall become Life Director without further action.
  - (1) In the event any division has less than twelve (12) Contractor members that division will have only two (2) representatives on the Board of Directors and the remainder of the Board will be nominated from the Membership-at-Large in order to reach the number of twenty-four (24). In the event any Division Membership has less than nine (9) Contractor members, that division will have only one (1) representative on the Board of Directors, serving a one-year term, and the remainder of the Board will be nominated from the Membership-at-Large in order to reach the number of twenty-four (24).
  - (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.

- (3) To assure an equal balance is maintained on the Board of Directors, the President may decide, as the presiding officer, to conduct four (4) separate elections, one in each of the above classifications, or in lieu thereof, those receiving the highest number of votes in each of the four classifications shall be considered elected as Directors.
- (b) Five (5) Associate members will be elected to the Board of Directors serving one (1) year terms. Every odd year six (6) Associate Members will be elected to the Board of Directors. Those six (6) Associate Directors will elect one of themselves to serve a two (2) year term on the E-Board. The other five (5) Associate Director Members will serve a one year term on the Board of Directors. Associate Directors shall be elected by the Associate Members by mail and/or email ballot and will be announced at the Annual Meeting. Associate Directors shall be elected by the Associate members by mail and/or email ballot and announced at the Annual Meeting. In case of a tie, the winner shall be selected by a member of the current Executive Board flipping a coin. Staff shall witness the coin toss.
- (c) The President may appoint one (1) member of the Construction Leadership Council to represent them on the Board of Directors. The Construction Leadership Council representative will serve a one (1) year term. The Construction Leadership Council representative shall have a voice but no vote.
- (d) Procedures for Electing Directors
  - (1) Adjourn the Board Meeting and call the General Membership Meeting to order.
    - (a) The President shall turn the meeting over to the Internal Affairs Chair to conduct the elections.
  - (2) The Associate Board Members were previously elected by mailed ballot. The Internal Affairs Chair will announce the results.
  - (3) Conduct the Election of Contractor Board Members. Associate members do not vote for Contractor Board Members. The Internal Affairs Chair will appoint associate members present and staff to assist in conducting the elections. The individual with the most votes is elected for a two year term. All other elected board members will serve a one year term. In case of a tie a runoff election will be held. In case of a second tie the run off will be determined by coin toss.

- (a) Open nominations from the floor for the Building Division Directors. Close the nominations and vote for the Building Division Directors. Announce the results to the audience.
  - (b) Open nominations from the floor for the Highway/Utilities Division Directors. Close the nominations and vote for the Highway/Utilities Division Directors. Announce the results to the audience.
  - (c) Open nominations from the floor for the Heavy Industrial Division Directors. Close the nominations and vote for the Heavy Industrial Division Directors. Announce the results to the audience.
  - (d) Open nominations from the floor for the Specialty Division Directors. Close the nominations and vote for the Specialty Division Directors. Announce the results to the audience.
  - (e) All nominees not elected are automatically nominated for the Member-at-Large Director category. There are no nominations from the floor for Member-at-Large Director category. Vote for the Member-at-Large Director category from the list of previously proposed directors. Announce the results to the audience.
- (4) Adjourn the General Membership meeting and open the Board Meeting.
  - (5) Officers are elected by the newly elected Board of Directors.
    - (a) Open nominations from the floor for the office of President. Close nominations and vote for the President. Announce the results to the audience. The new President will take over the board meeting and conduct the remainder of the elections and board meeting.
    - (b) Open nominations from the floor for the office of Vice President. Close nominations and vote for the Vice President. Announce the results to the audience.
    - (c) Open nominations from the floor for the office of Secretary. Close nominations and vote for the Secretary. Announce the results to the audience.
    - (d) Open nominations from the floor for the office of Treasurer. Close nominations and vote for the Treasurer. Announce the results to the audience.

(e) Open nominations from the floor for the Contractor-at-Large. Close the nominations and vote for the Contractor-at-Large represented on the Executive Board. Announce the results to the audience

(f) The Associate Representative on the Executive Board shall be elected by and from the Associate Directors every other year at the Board of Directors meeting during which Chapter officers are elected. Announce the results to the audience.

(6) Adjourn the meeting.

6. **COMMITTEES.** The Board of Directors establishes the following committees and subcommittees with the following functions. The committee chairperson serves at the pleasure of the Chapter President for one year. The Chair of a standing subcommittee serves at the pleasure of the Chair of the Committee.

(a) **EXTERNAL RELATIONS COMMITTEE:** which may have the following subcommittees:

(1) **Labor Subcommittee:** (Including Open Shop) The Labor Subcommittee shall inform members of union trust activities and trust financial situations, investigate manpower shortage, investigate AGC hiring/registration hall and inform members of other chapter's open shop activities. The Labor Subcommittee shall also be responsible for the holding of conferences, hearings, arbitration, and administration of Labor-Management relations for those Contractor and Subcontractor members requesting such services. The Subcommittee shall report its results or findings directly to the Board of Directors for approval.

(b) **INTERNAL AFFAIRS COMMITTEE:** which may have the following subcommittees:

(1) **Policy Council:** This Council consists of former Chapter Presidents. Utilizing the expertise, knowledge and experience, this group provides council and opinions on policy matters to the Board of Directors and the Executive Board.

(c) **FINANCE COMMITTEE:** The Board of Directors, the Executive Board and officers of the AGC of Alaska have a fiduciary responsibility to ensure the Association's funds are spent wisely and are well managed. The Finance Committee will be appointed to oversee the Associations' financial activities. This committee will meet quarterly to review the financial records, work with the accounting staff and outside accountant, and provide reports to the Executive Board and the Board of Directors of the Association's finances. The Committee will have up to four (4) members; two (2) of those members will be members of the Executive Board, one being the

seated Treasurer. Two (2) of those members will be appointed by the Executive Board. Finance Committee members serve for 3 years with a rotating retirement schedule.

- (d) **REGULATORY & LEGISLATIVE COMMITTEE:** The responsibilities of this committee include both the discussion of contract issues and bidding procedures with any or all of the governmental construction agencies, including Federal, State and Municipal and; shall study legislative matters introduced by Federal, State and local governments; and advice and counsel the Legislative Representative of the Chapter on proposed legislative matters of interest to the construction industry. The Committee will report to the Board of Directors and will from time to time, when circumstances warrant, inform the membership of legislative matters which affect the industry.
- (e) **POLITICAL ACTION COMMITTEE.** This Committee provides individuals with the opportunity to contribute to the support of worthy candidates for Alaska elective offices and is empowered to solicit and accept voluntary person contributions.
- (f) **EDUCATION, TRAINING & WORKFORCE DEVELOPMENT COMMITTEE** This committee focuses on enhancing the image of and promote interest in the construction industry as a career path, improving and/or documenting the skills of those individuals who are already in the construction industry.
  - (1) **Safety Subcommittee.** This subcommittee provides the means for AGC members to obtain knowledge on upcoming safety issues affecting the industry.
  - (2) **Technology Subcommittee.** This subcommittee guides the AGC and its members in finding and utilizing the latest in technologies.
- (g) **MEMBERSHIP COMMITTEE:** This committee shall review all membership applications and notify the Executive Director of the applicants approved for membership. The committee will review, at least annually, the roster of current membership to determine whether each member is categorized in the correct class of membership. Any recommended changes will be reported to the Board of Directors. The committee will report at each Annual Meeting the total membership of the Chapter, along with any changes from the previous year.
  - (1) **Nomination Subcommittee:** Works to maintain membership on the Board of Directors and recruit potential nominees for open seats. The subcommittee assists with the annual elections and prepares the ballot for distribution.

- (h) **EVENTS COMMITTEE**: This committee shall produce activities, events, and networking opportunities for the membership. A variety of subcommittees and task forces will be established for current Chapter activities.

- (1) **Convention**: Works to develop and produce the local annual conference.

7. **COUNCILS.** The Board establishes the following councils with the following functions:

- (a) **ASSOCIATE COUNCIL**: This Council consists of AGC chapter associate members whose mission is to bring added value to the AGC of Alaska membership by increasing opportunities for the associates to meet with other AGC members, and to share and learn from their fellow associate members.
- (b) **CONSTRUCTION LEADERSHIP COUNCIL**: The mission of the Construction Leadership Council is to cultivate the future leaders of Alaska's construction industry through the development of strong professional relationships and providing relevant networking and professional development opportunities to young professionals.

8. **DUES.**

- (a) **DUES STRUCTURE**. The Board of Directors establishes the dues structure.

- (b) **SUBSIDIARIES**.

- (1) Contractor Subsidiaries.

- (A) Subsidiaries are listed under the parent company with no voting privileges. Only the parent company has a vote. Subsidiary dues are equal to the full Associate rate in place at the time.

- (B) Parent companies will include within their volume dues all their subsidiaries' construction work conducted in Alaska. If the subsidiary is not a contractor, no volume dues will be accessed.

- (2) Associate Subsidiaries: Subsidiaries will be listed under the parent company with no voting privileges. Subsidiary dues are equal to the full Associate rate in place at the time. Only the parent company has a vote.

- (3) If a contractor subsidiary company wishes to be identified under their own company name, they will pay full contractor dues plus volume dues for contractors. Voting privileges will be given to subsidiary contractors paying full dues.

- (4) If an associate subsidiary company wishes to be identified under their own company name, they will pay the full associate dues. Voting privileges will be given to subsidiary associates paying full dues.
- (c) **DEFINITION AND REPORT OF VOLUME.** Volume for purposes of payment of Contractor dues is defined as all construction work in the current calendar year performed in the State of Alaska.
- (d) **NATIONAL AGC DUES.**
  - (1) The annual dues for each Building, Heavy-Industrial, and Highway-Utility classification of contractor members to finance the Associated General Contractors of America, Inc. (National Dues) and insure continuity of its services shall be as fixed or changed by the National AGC of America, Inc. Board of Directors and approved, promulgated and published by an assembled convention in the Bylaws of the Associated General Contractors of America, Inc., or changes, modifications thereto or rules and regulations implementing such provisions. They shall be paid by each Contractor member to the Chapter office, which they designate as their home chapter.
- (e) **PAYMENT OF DUES.**
  - (1) Contractor minimum dues will be paid by the beginning of each calendar year. Volume dues shall be paid at the end of each calendar quarter and reports submitted on forms furnished by the Chapter. Reports and payments shall be made to the Chapter office within twenty(20) days following the end of each quarterly period.
  - (2) Associate Dues shall be paid by the beginning of each calendar year.
- 9. **ONLINE PLANS.** Contractor Members have full use of AGC's Online Plans as a benefit of membership. Associate Members may elect to pay additional fee for Online Plans services.
- 10. **FINANCES.**
  - (a) **Accounts Receivable/Billing.** Management of Accounts Receivable is necessary to appropriately manage the cash flows of the organization. The Executive Director and staff will create a policy to establish how accounts receivable are recognized and the process by which receivables are collected. The Finance Committee is responsible for seeing the policy is developed, distributed and followed. If money owed the Association become delinquent the Executive Director and/or Treasurer

shall bring this matter before the Executive Board in a timely manner.

- (c) **Accounts Payable/Invoices.** The timely payment of invoices is a cornerstone of maintaining the Associations' reputation. The Executive Director is responsible to see that:
- (1) Only authorized employees are allowed to place order for supplies and materials;
  - (2) Blank check stock is to be kept in a safe manner and audited by the Finance Committee twice per year;
  - (3) All checks or authorizations for direct deposits over \$4,000 shall be authorized and signed by two authorized signers. An individual shall not sign nor authorize a check made out to his/herself. The Executive Board shall annually designate who the authorized signers are for the Association;
  - (4) On a quarterly basis the following items are to be made available to the Finance Committee for their review: bank statements, check registers, credit account statements, investment statements, internal financial statements, profit & loss statements, outstanding accounts receivable, outstanding accounts payable and budget to actual reports;
  - (6) Bank statements received by the Association shall be opened and reviewed by a member of the Finance Committee or other authorized designee. Steps providing for a similar review shall be incorporated if the statements are received electronically.
  - (7) The Association is authorized to maintain two petty cash boxes, one in Anchorage and one in Fairbanks, containing not more than \$1,000 each. The Finance Committee shall audit the petty cash boxes annually and report their findings to the Executive Board.
- (c) **Expense Reports.** The Executive Director's expenses will be reviewed and approved by a member of the Executive Board and the Chairman of the Finance Committee prior to reimbursement payment being made.
- (d) **Payroll and Related Matters.** All employees will prepare and submit to their supervisor for review and approval a bi-weekly time sheet detailing hours worked on a daily basis and any vacation, holiday or personal leave taken. The Executive Director's time sheet will be reviewed and approved monthly by the Executive Board President or his/her designee.

- (e) **Financial Reports.** All financial reports provided to the Board of Directors and Executive Board shall be generated by the accounting software utilized by the Association.
- (f) **Reserve Account.** It is the Goal of the Chapter to maintain the balance of the Reserve Account in the range of \$1,250,000 to \$1,500,000. The balance of the Reserve Account and the change since last reporting shall be included in the Financial Reports presented at each Executive Board Meeting. Funds may be added or withdrawn from the Reserve Account **only** by action of the Executive Board. Annually, or more frequently if needed, the Finance Committee shall review the holdings in the Reserve Account and recommended changes if needed to the Executive Board.

11. **Travel.** All travel will be reimbursed for coach class or current IRS rate cents per mile unless approved otherwise by the Executive Director. All travel will be reimbursed at a rate not greater than the distance from the member's residence to the meeting location. All reimbursements require written request for reimbursement and appropriate documentation. Travel will be reimbursed at coach fare.

(a) **State Board Meetings**

- (1) **Chapter President.** The Chapter President is reimbursed travel costs and reasonable expenses for attending all Board meetings.
- (2) **Executive Board Members.** Executive Board members will be reimbursed for transportation expenses only.
- (3) **Staff.** The Executive Director and any necessary personnel will attend all Board meetings with travel and reasonable expenses paid for by the Chapter.

(b) **National Meetings** (Annual Meetings, Board and National Committee Meetings)

- (1) **Chapter President.** The President and spouse receive transportation and reasonable expenses for attending the Annual National Meeting.
- (2) **Chapter Vice President.** The Vice President receives transportation and reasonable expenses for attending the Annual National Meeting.
- (3) **Staff.** The Executive Director will attend at least one of the national meetings with travel and reasonable expenses paid for by the Chapter.

(c) **Special and Other Meetings**

- (1) **Chapter President.** The President receives travel costs and reasonable expenses to attend the Western Chapter's Annual Meeting.
  - (2) **Chapter Vice President.** The Vice President receives travel costs and reasonable expense to attend the Western Chapter's Annual Meeting.
  - (3) **Staff.** The Executive Director may attend the National Chapter Managers Meeting and travel costs and reasonable expenses paid for by the Chapter. Additionally, the Executive Director may elect to have another staff member attend these meetings or attend in lieu of the Executive Director with travel costs and reasonable expenses paid for by the Chapter.
- (d) **National Leadership Conference.** The President and Vice President shall attend the annual meeting and will receive travels costs and reasonable expenses.
- (e) **Executive Board Meeting.** Members of the Executive Board are reimbursed transportation costs only for attending scheduled Executive Board meetings.
- (f) **National Executive Committee Meeting.** If a member of the Chapter is selected to serve on the National Executive Committee, all transportation and reasonable expenses shall be reimbursed to the member. An additional day of expense reimbursement will be allowed for travel.
- (g) **National Directors Meeting.** National Directors will be reimbursed for actual registrations fees, \$1,000 toward airfare or ground transportation and \$500 for room and board when representing the chapter at these meetings. To be reimbursed, the member must submit copies of supporting expenses and file a report on the sessions of the meeting they attend.

**AGC Of Alaska**  
**Travel & Expense Policy Matrix**

Event	President	Vice President	E-Board Member	National Directors	Executive Director****	Staff
E-Board Meetings	Yes***	Yes***	Yes***		Yes	Yes
State Board Meetings	Yes	Yes***	Yes***		Yes	Yes
Annual National Meeting	Yes*	Yes			Yes	
Legislative Fly-In	Yes	Yes			Yes	
National Directors Meeting	Yes**	Yes		Yes**		
National Executive Committee Meeting						
National Leadership Conference	Yes	Yes			Yes	
Chapter Managers Meeting					Yes	Yes
Western Chapters Meeting	Yes	Yes			Yes	Yes

\* Include Spouse

\*\* \$1,000 Maximum Reimbursement

\*\*\* Travel Only

\*\*\*\* Incl spouse one mtg per year

**Related Exhibits:**

- (A) Investment Policy
- (B) Insurance Policy
- (C) Credit Card Policy



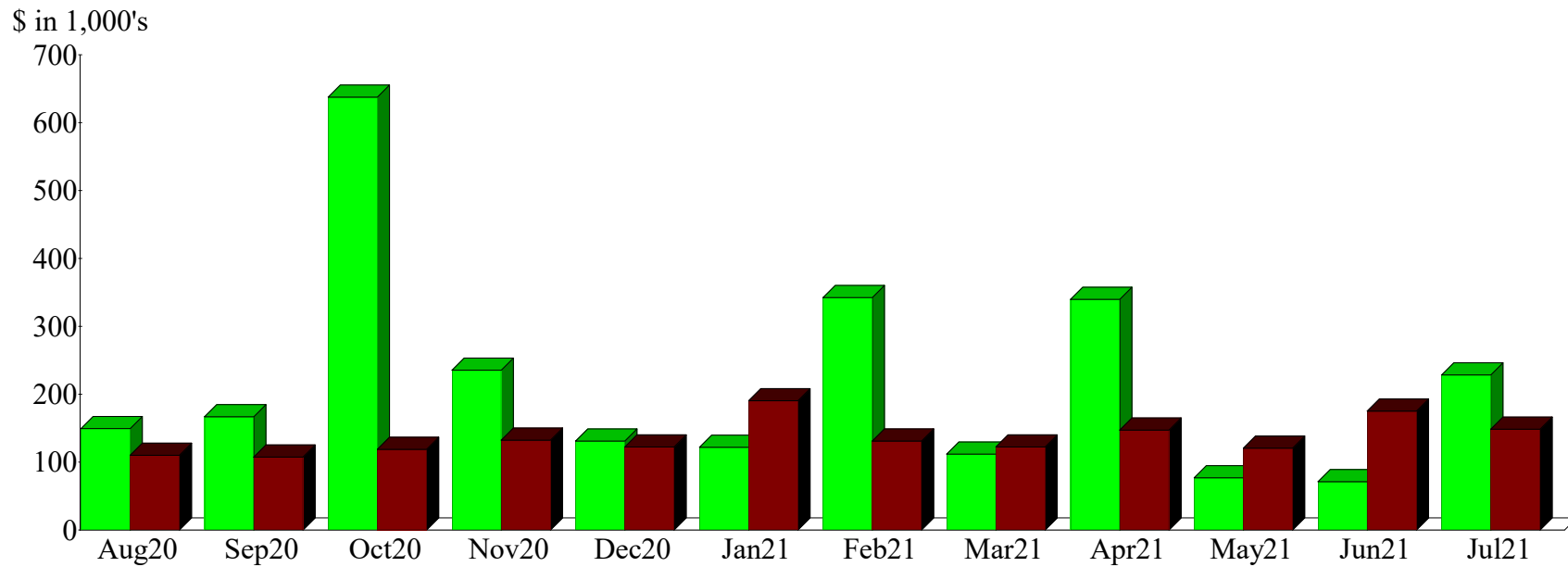
# **CHAPTER**

# **BUDGET**

# **CHARTS**

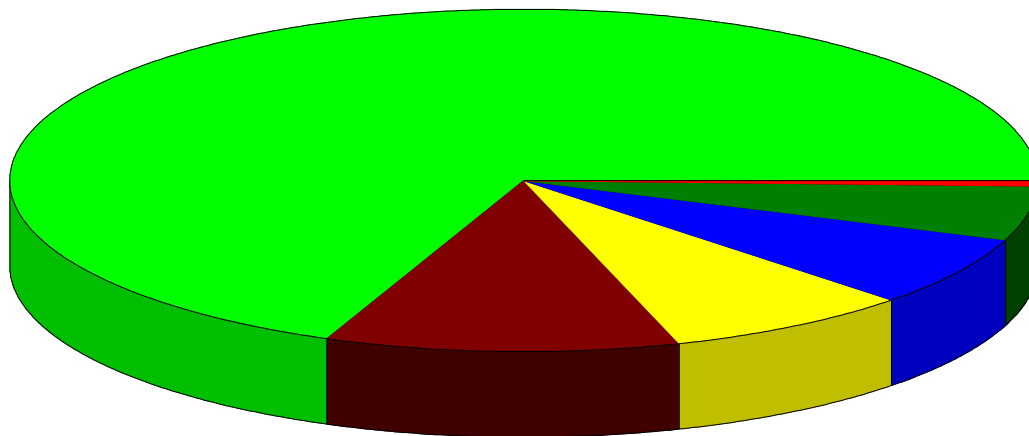
Income and Expense by Month  
August 2020 through July 2021

Income  
Expense



Expense Summary  
August 2020 through July 2021

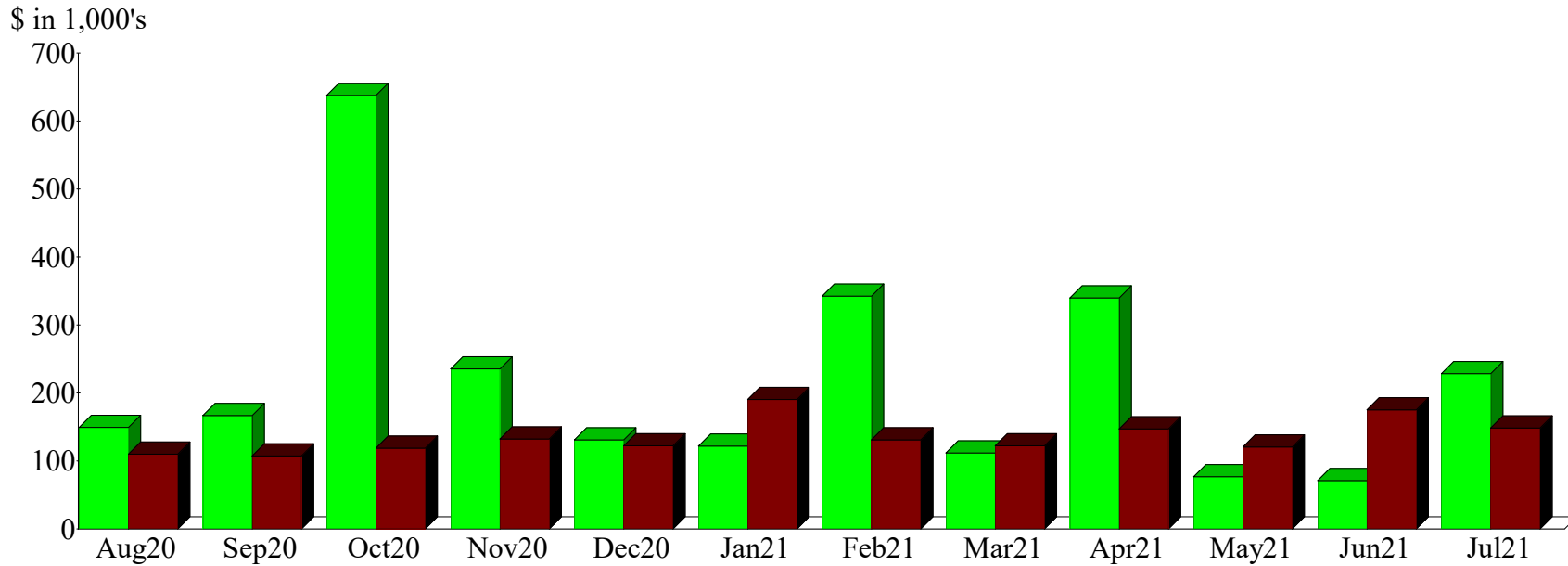
7000 · OPERATING EXPENSE	68.86%
5000 · COST OF MEMBERSHIPS	11.17
5550 · COST OF TRAINING	7.93
5300 · COST OF EVENTS	6.80
9000 · OTHER EXPENSE	5.24
5500 · COST OF RENTALS	0.01
Total	\$1,628,769.68



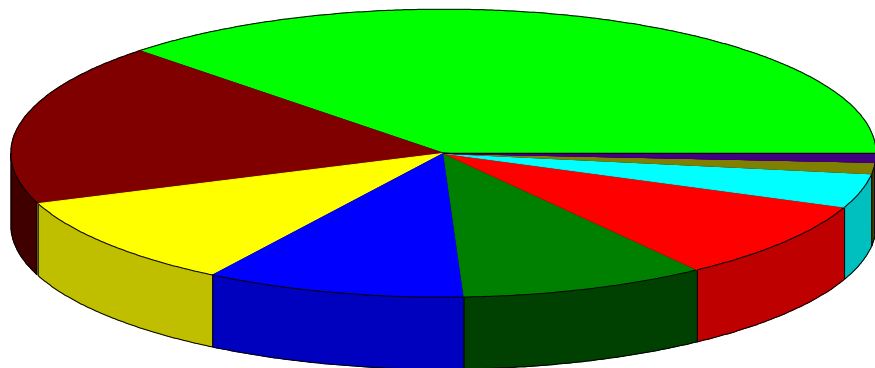
By Account

# Income and Expense by Month August 2020 through July 2021

Income  
Expense



## Income Summary August 2020 through July 2021



4200 · REVENUE - DUES	37.41%
8920 · INVESTMENT ACTIVITY	18.31
4300 · REVENUE FROM EVENTS	10.50
4997 · PPP PROCEEDS	9.86
4550 · REVENUE - TRAINING	9.36
4700 · REVENUE - OTHER	9.04
4998 · AK CARES GRANT	3.82
4500 · REVENUE - RENTALS	1.37
4250-1 · AGC ONLINE PLANS	0.15
4250-2 · SAFETY DATABASE SPONSORSHIPS	0.14
4999 · MISCELLANEOUS/OTHER REVENUE	0.04
Total	\$2,615,320.11

By Account



# DUES

# STRUCTURE

## **AGC of Alaska Quarterly Volume Dues FAQ**

General and Specialty members are subject to paying Quarterly Volume Dues once a member exceeds the \$1,000,000 gross threshold in a given year. Quarterly Volume Dues are separate from, and additional to, annual membership dues. Quarterly Volume Dues are calculated based on revenue generated from all work/projects a member performs in the state of Alaska. General and Specialty members are required to submit a completed financials report once they receive the reporting form from AGC each quarter. Self-reporting is done on an honor system, but is subject to audit.

### **What are QVDs?**

Quarterly Volume Dues (QVDs) are dues that AGC collects from all general and specialty members at the end of each quarter.

### **What type of work/projects do I count towards the \$1,000,000 gross volume threshold?**

All revenue generated from construction/labor-related projects in the state of Alaska through “x” quarter are to be included when calculating quarterly volume dues.

### **When do I pay Quarterly Volume Dues?**

Quarterly volume dues are to be paid at the end of each quarter after receiving the reporting form from AGC.

### **What do QVDs pay for?**

Without our members’ contributions of quarterly volume dues, we would not be able to provide the essential member and industry benefits that make AGC so valuable:

- Construction Industry Advocacy Efforts
- Workforce Development
- Online Plans Service
- Classroom Training Space/Certified Trainers
- Industry Publications
- Member-to-Member Networking Opportunities

....and so much more!

---

### **How are QVDs calculated?**

Once you’ve identified the corresponding amount from the General Quarterly Volume Dues spreadsheet or the Specialty Quarterly Volume Dues spreadsheet, you subtract the dues you’ve already paid for the year. Example scenario listed below:

*General Contractor QVD’s calculation scenario:*

**End of 1st Quarter:** The \$1,000,000 gross volume amount is reached. According to the dues sheet the corresponding quarterly volume dues due is \$1,200. However, since the yearly dues amount of \$1,200 was previously paid, nothing would be owed.

**End of 2nd Quarter:** The total gross volume for the year now is \$2,400,000. According to the dues sheet the corresponding amount due is \$2,250. However, the previously paid \$1,200 is still subtracted, and therefore only \$1,050 is owed.

**End of 3rd Quarter:** The total gross volume for the year is now \$3,600,000. According to the dues sheet the corresponding amount due is \$3,150. Now, the \$2,250 that has been paid to-date is subtracted from this number, leaving only \$900 owed for this quarter.

**End of 4th Quarter:** The total gross volume for the year is now \$5,000,000. According to the dues sheet the corresponding amount due is \$4,200. Now, the \$3,150 that has been paid to-date is subtracted from this number, leaving only \$1,050 due for this quarter.



## **Associated General Contractors of Alaska Dues Structure**

AGC of Alaska membership cycle runs January 1 through December 31. Annual dues (left hand column) are shown for each category. If joining AGC after the half of the year, please pay the pro-rated dues rate (right hand column). AGC invoices for the next year's membership in October for the full annual dues amount.

### **General Contractor Membership**

**General Contractor** members are licensed general contractors who submit bids directly to owners. These members perform 50% or more of their work per year as a General Contractor.

*General members are subject to paying quarterly volume dues\*\**

**Annual Dues**  
(Join date Jan-June)  
**\$1200**

**Pro-rated**  
(Join date Jul-Dec)  
**\$750**

Includes AGC Online Plans Access & AGC of America Membership

### **Specialty Contractor Membership**

**Specialty Contractor** members provide on-site labor to perform some portion of a construction contract. These members perform 50% or less of their work per year as a General Contractor.

*Specialty members are subject to paying quarterly volume dues\*\**

**Annual Dues**  
(Join date Jan-June)  
**\$900**

**Pro-rated**  
(Join date Jul-Dec)  
**\$500**

Includes AGC Online Plans Access & AGC of America Membership

### **Associate Membership**

**Associate** members are suppliers and professional-service providers to the construction industry who do not perform on-site construction work. Associate members do not pay quarterly volume dues

**Annual Dues**  
(Join date Jan-June)

**Pro-rated**  
(Join date Jul-Dec)

**Full AGC of Alaska Membership** (includes access to Online Plans & AGC of America Membership)

**\$750**

**\$450**

**Basic AGC of Alaska Membership** (*does not* include access to Online Plans or AGC of America Membership)

**\$650**

**\$400**



# COMMITTEES

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*AGC of Alaska relies on members to serve on committees which help to define and implement the internal and external priorities of the organization. Committees are the primary means by which all members work to meet the needs of the industry, and the needs of the membership. Participation in AGC's committees is not only encouraged, it is vital to the growth and success of our Association.*

Committee Name	First Name	Last Name	Committee Member Title	Organization Name	Committee Mission
Anchorage Gulf Committee	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Kimberley	Gray		Associated General Contractors of Alaska (AGC)	
	Margaret	Empie		Associated General Contractors of Alaska (AGC)	
	Xavier	Schlee		Alaska Concrete Alliance	
	Paul	Duclos		Anchorage Sand & Gravel Co., Inc.	
	Randy	Johnson		Spenard Builders Supply	
	Luke	Blomfield		Davis Constructors & Engineers, Inc.	
	Kirk	Currey		Construction Machinery Industrial, LLC (CMI)	
	David	Shahnazarian		American Marine Corporation	
	Brandon	Baker		Merrill Lynch	
	Joan	Massart-Paden		Advertising Strategies, LLC	
	Matt	Holta		BDO USA, LLP	
	Jack	Grieco		RISQ Consulting	
	James	Bienvenu		Alaska Industrial Hardware, Inc. (AIH)	
	Mandy	Leep		Klondike Promotions	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Adam	Baxter	Co-Chair	Northrim Bank	
	Chrys	Fleming		Alcan Electrical & Engineering, Inc.	
	Mike	Arnold		TOTE Maritime Alaska, Inc.	
Associates Council	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	The AGC of Alaska Associates Council Committee goal is to improve communication and interaction, as well as create and strengthen the relationships of other associates and members.
	Kimberley	Gray		Associated General Contractors of Alaska (AGC)	
	Dave	Johnson	Chair	Anchorage Sand & Gravel Co., Inc.	
	AJ	Breja		Carlile	
	Ryan	Crow		Lynden	
	Chris	Yelverton		KeyBank, NA	
	Kelly	Layman		Marsh & McLennan Agency	
	Clare	Kreilkamp		Associated General Contractors of Alaska (AGC)	
	Jake	Askren		KeyBank, NA	
	Paul	Kovach		Spenard Builders Supply	
	Kirk	Currey		Construction Machinery Industrial, LLC (CMI)	
	John	Andrey		Northern Air Cargo	
	Joan	Massart-Paden		Advertising Strategies, LLC	
	Teri	Gunter	Chair	Senco Alaska, Inc.	
	Chad	Estes		BDO USA, LLP	
	Jack	Grieco		RISQ Consulting	
	Stacy	Tomuro		First National Bank Alaska	
	Clint	Winzenburg		Alaska Industrial Hardware, Inc. (AIH)	
	James	Bienvenu		Alaska Industrial Hardware, Inc. (AIH)	
	Tim	Larson		Alaska Industrial Hardware, Inc. (AIH)	
	Ingrid	Kelly		Alaska National Insurance Company	
	Jocelyn	Humble		Alaska National Insurance Company	
	Aaron	Finney		Shoreside Petroleum, Inc.	
	Patrick	Haugh		Pathstone	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Monica	Reid		Altman, Rogers & Co.	
	Cuauhtemoc	Rodriguez		Coldfoot Environmental Services, Inc.	
	Kirstie	Gray		Gray Services, LLC	
	Kiersten	Russell		Northrim Bank	
CLC Steering Committee	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	The Construction Leadership Council was formed to cultivate the future leaders of Alaska's construction industry. Through the development of strong professional relationships, the group will expand and enhance the growth and development of Alaskan communities, carrying forward the tradition of excellence.
	Dax	Lauwers	Chair	Marsh & McLennan Agency	
	Clare	Kreilkamp		Associated General Contractors of Alaska (AGC)	
	Bronson	Frye		Painters & Allied Trades Union, Local 1959	
	Mack	Pennington		STG Pacific, LLC	
	Alli	Peyton-Jalbert		Northrim Bank	
	Chris	Duty		Hamilton Construction Alaska Co.	
	Jenith	Ziegler		ChemTrack Alaska, Inc.	
	Frank	Treybal		Wells Fargo Bank, NA	
	Chad	Wilson		Commercial Contractors, Inc.	
	Christine	White		R & M Consultants, Inc.	
	Saigen	Harris		F & W Construction Co., Inc.	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	

Committee Name	First Name	Last Name	Committee Member Title	Organization Name	Committee Mission
Conference Committee	Heather	Sottosanti			CONFERENCE aka CONVENTION COMMITTEE This committee provides the means for the planning, organization and implementation of the annual convention. This event provides networking opportunities, educational seminars, sessions with government agencies about upcoming projects and largely promotes the construction industry. To effectively and efficiently plan the conference, the Convention Committee is divided up into subcommittees.
	Kiersten	Russell	Co-Chair	Northrim Bank	
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Kimberley	Gray		Associated General Contractors of Alaska (AGC)	
	Dave	Johnson		Anchorage Sand & Gravel Co., Inc.	
	Xavier	Schlee		Alaska Concrete Alliance	
	Kelly	Layman		Marsh & McLennan Agency	
	Misty	Stoddard		Rain Proof Roofing	
	John	Andrey		Northern Air Cargo	
	Ron	Pichler		Denali Drilling, Inc.	
	Joan	Massart-Paden		Advertising Strategies, LLC	
	Aili	Peyton-Jalbert		Northrim Bank	
	Diana	Wessels		First National Bank Alaska	
	Teri	Gunter		Senco Alaska, Inc.	
	Skeet	Black		USI Insurance Services	
	Kris	Jensen		Quality Asphalt Paving (QAP)	
	Traci	Johnson		Spenard Builders Supply	
	Jenith	Ziegler		ChemTrack Alaska, Inc.	
	Saigen	Harris		F & W Construction Co., Inc.	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Mandy	Beaulieu		Alaska Safety Alliance	
	Kiersten	Russell		Northrim Bank	
Dinner Dance Committee	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	Provides the planning, programming and coordination for the dinner dance held the final evening of the annual convention. This event provides for an evening of dining and entertainment as well as recognizing and honoring award recipients, including the Hard Hat recipient and Volunteer of the Year. This event also provides a format for introductions of the new Officers and Board of Directors to its members and attendees.
	Kimberley	Gray		Associated General Contractors of Alaska (AGC)	
	Dave	Johnson		Anchorage Sand & Gravel Co., Inc.	
	Xavier	Schlee		Alaska Concrete Alliance	
	Kelly	Layman		Marsh & McLennan Agency	
	Misty	Stoddard	Co-Chair	Rain Proof Roofing	
	Teri	Gunter		Senco Alaska, Inc.	
	Traci	Johnson		Spenard Builders Supply	
	Saigen	Harris		F & W Construction Co., Inc.	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Kiersten	Russell	Co-Chair	Northrim Bank	
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
DOT Steering Committee Meeting	Kimberley	Gray		Associated General Contractors of Alaska (AGC)	Build relationships with the Department of Transportation.
	Xavier	Schlee		Alaska Concrete Alliance	
	Troy	Gray		Knik Construction Co., Inc.	
	Marty	Thurman		Granite Construction Company	
	Jon	Fuglestad	Interested Party	Colaska, Inc.	
	Derek	Betts	Interested Party	Granite Construction Company	
	Jeff	Miller		Cruz Construction, Inc.	
	James	Mulhaney		Quality Asphalt Paving (QAP)	
	Darrin	Hansen		Kiewit Infrastructure West Co.	
	Pat	Harrison	Interested Party	Kiewit Infrastructure West Co.	
	Travis	Malin		HC Contractors, Inc.	
	Matthew	McKenna		McKenna Brothers Paving, Inc.	
	Marcus	Trivette		Brice, Inc.	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Tony	Johansen		Great Northwest, Inc.	
	Randy	Brand		Great Northwest, Inc.	
	Toby	Drake		Drake Construction, Inc.	
	Dana	Pruhs		Pruhs Construction Co. LLC	
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Margaret	Empie	Staff Liaison	Associated General Contractors of Alaska (AGC)	
Editorial Board	Pearl-Grace	Pantaleone	Board Member	Cornerstone General Contractors, Inc.	In print and online, The Alaska Contractor Magazine is committed to providing news, views and tools for AGC members. Providing original information and content to our members while influencing legislation and providing a platform for debate is our purpose. The board is also responsible for contracting the publisher, driving the content and appearance of each quarterly issue, and making decisions regarding circulation and advertisements.
	Jason	Martin	VP & GM	Alaska Business	
	Rindi	White	Editor	Alaska Business	
	Jenith	Ziegler	Board Member	ChemTrack Alaska, Inc.	
	Charles	Bell	VP Sales & Marketing	Alaska Business	
	Christine	White	Board Member	R & M Consultants, Inc.	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	

Committee Name	First Name	Last Name	Committee Member Title	Organization Name	Committee Mission
Education, Training, Workforce Development	Heather	Sottosanti	Board Member		This Committee develops education and training opportunities and promotes interest in Alaska construction through its annual scholarships. The committee actively advocates for construction education by supporting middle school and high school education through efforts to teach sessions in the classroom. This committee provides continued effort to build and maintain a positive relationship with The University of Alaska Anchorage to foster communication between generations of future AGC Members.
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Thea	Scalise	Staff Liaison	Associated General Contractors of Alaska (AGC)	
	Mark	Erickson	Committee Member	Mass Excavation	
	Tamie	Taylor	Co-Chair/Committee Member	Taylor Business Solutions, LLC	
	Mike T.	Gould	Committee Member	Excel Construction, Inc.	
	Jeff	Miller	Interested Party	Cruz Construction, Inc.	
	Sarah	Dow	Committee Member	Quality Asphalt Paving (QAP)	
	Aaron	Bartel	Co-Chair/Committee Member	B. C. Excavating, LLC	
	Dave	Reynolds	Committee Member	The STRIVE Group, LLC	
	Jackie	Garcia	Interested Party		
	Ruby	Oatman	Staff Liaison	Associated General Contractors of Alaska (AGC)	
	Aaron	Finney	Committee Member	Shoreside Petroleum, Inc.	
	Patrick	Rose	Interested Party	Northern Industrial Training, LLC (NIT)	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Mike	Andersen	Committee Member	DAMA Industrial LLC	
	Heather	Sottosanti	Committee Member		
	Mandy	Beaulieu	Interested Party	Alaska Safety Alliance	
	Jeanette	Renaudineau	Interested Party		
	Brian	Midyett	Committee Member	STG Pacific, LLC	
External Relations Committee	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Thea	Scalise	Staff Liaison	Associated General Contractors of Alaska (AGC)	
	Luke	Blomfield	Chair	Davis Constructors & Engineers, Inc.	
	Steve	Rowe		Swalling General Contractors LLC	
	Meg	Nordale		GHEMM Company, Inc.	
	Travis	Malin		HC Contractors, Inc.	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
Fairbanks Bowling Subcommittee	Teri	Landean		RISQ Consulting	
	Robert	Cummings		Denali Mechanical, Inc.	
	Meg	Nordale		GHEMM Company, Inc.	
	Joan	Johnson		Span Alaska Transportation	
	Marcus	Trivette		Brice, Inc.	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
Fairbanks Golf Subcommittee	Steve	DeMolen			
	Jennifer	Towler		Samson True Value Hardware	
	Teri	Landean		RISQ Consulting	
	Amy	Cook		TOTE Maritime Alaska, Inc.	
	Richard	Green		Spenard Builders Supply	
	Robert	Cummings		Denali Mechanical, Inc.	
	Laurence	Peterson		Travis/Peterson Environmental Consulting, Inc.	
	Joan	Johnson		Span Alaska Transportation	
	Mary	Stech		Span Alaska Transportation	
	Tammy	Kosa		Northrim Bank	
	Leslie	Binkley		Hub International	
	Togi	Letuligasenoa		Brice Equipment, LLC	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Jeremy	Pletnikoff		Mt. McKinley Bank	
Fairbanks Task Force	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	The Fairbanks Task Force Committee is comprised of AGC members located in the Golden Heart City. The mission of the task force is to support AGC operations including: scholarship fundraisers, member outreach and training, social events, Spring Board Meeting and the annual construction forecast breakfast. The Task Force is the point of contact between AGC and the University of Alaska Fairbanks AGC student chapter, and is responsible for fostering the relationship between these two groups. Additionally, the Task Force manages previously endowed scholarships at the UA Foundation and makes recommendations to the AGC Scholarship Committee for expenditures
	Thea	Scalise		Associated General Contractors of Alaska (AGC)	
	Teri	Landean		RISQ Consulting	
	Amy	Cook		TOTE Maritime Alaska, Inc.	
	Melissa	Spicer		Stantec Consulting	
	Richard	Green		Spenard Builders Supply	
	Emily	Braniff		Associated General Contractors of Alaska (AGC)	
	Robert	Cummings		Denali Mechanical, Inc.	
	Jennifer	Lindsoe		N C Machinery Co.	
	Meg	Nordale	Co-Chair	GHEMM Company, Inc.	
	Mike	Davis		GHEMM Company, Inc.	
	Dale	Engebretson		Aurora Construction Supply, Inc.	
	Joan	Johnson		Span Alaska Transportation	
	Marcus	Trivette	Co-Chair	Brice, Inc.	

Committee Name	First Name	Last Name	Committee Member Title	Organization Name	Committee Mission
	Megan	Stepovich		Emulsion Products Company	of scholarship funds.
	Shelby	Mintken		Exclusive Paving	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Tony	Johansen		Great Northwest, Inc.	
	Jenni	Quakenbush		Great Northwest, Inc.	
	Ben	Callahan		Callahan Construction Company	
Financial Committee	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	Our mission is to oversee and maintain proper financial records through accountability and transparency. We believe that it is important for the survival and existence of the organization. Our combined effort and experiences will assure we uphold the values and reputation of the organization to provide the continued support for our members.
	Luke	Blomfield		Davis Constructors & Engineers, Inc.	
	Stacy	Tomuro		First National Bank Alaska	
	Carrie	Jokiel		ChemTrack Alaska, Inc.	
	JJ	Craft	AGC Accounting	Associated General Contractors of Alaska (AGC)	
	Saigen	Harris	Chair	F & W Construction Co., Inc.	
Internal Affairs Committee	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Thea	Scalise	Staff Liaison	Associated General Contractors of Alaska (AGC)	
	Jim	Fergusson	Chair	Fergusson & Associates	
	Meg	Nordale		GHEMM Company, Inc.	
Legislative Committee	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Thea	Scalise		Associated General Contractors of Alaska (AGC)	
	Luke	Blomfield		Davis Constructors & Engineers, Inc.	
	Kirk	Currey		Construction Machinery Industrial, LLC (CMI)	
	Hal	Ingalls		Denali Drilling, Inc.	
	Richard	Green		Spenard Builders Supply	
	Regina	Daniels	Co-Chair	Davis Block & Concrete	
	Robert	Cummings		Denali Mechanical, Inc.	
	Meg	Nordale	Co-Chair	GHEMM Company, Inc.	
	Brooke	Sillers			
	Dianne	Blumer	Ex-Officio - AGC lobbyist		
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Mike	Andersen		DAMA Industrial LLC	
	Lynne	Seville		Parker, Smith & Feek, LLC	
	David	Hale		Hale & Associates, Inc.	
Membership Committee	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	The membership committee of the AGC of Alaska is committed to increasing and retaining membership by promoting, educating and advocating the benefits of AGC membership to members and potential members.
	Dave	Johnson	Chair	Anchorage Sand & Gravel Co., Inc.	
	Clare	Kreilkamp		Associated General Contractors of Alaska (AGC)	
	Jaquel	Shepperson		Polar Supply Company	
	Kirk	Currey		Construction Machinery Industrial, LLC (CMI)	
	Ben	Ryan		Ryan Air	
	George	Tipner		Brice Civil Constructors, Inc.	
	Scott	Vierra		North Star Equipment Services	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Cuauhtemoc	Rodriguez		Coldfoot Environmental Services, Inc.	
	Adam	Baxter		Northrim Bank	
	Gary	Klebs		KLEBS Mechanical, Inc.	
Political Action Committee (PAC)	Kirstie	Gray		Gray Services, LLC	
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Dave	Johnson		Anchorage Sand & Gravel Co., Inc.	
	Dan	Hall		Knik Construction Co., Inc.	
	Chris	Reilly		Rain Proof Roofing	
	Kirk	Currey		Construction Machinery Industrial, LLC (CMI)	
	Hal	Ingalls		Denali Drilling, Inc.	
	Jim	Fergusson		Fergusson & Associates	
	Regina	Daniels		Davis Block & Concrete	
	Meg	Nordale		GHEMM Company, Inc.	
	JJ	Craft		Associated General Contractors of Alaska (AGC)	
	Phil	Anderson		Phil Anderson Company	
	Sam Robert	Brice		Brice, Inc.	
	Marcus	Trivette		Brice, Inc.	
	Robby	Capps		F & W Construction Co., Inc.	
	Dianne	Blumer			

Committee Name	First Name	Last Name	Committee Member Title	Organization Name	Committee Mission
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Cuauhtemoc	Rodriguez		Coldfoot Environmental Services, Inc.	
	Brian	Midyett		STG Pacific, LLC	
	Kirstie	Gray		Gray Services, LLC	
Regulatory Committee	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Chris	Reilly		Rain Proof Roofing	
	Mike	Travis		Travis/Peterson Environmental Consulting, Inc.	
	David	Laster		Granite Construction Company	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Cuauhtemoc	Rodriguez		Coldfoot Environmental Services, Inc.	
	Brian	Midyett		STG Pacific, LLC	
Safety Subcommittee	Kirk	Waggoner		Davis Constructors & Engineers, Inc.	This committee is the means for AGC members to obtain knowledge on upcoming safety issues affecting the industry, receive assistance to achieve compliance with OSHA regulations, provide opportunities for safety training & education for member companies, and to act as resource for safety materials and information. The Safety committee is to be made up from individuals representing a variety of facets of the construction industry (contractors, safety professionals, insurance, material supply, etc.).
	Brian	Horner		LTR Training Systems, Inc.	
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Kimberley	Gray		Associated General Contractors of Alaska (AGC)	
	Justin	Boggs		ConocoPhillips Alaska	
	Chris	Rodriguez	Co-Chair	Granite Construction Company	
	Elaine	Banda		Alaska Occupational Safety and Health (AKOSH)	
	Rebekah	Matar		AK Safety Training Services	
	Dora	Hughes	Co-Chair	Knik Construction Co., Inc.	
	Jose	Owens		American Marine Corporation	
	Kristina	Holzschuh		SafeLogic Alaska, LLC	
	Brandi	Neuterman		SafeLogic Alaska, LLC	
	Steve	Rowe		Swalling General Contractors LLC	
	JJ	Kindred		Shoreside Petroleum, Inc.	
	Sam	Cunard		Tikigaq Construction, LLC	
	Amberle	Wright			
	Carlton	Norby		Colaska, Inc.	
	Mac	Stevens		ASRC Construction	
	Anthony	Robinson		Alaska Occupational Safety and Health (AKOSH)	
	Aaron	Finney		Shoreside Petroleum, Inc.	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Alicia	Martinez		Enstar Natural Gas	
	Kirstie	Gray		Gray Services, LLC	
Speakers Subcommittee	Jenith	Ziegler	Co-Chair	Davis Constructors & Engineers, Inc.	Researches, recommends and schedules presenters for each of the seminars, meetings, lunches, dinners, etc. which is the core content of the conference.
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Kimberley	Gray		Associated General Contractors of Alaska (AGC)	
	Ron	Pichler	Co-Chair	Denali Drilling, Inc.	
	Diana	Wessels		First National Bank Alaska	
	Teri	Gunter		Senco Alaska, Inc.	
	Skeet	Black		USI Insurance Services	
	Chad	Estes		BDO USA, LLP	
	Kris	Jensen		Quality Asphalt Paving (QAP)	
	Traci	Johnson		Spenard Builders Supply	
Sporting Clays Committee	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	ment for members to build comradery, socialize and promote their business th
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Kimberley	Gray		Associated General Contractors of Alaska (AGC)	
	AJ	Breja		Carlile	
	Joelle	Nadell		Crowley Fuels	
	Derek	Betts	Co-Chair	Granite Construction Company	
	Jeff	Miller		Cruz Construction, Inc.	
	Skeet	Black		USI Insurance Services	
	Steve	Rowe		Swalling General Contractors LLC	
	Aaron	Finney		Shoreside Petroleum, Inc.	
	Patrick	Haugh		Pathstone	
	Sarah	Lefebvre	Interested Party, AGC President	Exclusive Paving	
	Matt	Thon	Co-Chair	Parker, Smith & Feek, LLC	
	Monica	Reid		Altman, Rogers & Co.	
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Kimberley	Gray		Associated General Contractors of Alaska (AGC)	
	Xavier	Schlee	Chair	Alaska Concrete Alliance	

Committee Name	First Name	Last Name	Committee Member Title	Organization Name	Committee Mission
Technology Committee	Clare	Kreilkamp		Associated General Contractors of Alaska (AGC)	Guiding the Associated General Contractors in the use of social media and technology to both; better communicate with and promote, the members of AGC.
	Joan	Massart-Paden		Advertising Strategies, LLC	
	Bronson	Frye		Painters & Allied Trades Union, Local 1959	
	Regina	Daniels		Davis Block & Concrete	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Barry	Cassell		Cassell Consulting, Inc.	
USACE Steering Committee	Jed	Shandy		Davis Constructors & Engineers, Inc.	The committee is a continued effort to establish an open environment conducive to fostering partnership and collaboration between USACE and industry. It's made up of high level stakeholders and experts who put personal profit motives aside to provide guidance on key issues such as: motivating factors for engagement with the USACE, barriers to entry, problems during execution, improved transparency, bids, submittals, policy, objectives, budgetary controls, and more.
	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	
	Kimberley	Gray	Staff Liaison	Associated General Contractors of Alaska (AGC)	
	Thea	Scalise	Staff Liaison	Associated General Contractors of Alaska (AGC)	
	John	Conway		High Point Construction, Inc.	
	Tamie	Taylor		Taylor Business Solutions, LLC	
	Giovanna	Gambardella		Stantec Consulting	
	Steve	Wardleigh		Rain Proof Roofing	
	Jim	St. George		St. George Consulting	
	Luke	Blomfield		Davis Constructors & Engineers, Inc.	
	Sheila	Hill		Cornerstone General Contractors, Inc.	
	Bill	Westervelt		Dimond Fence Co., Inc.	
	Jim	Watterson		Watterson Construction	
	Meg	Nordale		GHEMM Company, Inc.	
	Joe	Jolley		Cornerstone General Contractors, Inc.	
	Sharon	Cote'		SBH Services, Inc.	
	Jenith	Ziegler		ChemTrack Alaska, Inc.	
	Carrie	Jokiel	Co-Chair	ChemTrack Alaska, Inc.	
	Damon	Delarosa	Chief of USACE Alaska District	U.S. Army Corps of Engineers (Alaska District) (USACE)	
	Matt	Emerson, PE, SE		PDC Engineers	
	Mike	Fall		UNIT COMPANY	
	Scott	Colledge		Denali Fenceworks, LLC	
	Tracy	Wickham		U.S. Army Corps of Engineers (Alaska District) (USACE)	
	Marcus	Trivette		Brice, Inc.	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	
	Randy	Bowker	Deputy District Engineer and Chief PPMD - Alaska District	U.S. Army Corps of Engineers (Alaska District) (USACE)	
	Heather	Sottosanti			
	Cuauhtemoc	Rodriguez	Interested Party	Coldfoot Environmental Services, Inc.	
	Mark	DeRocchi	Chief of Engineering, Construction, and Operations	U.S. Army Corps of Engineers (Alaska District) (USACE)	
	Mike	Klebs		KLEBS Mechanical, Inc.	
	David	Allen		STG Pacific, LLC	
	Chrys	Fleming		Alcan Electrical & Engineering, Inc.	
	Brian	Midyett	Co-Chair	STG Pacific, LLC	
Vendor Room Task Force	Alicia	Amberg	Executive Director, Interested Party	Associated General Contractors of Alaska (AGC)	Promotes and organizes the vendor room while coordinating with the AGC Luncheon on Wednesday to provide a productive event for both attendees and vendors.
	Kimberley	Gray		Associated General Contractors of Alaska (AGC)	
	Dave	Johnson	Co-Chair	Anchorage Sand & Gravel Co., Inc.	
	Cecil	Cocom		First National Bank Alaska	
	Aili	Peyton-Jalbert		Northrim Bank	
	Teri	Gunter	Co-Chair	Senco Alaska, Inc.	
	Traci	Johnson		Spenard Builders Supply	
	Sarah	Lefebvre	President, Interested Party	Exclusive Paving	



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



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

The purpose of ACIAP:

To promote safety & accident prevention programs for the construction industry in Alaska; To conduct public relations programs for the benefit of all contractors engaged in the construction industry in Alaska and to bear the cost of standardizing contracts and specifications.

### **TRUSTEES**

<b>Name</b>	<b>Position</b>
Mike Swalling	President
Bert Bell	Secretary/Treasurer
Pat Reilly	Trustee
Robby Capps	Trustee
Dave Cruz	Trustee
Phil Anderson	Trustee
Dana Pruhs	Trustee



*Building Alaska's Future*

# **CONSTRUCTION INDUSTRY**

## **PROGRESS FUND**

### **(CIPF)**

The Alaska CIPF organized to advance the interests of the construction industry in the State of Alaska. To accomplish its mission, the CIPF is structured to:

- 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 Alaskan schools to inform future Alaskans of the opportunities in the building and construction industry; and
- Develop strategies to attract workers to the construction industry.

First Name	Last Name	Title	Organization
Alicia	Amberg	AGC Executive Director	Associated General Contractors of Alaska (AGC)
Margaret	Empie	AGC Staff	Associated General Contractors of Alaska (AGC)
Larry	Bell	Board Member	National Electrical Contractors Association, Inc. (NECA)
Jim	Fergusson	Chair	Fergusson & Associates
Robby	Capps	Board Member	F & W Construction Co., Inc.
Joey	Merrick	Secretary/Treasurer	Alaska District Council of Laborers
Sarah	Lefebvre	Board Member	Exclusive Paving
Jesse	Hale	Vice Chair	Alcan Electrical & Engineering, Inc.
James	McMilon	Board Member	Teamsters Local 959
Jon	McVay	Board Member	Brice Civil Constructors, Inc.

# ASSOCIATED GENERAL CONTRACTORS OF ALASKA, INC.



## Bylaws of Political Action Committee

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***BYLAWS OF POLITICAL ACTION COMMITTEE***  
OF  
***ASSOCIATED GENERAL CONTRACTORS OF ALASKA, INC.***

***ARTICLE ONE***  
***NAME***

The name of this association shall be ASSOCIATED GENERAL CONTRACTORS OF ALASKA, POLITICAL ACTION COMMITTEE (hereinafter referred to as the PAC).

***ARTICLE TWO***  
***OFFICES***

The principle office of the Political Action Committee shall be located at 8005 Schoon Street, City of Anchorage, State of Alaska. The PAC may have such other offices, either within or without the State of Alaska, as determined from time to time by the board of trustees.

***ARTICLE THREE***  
***ORGANIZATION***

The PAC shall be a voluntary, nonprofit, unincorporated association operating as a separate, segregated fund of the Associated General Contractors of Alaska, Inc. (AGC).

***ARTICLE FOUR***  
***PURPOSES AND POWERS***

Section 1. 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.

Section 2. To accomplish these goals, the PAC is empowered to solicit, directly or indirectly, and accept, voluntary personal contributions. Upon majority approval of the board of trustees, make expenditures for the purpose of influencing the selection,

nomination, or election of any individual to any state office. Additionally the PAC may influence other legislative action as directed by the board of trustees.

Section 3. The PAC shall possess and may exercise all powers and privileges set forth in these bylaws or incidental thereto together with all powers and privileges necessary or convenient to the conduct, promotion, or attainment of the purposes of the PAC or these bylaws.

## ***ARTICLE FIVE PARTICIPATION***

Any person may contribute to the PAC and the PAC is authorized to solicit and accept contributions from any such person.

## ***ARTICLE SIX CONTRIBUTIONS***

Section 1. All contributions to the PAC shall be voluntary, and no contribution shall be solicited or secured by physical force, job discrimination, financial reprisal, or threat thereof, or as a condition of employment.

Section 2. Basic policies with respect to the expenditure or distribution of all contributions to the PAC shall be within the sole discretion of the trustees.

Section 3. No contribution shall be accepted, and no expenditures shall be made, by or on behalf of the PAC, at a time when there is a vacancy in either the office of chairman or treasurer.

## ***ARTICLE SEVEN***

### **SEPARATE SEGREGATED FUND**

Contributions to the PAC shall be maintained in one or more designated campaign depositories, and all expenditures by the PAC shall be made from those accounts and no other source.

## ***ARTICLE EIGHT TRUSTEES***

The governing body of the PAC shall be a board of trustees composed of the executive board of directors of the Associated General Contractors of Alaska, Inc., the executive director of Associated General Contractors – Alaska, the Legislative Committee Chairman of Associated General Contractors – Alaska and the three individual AGC members selling the most raffle tickets.

The trustees are empowered to set basic policies with respect to expenditures to be made by the PAC, and to direct disbursements to specific candidates. The trustees shall determine the procedures for collection and distribution of funds to candidates and political committees and the amount of all expenditures and disbursements to be made.

## ***ARTICLE NINE OFFICERS***

Section 1. The Officers of the PAC shall consist of a chairman, deputy chairman, treasurer and deputy treasurer.

Section 2. The officers shall be determined as follows:

Chairman	AGC President
Deputy Chairman	AGC Executive Director
Treasurer	Selected by Board of Trustees
Deputy Treasurer	AGC Treasurer

Section 3. Subject to the direction of the board of trustees, the chairman shall administer and have general and active management and supervision of all the affairs of the PAC. The chairman shall preside at all meetings.

Section 4. The treasurer shall be the chief financial officer of the PAC, shall keep the financial and other records, shall comply with all applicable legal requirements, and shall perform such other duties as may be assigned by the chairman or the board of trustees.

Section 5. Should a vacancy occur in the office of the chairman or treasurer the trustees shall immediately elect a successor to serve unto the next regular annual election of officers.

## ***ARTICLE TEN REMOVAL***

Section 1. A trustee may be removed by unanimous vote of the other trustees.

Section 2. An officer of the PAC may be removed by unanimous vote of the trustees.

## ***ARTICLE ELEVEN***

### **LEGAL COMPLIANCE**

The herein established political action committee will comply with all laws governing the establishment, management, and operation of political action committees formed pursuant to the laws of the State of Alaska.

## ***ARTICLE TWELVE DISSOLUTION***

The PAC may be dissolved at any time by the majority vote of the trustees. In the event of such dissolution, all funds contained in the campaign's depository shall be distributed as directed by the trustees.

## ***ARTICLE THIRTEEN AMENDMENTS***

These bylaws may be altered, amended, or repealed from time to time by majority vote of the trustees.

## ***ARTICLE FOURTEEN ADOPTION***

These bylaws are hereby adopted and effective August 10, 1979.  
Amended status reaffirmed June 26, 2002.

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Marie Wilson, Chairman



# **CONSTRUCTION**

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# **49ERS**

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## **Construction 49ers**

### **Purpose:**

The Construction 49'ers is an affiliation of concerned construction leaders and companies that strive to maintain a construction economy that promotes the interests of private enterprise while at the same time protecting the interests of the residents of Alaska.

The Construction 49'ers are leaders in the construction industry that choose to be proactive in promoting the interests of the industry through progressive legislation and regulations.

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.

### **Approach:**

The Construction 49'ers will meet at least once each year with the leaders of the administration and legislature to receive an update on items of interest to the group as well as sharing insights into the programs and policies of the administration.

The Construction 49'ers will meet with the AGC legislative committee leadership and the AGC staff and lobbyist to help establish the legislative priorities of the AGC chapter. Ideas can be submitted by any Construction 49'er to the AGC staff at any time for research prior to the submission for adoption as a legislative priority.

When the legislature is in session, members of the Construction 49'ers will receive weekly legislative updates from the AGC lobbyist covering status of the legislative priorities as well as other legislation that might influence the construction industry.

### **Membership:**

The Construction 49'ers is designed to gather the desires and concerns from policy makers of companies affiliated with AGC. Membership is open to all AGC members, but is organized to be a vehicle through which concerned members can help influence the direction of legislation and administrative actions that effect the industry.

Membership dues go to fund the expenses of AGC's lobbyist and are tax deductible to the company. At the dinners and other events, member firms are entitled to have two members of their firm participate although more can participate at an additional charge.



# POLITICAL

# FUNDRAISERS

## P&P



## **Political Fundraiser Policies & Procedures**

Political action is something we feel, breathe and live every second of every day. It is something that cannot be denied, it is the reflection of what people want, however, we know that all citizens have differing points of view as someone can be a member of a party or our association but still disagree with the actions that party or our Board Members are making. Politics can be seen as essentially a convention indistinguishably linked to the birth of diversity and conflict, but it can also be seen as a willingness to cooperate and act collectively.

While AGC will cooperate with board members who wish to use AGC room rentals to host political fundraisers, with these fundraisers, AGC will not take a political stance nor communicate political statements or advertisements.

### **Political fundraisers held at AGC offices must meet the following requirements:**

1. Minimum of 3 AGC Board Members to act as event hosts
2. Current Room Rental rates apply (includes a staff person to set up, serve beer and wine, and clean up)
3. Fundraiser hosts split cost
4. One host is invoiced by AGC and that host coordinates with other hosts for reimbursement
5. Candidate's campaign provides/approvals invitation/advertising flyer
6. Hosts communicate/forward invitation/advertising flyer
7. There can be no inference that AGC or its members are hosting

### **Recommendations:**

- Hold event Tuesday – Thursday
- Start event at 5:30 giving enough time for supports to get off work and end at 7:00

### **Default Food and Refreshments Menu:**

- Beer (3 Standard Choices)
- Wine (a white and a red)
- Finger foods such as cheese & crackers
- Fresh shrimp
- Meatballs
- Veggie tray
- Fruit Tray