



**AIA**  
West Jersey

31 October 2018

Dear AIA West Jersey Member,

This document summarizes the proposed changes to the Bylaws of the West Jersey Society of Architects.

As per the Core Members Services requirements recently instated by AIA National, AIA West Jersey must review and update bylaws at least once every 10 years using the AIA Model Component Bylaws as a guide. Additionally, AIA New Jersey recently updated its bylaws, making changes to the governance structure at the state level. As a local component with representation on the AIA New Jersey Board of Trustees, we must amend our bylaws to coordinate with this state level change.

Commentary on the proposed changes follows. All members are invited to attend the AIA West Jersey annual meeting on December 06, 2018 to cast their vote for or against these proposed changes.

#### **TABLE OF CONTENTS**

The current bylaws do not have a table of contents. AIA West Jersey proposes adding a table of contents to improve the navigability of the document.

#### **ARTICLE 1: ORGANIZATION**

##### **1.11 Purpose of Affiliations**

The section has been modified to align with AIA Model Component Bylaws.

##### **1.12 Agreements of Affiliations**

The section has been modified to align with AIA Model Component Bylaws.

##### **1.21 ENDORSEMENTS**

Occasionally, AIA West Jersey will distribute promotional materials, on behalf of our Allied Members or other affiliated organizations or vendors. We proposed additional language to clarify that distribution of promotional materials does not equate to an endorsement from AIA West Jersey.

#### **ARTICLE 2: MEMBERSHIP**

##### **2.01 Categories of Membership**

Changes are limited to updated section numbers.

##### **2.02 Definitions**

Changes included clarifications to categories of membership and changes to achieve consistency in membership category nomenclature throughout the bylaws.

##### **2.1.3 Admission Fees Prohibited**

The section has been modified to align with AIA Model Component Bylaws. Additional language is proposed to clarify that there are no initiation fees required on top of dues to join the organization.



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## **2.1.5 Associate Members**

The section has been added to clarify the Associate Member definition established in Paragraph 2.02.

## **2.1.6 Emeritus Members**

To address inquiries from the membership, the section has been modified to clarify that Emeritus Members shall not pay annual dues, however Emeritus Member will be responsible for activity fees and membership meeting charges.

## **2.3 ALLIED & AFFILIATE MEMBERS**

The section heading has been modified to coordinate with **2.02 Definitions**.

### **2.3.4 Rights and Privileges of Allied & Affiliate Members**

The section heading has been modified to coordinate with **2.02 Definitions**.

### **2.3.5 Allied Members**

The paragraph was added to align with AIA Model Component Bylaws.

### **2.3.6 Student Affiliates Qualifications**

The paragraph was modified as follows to clarify the rights and privileges of Student Affiliates.

#### **2.3.6.1 Student Affiliates**

Clarification that Student Affiliates may not serve on Committees involved with charges of unprofessional conduct.

#### **2.3.6.2 Student Affiliates**

The current bylaws include a cumbersome title for student affiliate use. The proposed change shortens the title student affiliates may use to: "Student Affiliate Member of AIA West Jersey".

#### **2.3.7 Honorary Affiliates**

The section has modified to coordinate paragraph numbering and to allow AIA West Jersey to charge activity fees and member meeting charges to Honorary Members.

## **2.4 Associate Members**

The section is redundant with paragraph **2.1.5 Associate Members** and is proposed to be removed.

## **ARTICLE 3: DUES, FEES AND ASSESSMENTS**

### **3.3 TERMINATION OR SUSPENSION FOR DEFAULT OF DUES OR ASSESSMENTS**

#### **3.3.1 Assigned Members**

The paragraph was modified to align with AIA Model Component Bylaws.

#### **3.3.2 Unassigned Members, Allied Members and Affiliate Members**

The paragraph title was modified to align with paragraph **2.02 Definitions**.

## **ARTICLE 4: CHAPTER RELATIONSHIP TO OTHER INSTITUTE ORGANIZATIONS**



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## **4.0.2 Nomination and Election of the Institute Directors**

The paragraph was modified to align with new governance model at AIA National and the AIA Model Component Bylaws.

## **4.2.2 Representation on State Board Organization Board**

The paragraph was modified to align with new governance model at AIA New Jersey effective January 1, 2019.

## **4.2.3 Nominations and Elections**

The paragraph was eliminated as nominations to State Organization Board are described in **4.2.2 Representation on State Board Organization Board**.

## **4.2.3 Term on Representatives**

Changes are limited to updated paragraph number.

## **ARTICLE 5: CHAPTER MEETINGS**

### **5.03 Special Meetings**

The paragraph was modified to align with the AIA Model Component Bylaws. This paragraph authorizes the President, Board of Directors, or the President at the written request of the membership, to call a special meeting.

### **5.1.2 Decisions at Meetings**

The paragraph was eliminated as it was redundant with Section 5.2.

### **5.2.4.2 Limitations on Voting Eligibility**

The paragraph was modified to align with new governance model at AIA National Model, specifically the formation of the Institute Strategic Council.

## **ARTICLE 6: THE BOARD OF DIRECTORS**

The article title was modified replacing “Executive Committee” with “Board of Directors” to align with references to this governing body in the bylaws document.

### **6.0.1 Powers**

The position of Immediate Past President was added as a member of the Board of Directors to align with paragraph **6.3.1 Officers**.

### **6.011 Custodianship**

The paragraph was added to align with AIA Model Component Bylaws.

### **6.02 Delegation of Authority**

The paragraph was added to align with AIA Model Component Bylaws.

### **Paragraph 6.02**

The paragraph was removed, redundant with **6.0.1 Powers** in defining the composition of the Board of Directors.

### **Paragraphs 6.03 & 6.04**



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The paragraphs refer to representation on State Board. This representation is described in paragraph **4.2.2 Representation on State Board Organization Board** and was therefore eliminated in Article 6.

## **6.1.1 Nominations**

The position of President-Elect was added to list of officers eligible for nomination from the floor at the annual meeting.

## **6.3.1 Officers**

As the position of EPiC Section Director has become a valuable voice for the emerging professionals of the organization, and a valued collaborator with the Board of Directors, it is proposed that the position of EPiC Section Director be added as an officer of the organization and thusly a voting member of the Board of Directors. *\*EPiC is the acronym for Emerging Professional in Community, the state-wide emerging professionals committee.*

## **6.38 EPiC Section Director**

The paragraph was added to define the role of this proposed officer position.

## **6.3.8 AIA New Jersey Board of Trustees**

The paragraph was modified to align with the new governance model of the state organization. Refer to Paragraph 4.2.2 of these bylaws.

## **6.5 MEETINGS OF THE BOARD OF DIRECTORS**

This section title was added for clarity.

### **6.5.1.1 Regular Meetings**

The paragraph was modified to allow meetings of the Board of Directors to be conducted via teleconference and/or video conference in addition to in-person meetings.

## **ARTICLE 8: GENERAL PROVISIONS**

### **8.31 Ethics Charges**

The paragraph was modified to align with the AIA Model Component Bylaws. This paragraph indicates claims of ethics violations will be adjudicated by the Institute's National Ethics Council not the local component.

## **APPENDIX A: SECTION MAP**

The appendix contains a map of New Jersey indicating the territory of this organization, as well as its relationship to the other local AIA components in the state.



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