



## **Board of Directors - Meeting Agenda**

**June 4, 2024  
2:30pm – 4:00pm**

**Omni Bedford Springs Resort  
2138 Business 220, Bedford, PA**

Call to Order/Opening Remarks	M. Markosky
Board Orientation	M. Markosky
ACEC National Liaison Update	J. Hoffman
BISECT Funding Proposal	B. Schoch
Adjourn	



Board Orientation

June 4, 2024

# Executive Summary

The membership consists of Member firms and Affiliate Member firms.

We are governed by the ACEC/PA Bylaws and Robert's Rules of Order.

We are organized across the Commonwealth into three regions – Eastern, Central, and Western.

We are governed by a Board of Directors – the Board is charged with conducting the business of the Association in the best interests of the membership.

The full Board includes: **President, President-Elect, Vice President, Treasurer, Secretary, Immediate Past President/National Director (Executive Committee)** and Regional Chairs/Vice Chairs, Regional At-Large Directors, Government Affairs Chair (Ex-Officio), Executive Director (ED) (Ex-Officio).

The Executive Committee is empowered to act in the place and stead of the Board of Directors.

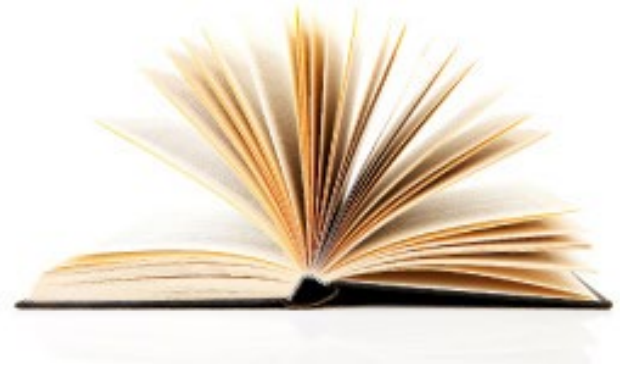
The ED is charged with managing the activities of ACEC/PA subject to policies and procedures approved by the Board of Directors and at the direction of the President.

A separate Political Action Committee (PAC) committee exists and is defined by its charter.

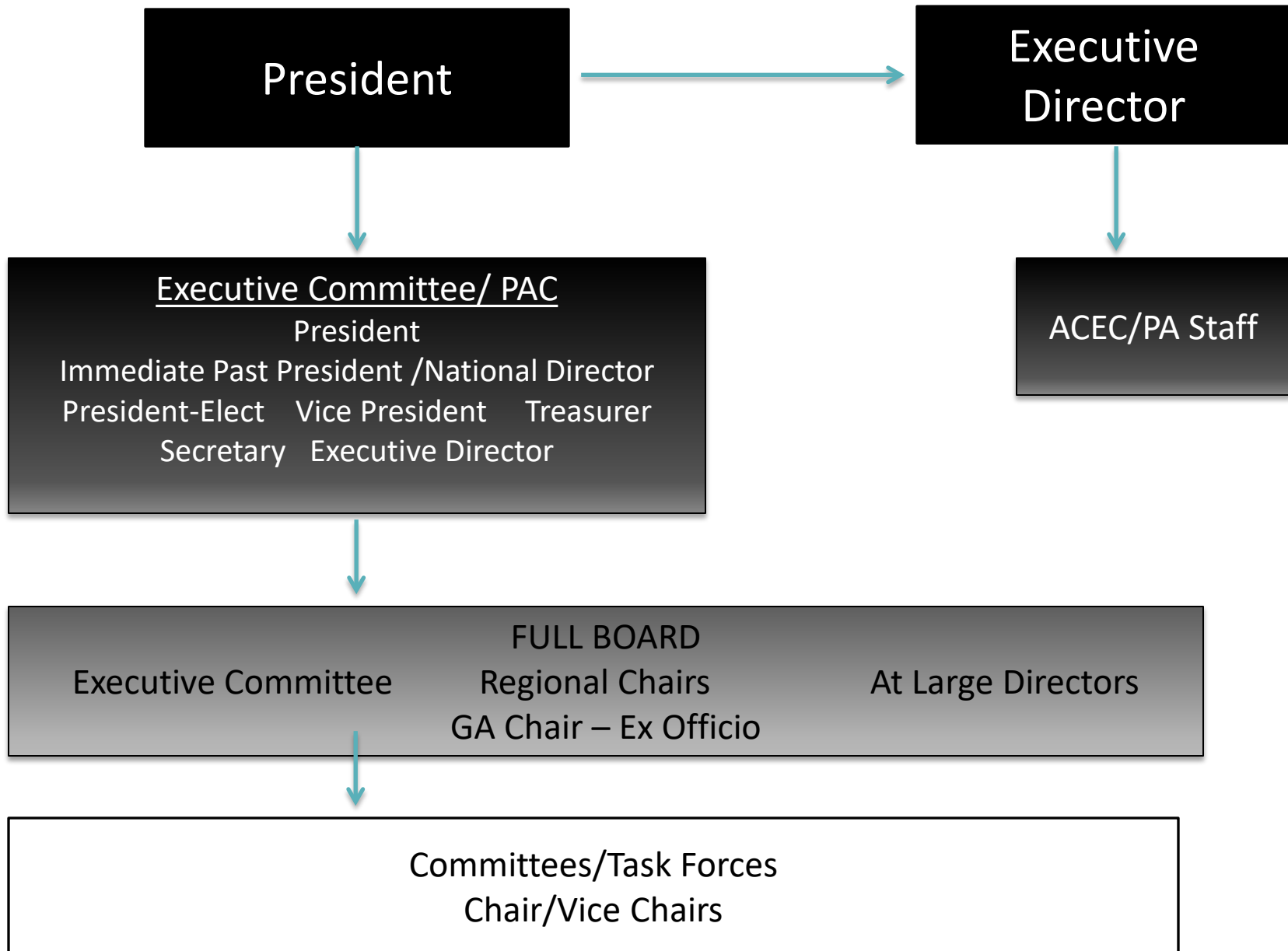


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**bylaws  
policies &**



# Organizational Chart



# Nominations

- Nominating Committee convenes annually to nominate a new Slate of Directors. The Committee includes the Immediate Past President, President, and President-Elect (“Three P’s”)
- By agreement and long-standing custom:
  - The office of Secretary may rotate sequentially amongst the three Regions.
  - The terms of At-Large Directors serve a 2-year term and are offset by one year within a Region.
  - Regional Directors (Chairs and Vice Chairs) are annual nominations.
  - The nominations of incoming Directors and Officers are ratified by the Board and presented to the membership for a vote at the Annual Meeting of the Membership Election.
  - Committee Chairs are appointed by the President.

***In order to ensure growth opportunities exist for dedicated volunteers, the Nominating Committee gives primary consideration to its Committee volunteers as potential board members.***



# Political Action Committees

ACEC/PA actively participates in two distinct PACs in the interests of the membership. Pursuant to campaign law, there is one PAC at the state level and one at the federal level.

## **State PAC – CEPA PAC** (this is the legal name of the state PAC)

The Chair of the State PAC is the President-Elect and the PAC is managed by the Executive Committee members who vote on political expenditures throughout the course of a given year.

### **Members consist of 6 persons with voting rights:**

- o ACEC/PA President
- o National Director (Immediate Past President)
- o President-Elect
- o Vice President
- o Treasurer
- o Secretary
- o 3 ACEC/PA Regional Chairs (1 from West, East & Central; non-voting)
- o GA Chair (non-voting)
- o GA Vice Chairs (non-voting)
- o ACEC/PA Executive Director Ex-Officio (non-voting)



## **Federal PAC – ACEC PAC** (this is the legal name of the national PAC)

The Chair of the Federal PAC is the Immediate Past President/National Director to ACEC and is managed by the Executive Committee members who vote on political expenditures throughout the course of a given year.

The Government Affair Chair & Vice Chair (GA) and Executive Director (ED) sit on the PAC Ex-Officio (non-voting, advisory status).



# Board Roles and Responsibilities

1. Duty of Care

2. Duty of Loyalty



3. Duty of Obedience

4. PAC Involvement



# Board Roles and Responsibilities

## **PRESIDENT**

- Executive Committee Member
- Alternate National Director
- Nominating Committee Member
- CEPA PAC Committee Member
- ACEC PAC Committee Member
- PennDOT Task Force Member
- Annual Review of Executive Director

## **PRESIDENT-ELECT**

- Executive Committee Member
- Nominating Committee Member
- Chair of Bylaws Task Force
- CEPA PAC Chair
- ACEC PAC Committee Member
- PennDOT Task Force Member
- Safety Task Force Member
- Annual Review of Executive Director

# Board Roles and Responsibilities

## **VICE-PRESIDENT**

- Executive Committee Member
- Membership - Board Liaison
- CEPA PAC and ACEC PAC Committee Member

## **TREASURER**

- Executive Committee Member
- Chair of Finance Committee
- CEPA PAC ACEC PAC Committee Member

## **SECRETARY**

- Executive Committee Member
- Finance Committee Member
- CEPA PAC and ACEC PAC Committee Member

# Board Roles and Responsibilities

## **IMMEDIATE PAST PRESIDENT/NATIONAL DIRECTOR**

- Executive Committee Member
- National Director
- Chair of Nominating Committee
- CEPA PAC Committee Member
- ACEC PAC Committee Member
- Annual Review of Executive Director

## **REGIONAL CHAIR**

- Establish Regional meeting speakers in collaboration with the Regional Vice Chair and the Executive Director
- Membership - Board Liaison
- Promote membership's participation in CEPA PAC and ACEC PAC
- Projects/committees assigned by the President and the Executive Director

## **REGIONAL VICE CHAIR**

- In the absence of the Regional Chair, assumes the duties of the Regional Chair
- Membership - Board Liaison
- Projects/committees assigned by the President and the Executive Director

# Board Roles and Responsibilities

## **AT-LARGE DIRECTORS**

- CEPA PAC and ACEC PAC fundraising with GA leadership and the Executive Director
- Membership - Board Liaison
- Projects/committees assigned by the President and the Executive Director

## **GOVERNMENT AFFAIRS CHAIR**

- Ex-Officio Board of Directors for ACEC/PA GA-related items
- CEPA PAC and ACEC PAC Committee Member
- Chair of CEPA PAC Committee
- Legislative Outreach Group Member

# Committee Chair Roles and Responsibilities

- Developing a succinct yearly strategic plan to identify goals and strategies of the committee, including recognition of objectives and programs identified in the current ACEC/PA Strategic Plan.
- Leading committee meetings – fostering discussion, creative thinking analysis, and implementation of strategies to meet goals.
- Appointing appropriate subcommittees and/or work task groups to work on committee goals and strategies.
- Evaluating the work performed by the committee and subcommittees.
- Developing the leadership of the committee through the appointment of a Vice Chair and delegating duties (subcommittee/task force oversight, meeting minutes, etc.) to the Vice Chair and other members.
- If the Vice Chair(s) are productive and engaged, it is anticipated that a Vice Chair will succeed the Chair.





## Leadership Commitment and Code of Conduct

- I understand the responsibilities of my position and agree to be bound by them.
- I will, in good faith, endeavor to contribute the recommended minimum of \$500.00 per year to ACEC PAC and \$500.00 per year to CEPA PAC and solicit the recommended minimum of \$2,000 per year to the ACEC PAC (applies to Board members).
- I will make every attempt to attend all meetings; and I am responsible for following the meeting minutes for meetings I cannot attend.
- I understand I may only speak for ACEC/PA when so directed by the Board.
- I understand that privileged information I receive as a Board Member will not be distributed in any manner without Board approval.
- I understand that Committee Chairs/Vice Chairs do not have the authority to speak on behalf of the Board.
- I understand that Committees may not distribute policy positions or statements without approval of the Board.
- I understand that it is the responsibility of the Committee Chair to educate the Committee members on Board policy, including this one.
- I agree to acknowledge and respect the opinions of my fellow Board Members and conduct myself professionally in all my interactions.

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## Pledge to Pennsylvania

As members of the American Council of Engineering Companies of Pennsylvania and as an important and learned profession, we recognize that our work has a direct and vital impact on the quality of life for all Pennsylvanians. Accordingly, we commit ourselves and our firms to:

- *First*, hold paramount the health and welfare of the public in the performance of our professional duties.
- *Second*, require honesty, impartiality, and fairness on behalf of the public, clients, employees, firms and the profession that we represent.
- *Third*, act in professional matters for each client as faithful agents.
- *Fourth*, enhance excellence in the business and human resource management of our firms by working to improve our individual and collective performance.
- *Fifth*, communicate openly and timely – seeking a comprehensive understanding of the issues involving professional work and services.
- *Sixth*, provide quality services and develop projects that result in value for our clients, satisfaction for team members, and respect and distinction for the American Council of Engineering Companies of Pennsylvania and the consulting engineering profession.
- *Seventh*, encourage excellence by striving to create and deliver superior service.
- *Eighth*, allocate the time and resources to support and promote the goals and actions of the American Council of Engineering Companies of Pennsylvania.

# Traits of Highly Effective Board Members

**A highly effective Board will include members from firms of all sizes and demographics, who have diverse interests, expertise, and personalities. Ideally, Board members will:**

Have a passion for the mission

Be committed and available for service to the organization

Have strong communication skills

Exhibit a high level of professionalism and expertise

Be eager to participate

Be prepared for meetings and events

Show respect for, and trust and confidence in, fellow Board members

# BISECT PROPOSAL

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Bridge Infrastructure Safety and Economic Trust

# OBJECTIVES

- Invest in Pennsylvania State and Locally owned bridges to stay ahead of aging inventory
- Increase investment in Economic Development in the form of public infrastructure to support development
- Address over demand for underfunded Multi-Modal fund
- Address unmet Aviation funding needs

# FINANCE PLAN

- Cap current general fund contribution from sales tax on cars and trucks
- All future annual increases from this fund redirected to PennDOT
- PennDOT authorized to use up to the full annual amount each year for debt service on 30 Year Bond
- Expected annual growth averages \$60M
- At 18:1-30 year bond, proceeds should average \$1B annually

# PROPOSED USES OF BOND PROCEEDS

- \$700M To PennDOT for State owned bridge program
- \$150M for Local Bridge Program (grant program administered by PennDOT) NO LOCAL MATCH
- \$25M (double current funds) to Transportation Infrastructure Investment Fund (DCED/PennDOT)
- \$75M to Multi Modal fund (CFA)
- \$25M for match for locally raised transportation funding (coupled with local enabling legislation)
- \$25M (double current funds) To Aviation

# EXPECTED BENEFITS

- Create jobs – construction, commercial and residential
- Increase tax base
- Keep PennDOT and Local Government ahead of looming bridge aging problems
- Enhance private economic investment in Pa by providing much needed funding for off site infrastructure needs
- Assist local government and development community by increasing multi modal funding closer to matching annual demand
- Address backlog of Aviation infrastructure needs