

## **Board of Directors**

### **Position Responsibilities**

The Texas Society of Architects (TxA) needs to fill specific leadership positions for 2027. Descriptions and terms of all Board of Director positions are listed below, and the highlighted positions will be vacant for 2027. Nominated members for each position will be reviewed and identified by the Nominating Committee, approved by the TxA Board of Directors, then TxA members will have the chance to vote on the selections.

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### **Executive Committee**

#### 6.13 Executive Committee

There shall be an Executive Committee of the Board composed of the Officers as stated in Section 6.2 and the Executive Vice President. 6.131 The Executive Committee shall act for the Board between meetings of the Board. The Executive Committee shall not originate any major policy or take any action that would conflict in whole or in part with any action of the Board or of any meeting of the Society or any rule or policy of the Institute. The Executive Committee shall govern the deposit and expenditure of all funds of whatever nature.

### **President**

#### Bylaws Authority: 6.6

The President shall be administrative head of the Society and shall exercise general supervision of its affairs, except those placed under the administration and supervision of the Secretary and the Treasurer. The President shall perform the duties usual and incidental to the office, those required to be performed by law and these Bylaws, and those delegated to the office by the Board. The President shall preside at meetings of the Society, its Board, and its Executive Committee.

### **President-Elect**

#### Bylaws Authority: 6.7

The President-Elect shall assume all the duties of the President in the event of the president's absence, disability, resignation, or demise. The President-Elect shall serve as Commissioner of the Operations Commission, and assist the President, the Board, and chairs of the Society's committees in coordinating the appointment of incoming committee chairs and vice- chairs.

### **Secretary**

#### Bylaws Authority: 6.9

The Secretary, assisted by the Executive Vice President and staff, shall act as the recording and corresponding secretary, shall issue required notices, keep membership rolls, have custody of the corporate seal, and shall sign for the Society formal

instruments under the seal, and shall perform such other duties usual and incidental to the office and as may be delegated by the Board. The duties of the Secretary, under authority of the Executive Committee, may be assigned in whole or in part to the Executive Vice President or to other assistants.

## **Treasurer**

### Bylaws Authority: 6.10

The Treasurer shall be responsible for the financial affairs of the Society. Assisted by the Executive Vice President and staff, the Treasurer shall keep the records and books of accounts thereof, shall prepare budgets, collect for amounts due, and receipt for and have custody of Society funds and make disbursements thereof; shall have custody of its securities and of its instruments involving finances; shall make periodic financial statements for guidance at Board meetings, and shall have a financial report of examination of books of account prepared by a certified public accountant at the end of each fiscal year; shall conduct correspondence relating to the office; and shall perform such other duties usual and incidental to the office and as may be delegated by the Board. The duties of the Treasurer, under authority of the Executive Committee, may be assigned in whole or in part to the e Vice President or to other assistants.

## **Vice-Presidents**

### Bylaws Authority: 6.2

The Officers of the Society consist of a President, President-Elect, Vice-Presidents, a Secretary, and a Treasurer. Officers shall be Architect Members or Architect Members Emeritus.

### Bylaws Authority: 6.8

The Vice Presidents shall perform such duties as are properly assigned to them by the President.

Traditionally, Vice Presidents (VPs) have been assigned a “commission” to oversee and have been responsible for the work of the committees assigned to that commission. VPs are encouraged to attend as many of their committee meetings as possible and are asked to prepare reports for quarterly board meetings that detail the work of those committees.

VPs, at the discretion of the president and president-elect, may also be instrumental in selecting committee chairs as vacancies arise.

### **VP for Advocacy**

- Government Affairs Steering
- School Safety
- COTE

### **VP for Practice and Recognition**

- Design & Studio Awards
- Honor Awards

### **VP for Communications**

- Publications
- Education Outreach
- ALA's

### **VP for Professional Development**

- Conference
- Conference Continuing Education
- Design Conference
- Conference Futures

### **VP for Operations — President-Elect**

- Equity, Diversity, and Inclusion (EDI)
- Nominating
- Finance

## **Directors**

### Bylaws Authority: 6.111

Subject to the provisions of Section 2.821 of these Bylaws, there shall be one Chapter Director elected from each chapter who may be an Architect Member, Associate Member, or Member Emeritus of the chapter. Chapter Directors are voting members of the Board. In the event a Chapter Director is elected an officer of the Society, or for any reason a vacancy occurs in the office of Chapter Director, that office shall be declared vacant and shall be filled for the unexpired portion of the term by a member elected by the chapter in which the vacancy exists. The term of office of Chapter Director shall be two (2) years running concurrent with the calendar year.

Responsibilities shall include:

- Attend the Board Leadership Retreat held in December of each year
- Attend the quarterly Board meetings
- Provide chapter reports to the Board
- Fulfill their responsibilities to the organization
- Duty of Care (reasonable care as a steward of the organization)
- Duty of Loyalty (when making decisions affecting the organization)
- Duty of Obedience (to the organizational mission)
- Be familiar with the Society's Bylaws, Strategic Plan, and quarterly Board packets.
- Be a conduit of information between the local chapter and TxA Board about issues, policies, and matters of interest

### **Educator Member Director**

### Bylaws Authority: 6.114

An individual who is both a member of the faculty or administration of one of the accredited schools of architecture in the State of Texas and an Architect, Associate, or Emeritus Member of the Society shall be an Educator Member Director and a voting member of the

Board. The term of office for Educator Member Director shall be two (2) years running concurrent with the calendar year and limited to two terms.

Purpose: The purpose of the educator member position is to bring counsel and advice to the Board of Directors representing the views of the academic members of the Society. Particular interests may be focused on the path to licensure and other issues where the academy brings a unique perspective.

## **Associate Member Director**

Bylaws Authority: 6.115

An Associate Member of the Society or an Architect Member who is within the first two years of having been licensed shall be an Associate Member Director and a voting member of the Board. The term of office for the Associate Member Director shall be two (2) years, running concurrent with the calendar year and limited to one term.

The Associate Director shall serve as a liaison between the regional component and the local components regarding associate member interests.

Responsibilities shall include:

- Attending meetings of the Board of Directors, including the Leadership Retreat
- Serves as an ex-officio non-voting member of the Nominating Committee
- Present to the Board as needed
- Coordinate policies/programs with the AIA State Associate Representative, Young Architect Representative and ALAs
- Nominate candidates to serve as the next Associate Member Director
- Maintain documentation of activities and issues to be given to the next Associate Director and assist with the transition

## **AIA Strategic Councilors**

Bylaws Authority: 6.112

Architect Members or Members Emeritus shall be elected in accordance with election procedures established in these Bylaws to serve staggered terms as AIA Directors from Texas. The rights and duties of AIA Directors from Texas are as stated in the Institute Bylaws, and the term of office shall be three (3) years or as otherwise established in the Institute Bylaws. The AIA Directors from Texas shall be voting members of the Board.

Much of the Council's activity throughout the year is considered forward thinking, searching for new ideas and solutions to relevant topical subject matter facing the profession. Collaborations entail visionary thought and ideation, deliberations, prototyping of ideas, and consensus building. The Council develops ideas to inform future needs or opportunities for the profession and presents those ideas to the AIA Board for consideration and alignment.

Council members ("Councilors") provide a much-needed link to their constituencies and to AIA members in general, seeking input and communicating Council actions. In this way, they

identify issues that are most relevant to the architecture profession and society. Councilors whose actions support and promote AIA's mission, vision, strategic plan, and policies will advance the overall interests of AIA and its members.

The Council approaches its tasks with an emphasis on an outward and forward-focused vision. In this spirit, the Council focuses on long-term goals and outcomes of AIA's work rather than administrative or programmatic efforts to achieve those goals.

Those seeking election to the Council are encouraged to be innovative and open-minded and have experience in ideation; be strong communicators and connect with their constituents; and embody a collaborative, partnering spirit. The Council is especially interested in candidates who bring or offer a unique skill set, background, or experience that will complement that of the State Representatives.

### **AIA State Associate Representative (STAR)**

Bylaws Authority: 6.116

An Associate Member of the Society shall be the Texas representative to the AIA National Associates Committee (also referred to as AIA State Associate Representative), and a voting member of the Society's Board. The term of office for the Texas representative to the AIA National Associates Committee shall be two (2) years, running concurrent with the calendar year and limited to one term.

The AIA State Associate Representative shall serve as liaison between the Board and the National Associates Committee and shall be an advocate for associate issues on both the state and national levels.

Responsibilities shall include:

- Attending meetings of the Board of Directors, including the Leadership Retreat
- Attending the AIA National Convention and the AIA National Grassroots
- Attend all required National Associate Committee meetings
- Represents Texas interests and acts as a resource to AIA on associate issues and policies
- Provide candidates to the TxA Nominating Committee to serve as the next AIA State Associate Representative
- Maintain documentation of activities and issues to be given to the next State Associate Representative and assist with the transition

### **AIA Young Architect Representative (YAR)**

Bylaws Authority: 6.117

An Architect Member of the Society, within the first ten (10) years of having been licensed, shall be the Texas AIA representative to the AIA Young Architects Forum and a voting member of the Society's Board. The term of office for the Young Architect Representative shall be two (2) years, running concurrent with the calendar year and limited to one term.

This position shall have its term staggered with the AIA State Associate Representative (STAR) in 6.116.

### **Public Member**

Bylaws Authority: 6.113

The TxA Board shall be permitted to have a member of the general public, not an architect, to serve as a Public Member Director and a voting member of the Board. The term of the Public Member Director shall be one (1) year running concurrent with the calendar year and limited to two (2) consecutive terms.

The primary responsibility of the Public Member of the TxA Board of Directors is to serve in an advisory position to the Board as a voting member, offering an outside perspective with special expertise through knowledge in a field that compliments the goals of the TxA. This member will bring a different perspective and new ideas to the Board's deliberations and priorities, and where appropriate, represent the views and interests of the general public and potential users of architects' services.

### **Nominating Committee Member**

Bylaws Authority: 7.4

7.41 The Nominating Committee shall consist of five voting members as follows:

- a) the immediate past president
- b) one (1) member named by the Board
- c) three (3) members elected at the Annual Meeting as nominated by this committee.

In the event any member, by resignation or absence, cannot serve or does not serve, the President shall appoint a replacement. The President, President-elect, and Associate Member Director shall be ex-officio, non-voting members of the Committee.

**\*\*NOT A BOARD POSITION\*\***

### **AIA SFx State Representative**

The AIA SFx State Representative serves as the primary liaison between small firm architects in their state and the AIA National Small Firm Exchange. This role advances the interests of small firms by sharing resources, elevating local perspectives, and providing feedback to inform national initiatives. State Representatives act as ambassadors for small firm engagement, build relationships with state and local AIA leaders, and help ensure the voices, needs, and challenges of small practices are heard and addressed. The position requires a two-year commitment, modest monthly time participation, and active involvement in communication, outreach, and information-sharing efforts that strengthen small firm representation across the AIA.