

**BYLAWS
OF THE
PACIFIC COAST ASSOCIATION
OF
PHYSICAL PLANT ADMINISTRATORS
OF
UNIVERSITIES AND COLLEGES**

ARTICLE I

Section 1 - Name:

The organization shall be known as: "The Pacific Coast Association of Physical Plant Administrators, Inc." (PCAPPA or the "ASSOCIATION"). It is an autonomous regional association encompassing the following political subdivisions of the United States and Canada: Alaska, California, Hawaii, Idaho, Nevada, Oregon, Washington, the Canadian Provinces of British Columbia and Yukon Territory and part of the Northwest territories.

Section 2 - Affiliation:

The ASSOCIATION is affiliated with the Association of Higher Education Facilities Officers (APPA) located at 1643 Prince St., Alexandria, VA 22314-2828. APPA is an organization described in Internal Revenue Code Section 501 (c) (3), for the purpose of promoting common interests in the operation and development of the physical plants of institutions of higher education.

ARTICLE II

Section 1 - Purposes:

The purposes of the ASSOCIATION are:

1. To develop and maintain high standards in the administration, care, operation, planning and development of physical plants used by the institutions of higher education.
2. To promote professional ideals and standards to better serve the objectives of higher education.
3. To supplement and assist in the work of APPA in the Pacific Coast Region.
4. To schedule, plan and conduct Education Conference and Annual Meetings of the membership of such type and format as may be necessary and desirable, and to promote and to achieve the above purposes.
5. To engage in such other related activities as may be desirable or required to fulfill the purposes and objectives of the ASSOCIATION.

Section 2 - Conditions:

The ASSOCIATION is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) and 170 (c) (2) (B) of the Internal Revenue Code. No part of the net earnings of the ASSOCIATION shall inure to the benefit of or be distributed to, its directors, officers, other private individuals, or organizations formed and operated for profit (except the ASSOCIATION shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes stated above). No substantial part of the activities of the ASSOCIATION shall be the carrying on of propaganda or otherwise attempting to influence legislation, except that the ASSOCIATION shall be empowered to make the election under Internal Revenue Code Section 501 (h), and publishing or distributing of statements in any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision herein, the ASSOCIATION shall not carry on any activities not permitted to be carried on:

1. By an organization exempt from federal income tax under Section 501 (a) of the Internal Revenue Code as an organization described in Section 501 (c) (3) of such Code.
2. By an organization described in Sections 509 (a) (1), (2), or (3) of the Internal Revenue Code, and
3. By an organization, contributions to which are deductible under Sections 170 (c) (2), 2005 (a) (2) of the Internal Revenue Code.

ARTICLE III

Section 1 - Membership:

QUALIFICATIONS:

Applicants will be accepted into membership of the ASSOCIATION providing, they meet the qualifications as described in this article. Institutions, or systems of institutions, which meet the eligibility criteria of higher education, are eligible for membership in PCAPPA from the following geographical area:

- a. Alaska, California, Hawaii, Idaho, Nevada, Oregon, Washington, the Canadian Provinces of British Columbia and Yukon Territory and part of the Northwest territories, and,
- b. States, provinces or countries adjoining any of the above

The Secretary-Treasurer of the ASSOCIATION shall evaluate each application for membership and shall notify each applicant of acceptance or rejection. In case of questions of such eligibility the application shall be referred to the Board of Directors for

decision.

Section 2 - Representation:

1. **INSTITUTIONAL MEMBER** - Eligibility for institutional membership in the ASSOCIATION shall be accorded to institutions of higher education and/or system which requires at least two years of academic credit for graduation. Each member institution or system shall select an individual to be the Institutional Member to represent the institution in carrying on the business of the ASSOCIATION. The individual selected shall hold the position of principal administrator in direct charge of the physical plant or building and grounds of such institution or system or be a designated alternate. The individual designated as an alternate Institutional Member shall be an employee who is eligible for associate membership in the ASSOCIATION as described below.
2. **ASSOCIATE MEMBER** - The Associate Member shall be any full time physical plant professional, administrative or supervisory employee below the rank of principal administrator or a physical plant department of an eligible institution.
3. **AFFILIATE MEMBER** - Affiliates of the ASSOCIATION shall consist of non-profit institutions and organizations, including governmental or quasi-governmental agencies, or the professional individuals employed by the same, engaged in work related to physical plant administration and having an interest in the purpose of and activities of the ASSOCIATION.
4. **SUBSCRIBING MEMBER** - Subscribing Members shall include individuals, organizations, manufacturers, or suppliers of goods and services operating for profit and ascribing to the policies and purposes of the ASSOCIATION and wishing to support the activities of the ASSOCIATION, subject to approval of the Board of Directors. Election to this category of membership shall not be construed as endorsement actual or implied by the ASSOCIATION.
5. **EMERITUS MEMBER** - Emeritus Member status is considered to be a high honor that should be afforded to those retirees who have made significant contributions to PCAPPA and the facilities management profession. Emeritus member status may be granted by approval of the Board of Directors to a retired individual who has made significant contributions to PCAPPA.
6. **RETIRED MEMBER** - Retired member status may be granted to an individual who has retired as a member in good standing.

Section 3 – Voting Rights:

A member institution or system is entitled to one vote and one vote only in conducting the business of the ASSOCIATION. The vote will be cast by the Institutional Member. If the Institutional Member is unable to attend a business meeting of the ASSOCIATION, the alternate Institutional Member designated in writing in attendance may cast the vote.

Section 4 - Dues:

The amount of annual dues to be paid by Institutional Members, Associates, Affiliates and Subscribing members shall be established by the Board of Directors at the Education

Conference & Annual Meeting. All dues shall be payable by July 1st of each year and will become delinquent 9 days thereafter.

Section 5 – Termination of Membership:

Any member shall be dropped from the membership rolls upon approval of the Board of Directors for failure to see that annual dues are paid within six months of the due date.

Section 6 - Reinstatements:

Any member whose membership has been terminated under Article III, Section 5 of the Bylaws may be reinstated to membership by action of the Board of Directors upon a thorough investigation and after satisfactory assurances of eligibility have been received.

Section 7 – Rights and Privileges:

1. Institutional Members are entitled to:
 - a. Vote on motions duly presented at meetings of the ASSOCIATION or by mail as indicated in Article III, Section 3 of these Bylaws.
 - b. Be elected to and hold office in the ASSOCIATION.
 - c. Introduce items for consideration at business meetings.

2. All members (Institutional, Associate, Affiliate, Subscribing, and Emeritus) are entitled to:
 - a. Attend all regular and special meetings of the ASSOCIATION.
 - b. Engage in discussions and presentations during the technical sessions at the Education Conference & Annual Meeting.
 - c. Receive copies of the Newsletter and other publications published or distributed by the ASSOCIATION.
 - d. Bring guests to the Education Conference & Annual Meeting.
 - e. Purchase additional copies of the annual minutes as provided by the Bylaws.
 - f. Request, by subject, papers for presentation and discussion at meetings of the ASSOCIATION.

ARTICLE IV

BOARD OF DIRECTORS AND OFFICERS:

Section 1 - General Authority:

The Board of Directors of the ASSOCIATION shall manage the business, property, and affairs of the ASSOCIATION. In the management of said business, property, and affairs, the Board of Directors shall be vested with all powers possessed by the ASSOCIATION itself, including the power to appoint and remunerate agents and employees, insofar as such delegation of authority is not inconsistent with the existing laws, the ASSOCIATION's Articles, or these Bylaws or any amendments to them.

Section 2 - Board Members:

The Board of Directors of the ASSOCIATION shall be composed of the following: President, President-Elect, Secretary-Treasurer, Senior and Junior Regional Representatives to the APPA Board, Vice President for Education Conference & Annual Meeting, and Vice President for Education Conference & Annual Meeting-Elect. A quorum shall consist of four (4) members.

Section 3 - Office Holder Combinations:

Any two offices of the ASSOCIATION may be held by the same person except for the offices of President, President-Elect, and Secretary-Treasurer.

Section 4 - Election of Officers:

The officers of the ASSOCIATION, with the exception of the President, Regional Representatives, and Vice President for Education Conference & Annual Meeting, shall be elected from among the institutional members of the ASSOCIATION by a majority of affirmative votes cast by Institutional Members voting by mail ballot prior to the Education Conference & Annual Meeting or at the Education Conference & Annual Meeting in accordance with the ASSOCIATION's Bylaws.

Section 5 - President:

Election: The President-Elect shall automatically succeed to the office of the President of the ASSOCIATION following one term of service as a President-Elect. The President assumes office at the conclusion of the ASSOCIATION's Education Conference & Annual Meeting.

1. Powers and Duties: The President of the ASSOCIATION shall have all powers and perform all duties commonly vested in an office of President of a corporation, and shall have the responsibility of supervising the business of the ASSOCIATION. Notwithstanding the foregoing, the President of the ASSOCIATION shall have the following specific powers and duties:
 - a. The President shall be the Chairman of the Board of Directors, and shall prepare the agenda for the meetings of the Board over which he or she presides.
 - b. The President shall be responsible for disseminating the agenda and

- supporting material in advance of meetings of the ASSOCIATION's membership and the meeting of the Board of Directors.
- c. The President shall give requisite notice of, and shall preside over, the meetings of the ASSOCIATION's membership.
 - d. The President shall have the power to sign all certificates, contracts and other instruments of the ASSOCIATION authorized by the Board of Directors.
 - e. Should an emergency occur between meetings of the Board of Directors that is not covered in the ASSOCIATION's Bylaws the President shall have the authority to act with the concurrence of the President-Elect. The emergency and the action taken shall be reported at the next meeting of the Board of Directors.
 - f. The President shall represent or appoint someone to represent the ASSOCIATION at conferences and ceremonies to which the ASSOCIATION has been invited and should be represented. The President shall be the official spokesperson for the ASSOCIATION.
 - g. The President shall have the authority to appoint all committees of the ASSOCIATION and make such other special appointments as appropriate that are not otherwise provided for by these Bylaws when necessary for furtherance of the aims and objectives of the ASSOCIATION.
 - h. The President shall appoint an editor of the Newsletter.
 - i. Not less than two (2) months prior to the Education Conference & Annual Meeting the President shall appoint a Nominating Committee of three institutional members to select a slate of candidates for the following year.
 - j. The President shall continually develop ideas and methods to better serve the membership in attaining the ASSOCIATION's goals.
1. The President shall also perform such other duties as the Board of Directors may from time to time designate.
 4. In the event of a vacancy in any office (other than the office of the President) the President shall seek nominations from the Board of Directors and will then fill the position in an "acting" capacity. Such appointment shall be until the next scheduled election. At that time the occupant may become a candidate for a full elected term to that or any other office.
 5. Term of Office
 - a. The President shall serve for one term of office and shall not be eligible for immediate re-election to that office.

Section 6 - President-Elect:

Election:

The President-Elect shall be elected by a majority of the affirmative votes cast by the Institutional Membership.

1. Powers and Duties: The President-Elect shall perform the duties and have the powers of the President during the absence or disability of the President. In addition the President-Elect of the ASSOCIATION shall have the following specific powers and duties:
 - a. The President-Elect shall perform all duties and functions commonly

- assigned to a Vice-President of a corporation.
- b. The President-Elect shall be responsible for the ASSOCIATION's educational activities.
 - c. The President-Elect shall thoroughly acquaint himself or herself with the affairs of the ASSOCIATION in order that he or she may provide capable leadership when becoming President. In the event the office of the President becomes vacant the President-Elect shall become "Acting President" until the next Education Conference & Annual Meeting, whereupon he or she will assume the office of the President.
1. The President-Elect shall also perform such other duties as the Board of Directors may from time to time designate.
 2. Term of Office
 - a. The President-Elect shall automatically succeed to the office of President at the conclusion of the subsequent Education Conference & Annual Meeting.

Section 7 - Secretary-Treasurer:

Election:

The Secretary-Treasurer of the ASSOCIATION shall be elected by a majority of affirmative votes cast by the Institutional Membership.

1. Powers and Duties: The Secretary-Treasurer shall perform all functions commonly associated with a Secretary and Treasurer of a corporation and shall have the following specific powers and duties:
 - a. The Secretary-Treasurer shall record and maintain minutes of the Education Conference & Annual Meeting, and all Board of Directors meetings; collect and dispense funds; present a financial statement for the current year at the Education Conference & Annual Meeting; keep the file of official correspondence; keep the surplus copies of the Education Conference & Annual Meeting proceedings; and advise members of the actions of the Board of Directors.
 - b. The Secretary-Treasurer shall collect all monies due the ASSOCIATION and shall hold and account for the same. He or she shall pay all bills of the ASSOCIATION, after approval by the President and shall keep all necessary records and accounts.
 - c. The Secretary-Treasurer shall be responsible for the records of the ASSOCIATION and shall maintain a list of the membership.
 - d. The Secretary-Treasurer shall be responsible for developing and reviewing the fiscal policies of the ASSOCIATION.
 - e. The Secretary-Treasurer shall see that the accounts of the ASSOCIATION are audited annually by a committee appointed by the President.
 - f. The Secretary-Treasurer shall keep and transfer to his or her successor all accounts, papers documents, and monies belonging to the ASSOCIATION.
2. The Secretary-Treasurer shall also perform such other duties as the President or the Board of Directors may from time to time designate.
3. Term of Office

- a. There shall be no limit on the number of years for which the Secretary-Treasurer may be re-elected.

Section 8 - Regional Representatives

Election:

The Regional Representatives shall serve for staggered terms of service of two years. President shall automatically assume the position of Junior Regional Representative-Elect during one term of service as President. He or she shall succeed to Junior and Senior Representative as hereinafter indicated under Term of Office. Regional Representatives shall be an Institutional Member of an APPA member institution and shall be from an institution within the Pacific Coast Region.

1. Powers and Duties of the Junior Representative:

- a. The Junior Representative shall thoroughly acquaint himself or herself with the workings of the APPA Board of Directors and the ASSOCIATION's goals and objectives in order that he or she may provide capable leadership when assuming the office of the Senior Regional Representative.
- b. The Junior Representative shall be a voting member of the APPA Board of Directors and, as a representative of the ASSOCIATION, shall attend all APPA Board meetings whenever and wherever they are convened.
- c. The Junior Representative shall attend all APPA Education Conference & Annual Meeting.
- d. The Junior Representative shall perform such other duties as the President or Senior Regional Representative may from time to time designate.
- e. Term of Office

(1) The Junior Regional Representative-Elect shall begin his or her term of office as Junior Regional Representative at the conclusion of the annual APPA meeting occurring during his or her term as President. After a term of service as a Junior Regional Representative, he or she shall become a Senior Regional Representative at the same time as the APPA elected officers begin their term of office (Ref. Article V (c) APPA Bylaws) and continue in that office for one full year, concluding the office responsibilities on the last day of the subsequent APPA Education Conference & Annual Meeting.

2. Powers and Duties of the Senior Representative:

The Senior Regional Representative is the main channel of communication between APPA and the ASSOCIATION and shall be responsible for keeping the ASSOCIATION and the Board of Directors apprised of any changes, happenings, and developments within the APPA organization. Notwithstanding the above, the Senior Regional Representative shall have the following specific powers and duties:

- a. The Senior Representative shall be a voting member of the APPA Board of Directors as a representative of the ASSOCIATION and shall attend all APPA Board meetings whenever and wherever they are convened.
- b. The Senior Representative shall attend all APPA Education Conference Annual Meeting.

- c. The Senior Representative shall prepare agenda items for consideration by the APPA Board when needed or requested by the ASSOCIATION's Board of Directors, including those items dealing with specific needs or interests of the ASSOCIATION.
 - d. The Senior Representative shall prepare and deliver a report to the APPA Board on all activities of the ASSOCIATION.
 - e. The Senior Representative shall take an active part in all APPA activities, including participation on committees, task forces, and other endeavors for the furtherance of the professional aims of the ASSOCIATION.
 - f. The Senior Representative shall represent the ASSOCIATION at all APPA conferences, ceremonies, and meetings.
 - g. The Senior Representative shall report to the membership at the ASSOCIATION Education Conference & Annual Meeting and the ASSOCIATION Board of Directors on the proceedings of the APPA Board.
 - h. The Senior Representative shall transfer to his or her successor all APPA correspondence, minutes of the meetings, papers, and other important and pertinent information at the termination of the term of office.
 - i. The Senior Representative shall perform such other duties as the President or the Board of Directors may from time to time designate.
3. Term of Office
- a. After a term of service as a Junior Regional Representative, he or she shall become a Senior Regional Representative at the same time as the APPA elected officers begin their term of office (Ref. Article V (c) APPA Bylaws), and continue in that office for one full year, concluding the office responsibilities on the last day of the subsequent APPA Education Conference & Annual Meeting. Under special circumstances, the Senior Regional Representative may be re-elected for another two-year term. The Senior Representative will begin his or her new term of office as a Junior Regional Representative.

Section 9 - Vice-President for Education Conference & Annual Meeting:

The Vice-President for Education Conference & Annual Meeting is an officer of the ASSOCIATION and shall be from the institution located in the area where the next Education Conference & Annual Meeting will be held.

Election:

The Vice-President for Education Conference & Annual Meetings shall assume his or her responsibilities following one term of service as Vice President for Education Conference & Annual Meetings-Elect.

1. Powers and Duties: The Vice-President for Education Conference & Annual Meetings shall have the following duties and responsibilities:
 - a. The Vice-President for Education Conference & Annual Meetings shall be responsible for the programs at the Education Conference & Annual Meeting during the term of office. Those programs shall include, but are

not limited to, technical sessions, seminars, technical demonstrations, campus visits, spouse programs, exhibits, housing accommodations, etc.

- b. The Vice-President for Education Conference & Annual Meetings shall work diligently in determining physical arrangements to adequately serve the members, guests, speakers, exhibitors, and others in attendance at the Education Conference & Annual Meeting.
 - c. The Vice-President for Education Conference & Annual Meetings shall receive directions and approval from the President and the Board of Directors on additional proposals and on funds available for his or her responses.
 - d. The Vice-President for Education Conference & Annual Meetings shall request from the President appointments of such persons or committees as may be necessary to conduct and carry out these programs.
 - e. The Vice-President for Education Conference & Annual Meetings shall submit to the Secretary-Treasurer an itemized report of the expenditures incurred at the Education Conference & Annual Meeting and shall remit all surplus funds to the Secretary-Treasurer.
 - f. The Vice-President for Education Conference & Annual Meetings shall be responsible for the preparation, publication, and distribution to the membership of the proceedings of the Education Conference & Annual Meeting.
 - g. The Vice-President for Education Conference & Annual Meetings shall perform such other duties as the Board of Directors may from time to time designate.
2. Term of Office
 - a. The Vice-President for Education Conference & Annual Meetings shall serve for one term. The term of office will terminate at the conclusion of the ASSOCIATION's Education Conference & Annual Meeting held in the area.

Section 10 - Vice-President for Education Conference & Annual Meetings-Elect:

The Vice-President for Education Conference & Annual Meetings-Elect is an officer of the ASSOCIATION and shall be from the institution located in the area where the second successive Education Conference & Annual Meeting is to be held.

Election:

With the Education Conference & Annual Meeting sites determined two years in advance by a majority vote of the members, the person whose institution has been selected for the Education Conference & Annual Meeting two years hence assumes the position of Vice-President for Education Conference & Annual Meetings-Elect.

1. Powers and Duties: The Vice-President for Education Conference & Annual Meetings-Elect shall have the following duties and responsibilities:
 - a. The Vice-President for Education Conference & Annual Meetings-Elect shall be responsible for planning the programs and handling all arrangements for the Education Conference & Annual Meeting to occur

- during the year that he or she holds the Office of Vice-President for Education Conference & Annual Meetings.
- b. The Vice-President for Education Conference & Annual Meetings-Elect shall follow the counsel of the Board of Directors in arranging the program for the second successive Education Conference & Annual Meeting and have the Board's approval before authorizing any expenditures for this meeting.
 - c. The Vice-President for Education Conference & Annual Meetings-Elect shall be willing to accept succession to the Office of Vice-President for Education Conference & Annual Meetings following his or her term of office.
 - d. The Vice-President for Education Conference & Annual Meetings-Elect shall perform other duties as the Board of Directors may from time to time designate.
2. Term of Office: The Vice-President for Education Conference & Annual Meetings-Elect shall automatically assume the Office of Vice-President for Education Conference & Annual Meetings after one term as Vice-President for Education Conference & Annual Meetings-Elect.

ARTICLE V

MEETING OF MEMBERS

Section 1

An Education Conference & Annual Meeting of the membership of the ASSOCIATION shall be held within the confines of the Pacific Coast Region for the purpose of transacting any and all business that may be brought before the meeting.

Section 2

All Education Conference & Annual Meetings shall be held at the sites previously selected by the membership. Those Education Conference & Annual Meeting sites shall be determined two years in advance by a majority vote of the members. In case of a tie vote, the President shall decide the site.

Section 3

The order of business at Education Conference & Annual Meetings of the ASSOCIATION shall be as follows:

1. Reading and approval of minutes of the previous meeting.
2. Reports by the President, the Secretary-Treasurer and standing committees.
3. Reports of the special committees and Senior Regional Representative.
4. Reports by other members of the APPA Board of Directors who are in attendance.
5. Unfinished business and general orders.
6. Nominating Committee report.
7. New business.

8. Adjournment.

Section 4

A Nominating Committee appointed by the President in advance of the Education Conference & Annual Meeting shall present the newly elected officers, resulting from the final ballot, at the Annual Business Meeting. The election results shall be certified by the President, and a roster of new officers and committee chairpersons shall be transmitted to the APPA President and Executive Director.

Section 5

Written or printed notice, stating the time, day, and place of the Education Conference & Annual Meeting, shall be delivered to all members at least 90 days prior to the date of the meeting.

Section 6

A registration fee as determined by the Vice-President for Education Conference Annual Meetings and approved by the Board of Directors shall be assessed on each person attending an Education Conference & Annual Meeting to cover costs of such meetings and for purposes of conducting the affairs of the organization.

Section 7

The time and place of all other meetings that are needed shall be in accordance with the sites selected by the Board of Directors. Decisions on all matters relating to meetings shall rest with Board of Directors.

Section 8

Parliamentary rules as stated in Robert's Rules of Order, shall govern the procedure of the meetings of the ASSOCIATION.

Section 9

Representatives of fifteen-percent (15%) of the Institutional Membership whom are eligible to vote shall constitute a quorum for the transaction of business of the ASSOCIATION at any Education Conference & Annual Meeting or special meeting.

Section 10

The term of office for all members of the Board is one-year duration in each position. The term of office begins with the conclusion of an Education Conference & Annual Meeting and terminates on the day following the end of the subsequent Education Conference & Annual Meeting; except as specifically noted elsewhere in these Bylaws.

ARTICLE VI

COMMITTEES

Section 1

Committees shall be appointed by the President for such duties as may be directed by the members, the Board of Directors, or the President for the proper conduct of the affairs of the ASSOCIATION.

Section 2

All committees that function for longer than one year shall have their members appointed for staggered terms of service of two years. Replacement for those retiring will be made each year. The termination date for the terms of office of committee members shall be on the day following the end of the Education Conference & Annual Meeting.

Section 3

A standing committee on membership shall be appointed by the President.

Section 4

The President shall, at the appropriate time each year, appoint a Nominating Committee composed of representatives of Institutional Members of the ASSOCIATION in addition to the chairman of the Nominating Committee who shall be the Junior Representative of the ASSOCIATION.

ARTICLE VII

CHAPTERS

Section 1

Groups representing specific geographic areas within the ASSOCIATION, or groups representing specific segments of the professions, may organize themselves as Chapters of the ASSOCIATION with the approval of the Board of Directors.

Section 2

Each Chapter shall determine the qualifications for membership within the Chapter, the classifications of its members, and the rights and privileges to be accorded each classification.

Section 3

The Constitution and Bylaws of the chapters of the ASSOCIATION shall be presented,

reviewed and approved by the Board of Directors prior to the approval of the Chapter and reported to the members of the ASSOCIATION at the next regular meeting.

Section 4

All sections of the APPA Bylaws as applying to Chapters shall be met.

ARTICLE VIII

AMENDMENTS

Any and all articles, sections, and paragraphs of these Bylaws may be repealed or amended at any Education Conference & Annual Meeting by a vote of two-thirds of the attending Institutional Members in good standing provided a quorum is present. The notice of a desire to amend these Bylaws, with copies of the proposed amendment, shall be placed in the hands of all Institutional Members not less than thirty days prior to the date of the regular Education Conference & Annual Meeting. Additionally, changes can be made by mail ballot providing a majority of qualified voters approve the change within a thirty-day period from the date of mailing.

DISSOLUTION

In the event of dissolution or final liquidation of the ASSOCIATION, the Board of Directors shall, after paying or making provision for the payment of all the lawful debts and liabilities of the ASSOCIATION, distribute all the assets of the ASSOCIATION to one or more of the following categories of recipients as the Board of Directors of the ASSOCIATION shall determine:

1. A non-profit organization or organizations which may have been created to succeed the ASSOCIATION, as long as such organization or each of such organizations shall then qualify as a governmental unit under Section 170 (c) of the Internal Revenue Code or as an organization exempt from federal income taxation described in Section (c) (3) of such Code.
2. A non-profit organization or organizations having similar aims and objectives as the ASSOCIATION and which may be selected as an appropriate recipient of such assets as long as such organization or each of such organizations shall then qualify as a governmental unit under Section 170 (c) of the Internal Revenue Code or as an organization exempt from federal income taxation under Section 501 (a) of such Code as an organization described in Section 501 (c) and (3) of such Code.

ARTICLE IX

All references herein to the "Internal Revenue Code" shall mean the Internal Revenue Code of 1954, as amended, and shall include the corresponding provisions of any future United States internal revenue law.

THE CONSTITUTION OF THE PACIFIC COAST ASSOCIATION OF PHYSICAL PLANT ADMINISTRATORS OF UNIVERSITIES AND COLLEGES

ARTICLE I

NAME:

The official name of this organization shall be the Pacific Coast Association of Physical Plant Administrators of Universities and Colleges hereinafter the "ASSOCIATION".

ARTICLE II

PURPOSES

1. To promote the common interest in the construction, planning, administration, development, care, and operation of Physical Plants used by institutions of higher education;
2. To foster the professional spirit among those engaged in this work; and
3. To aid and supplement the work of its parent organization, the Association of Higher Education Facilities Officers. Member vote

ARTICLE III

MEMBERSHIP

1. **QUALIFICATIONS:** Membership in the ASSOCIATION shall be open to Institutions of higher education located in the Pacific Coast Region as defined in the APPA Constitution and Bylaws which meet the following criteria:

- a. MUST require at least two years of academic credit for graduation.
 - b. MUST have been legally granted the authority to award degrees.
 - c. MUST be constituted with a governing board.
 - d. MUST be accredited or in the process of being accredited by one or more nationally recognized accrediting agencies.
 - e. Academic credits granted by the institution must be acceptable toward the earning of a baccalaureate or higher degree by that institution or by transfer to institutions which require four years of academic credit for graduation and which have been legally granted the authority to award certain degrees.
 - f. MUST operate an independent Physical Plant.
 - g. MUST maintain the position of a principal administrator in direct charge of the physical plant or buildings and grounds of such institution.
 - h. The institution must have an organization exempt from Federal Income Tax under Section 501 (A) of the Internal Revenue Code as an organization described in Section 501 (c) (3) and 509 (a) (1) (2) or (3) of such Code or must qualify under Section 115 (a) of such Code (or the corresponding provisions of any future United States internal revenue law).
 - i. Membership shall also be open to a University or College systems which employ a Physical Plant administrator who supervises other Physical Plant administrators in charge of Physical Plant work at two or more institutions operating under the University or College system, provided each of the institutions in the system qualify under the criteria enumerated in Article III (A) above. However, nothing herein shall be interpreted as denying any qualified institution of higher education membership in the ASSOCIATION solely for the reason that a system of Colleges and Universities of which it is a member is itself a regular member of the ASSOCIATION.
2. REPRESENTATION: Member institutions of higher education and university or college systems meeting the qualifications described in III (A) above may be represented in the ASSOCIATION by two classes of members, voting and non-voting, as classified in the Bylaws (ARTICLE I-B) of the ASSOCIATION. For the purpose of carrying on the official business of the ASSOCIATION, each member institution and system shall be entitled to one vote regardless of the number of representatives in good standing in the ASSOCIATION.

ARTICLE IV

GOVERNANCE

1. MANAGEMENT: The management of the business and affairs of the ASSOCIATION shall be the responsibility of the Executive Committee made up

- of all elected officers and any other as may be included under the Bylaws of the ASSOCIATION (ARTICLE II).
2. MEETINGS: A meeting of the members of member institutions and systems shall be held annually or more often as agreed upon at the Education Conference & Annual Meeting. A portion of the Education Conference & Annual Meeting shall be a business meeting to transact the business of the ASSOCIATION including the election of officers, the selection of the meeting site two years hence, the reports of officers, and any other transactions contributing to the good will of the ASSOCIATION.
 3. QUORUM: For the transaction of business of the ASSOCIATION at any Education Conference & Annual Meeting, the majority vote of the eligible voting members present shall prevail.

ARTICLE V

AMENDMENTS

This constitution may be amended at an Education Conference & Annual Meeting by a two-thirds vote of Institutional Members of the ASSOCIATION present and in good standing, including votes of members who vote by proxy, provided the proposed amendment was read at the previous Education Conference & Annual Meeting or was approved by the Executive Committee and a copy provided to all members in good standing.