

**AMENDED AND RESTATED BYLAWS OF**  
**CLEMSON UNIVERSITY**  
**COLLEGE OF ARCHITECTURE, ART AND CONSTRUCTION**  
**NIERI DEPARTMENT OF CONSTRUCTION AND REAL ESTATE DEVELOPMENT**  
**CONSTRUCTION SCIENCE AND MANAGEMENT**  
**INDUSTRY ADVISORY BOARD**

**ARTICLE I**  
**NAME**

The name of the advisory council shall be the Construction Science and Management Industry Advisory Board (also referred to as “the IAB”).

**ARTICLE II**  
**PURPOSE**

The mission of the IAB is to support the Construction Science and Management (“CSM”) programs at Clemson University to ensure high-quality graduates, through advice and recommendations to the Nieri Department of Construction and Real Estate Development (“NCRED”).

**ARTICLE III**  
**MEMBERS**

Section 1. Criteria for Membership. Membership in the IAB shall be open to Corporate Partners and others who share an interest in the success of the CSM programs and its activities and events, and who pay annual dues.

Section 2. Consideration. The IAB shall admit members upon payment of dues as determined by the Executive Committee in its sole discretion.

Section 3. Membership Categories, Criteria and Voting Rights.

- a) Corporate Partner Members – Businesses who remit annual dues as set by the Executive Committee are Corporate Partner Members. Corporate Partner Members may be categorized by the level of support, which may include additional benefits as determined by the Executive Committee. Each Corporate Partner Member may designate two (2) representatives annually to serve on the IAB and attend meetings at no additional cost. Each Corporate Partner Member has two (2) votes, through its representatives, on matters coming before the IAB.
- b) Individual Members – Individual members remit annual dues as set by the Executive Committee. Each Individual Member has one (1) vote on matters coming before the IAB.

- c) Recent Graduate Members – For the first three (3) years after graduation, CSM graduates remit reduced dues as set by the Executive Committee. Each Recent Graduate Member has one (1) vote on matters coming before the IAB.

## **ARTICLE IV MEMBERSHIP MEETINGS**

Section 1. Membership Meetings. At least two (2) IAB membership meetings shall be held each year, typically one (1) in the Fall and one (1) in the Spring, to receive an Executive Committee report, Treasurer’s financial report, and to handle any other business that may come before the IAB. The Executive Committee may set additional meetings as it deems appropriate. Meetings may be held either in person or via telephone conference or video conference, or a combination thereof, as long as all participants can hear each other at the same time during the meeting. The Chair of the Executive Committee shall preside at Membership Meetings.

Section 2. Notice of Meetings. The Secretary shall ensure notice of the date, place and time of meetings shall be emailed to all Members their e-mail address on record at least fourteen (14) days prior to the meeting.

Section 3. Quorum and Voting. A simple majority of members shall constitute a quorum. The act of a majority of the Members present at a meeting, with a quorum present, shall be the act of the IAB. IAB members may not vote by proxy.

## **ARTICLE V EXECUTIVE COMMITTEE**

Section 1. Authority. The Executive Committee shall be the governing body of the IAB charged with establishing its strategic direction, facilitating membership meetings and representing the CSM programs to external audiences.

Section 2. Composition. The Executive Committee shall be composed of the following Elected, Appointed, and Designated Members:

- a) Elected Members. The following shall be elected by the Executive Committee:
  - 1. Chair, who shall preside at all meetings of the Executive Committee and IAB, appoint committee members, and perform other duties as may be designated by the Executive Committee. Upon completion of a two-year term as Chair, the Chair automatically becomes Immediate Past Chair.
  - 2. Vice-Chair, who shall assist the Chair and preside in the Chair’s absence. After completion of a two-year term as Vice-Chair, the Vice-Chair may ascend to the role of Chair with approval of a majority of the voting members of the Executive Committee then in office. In the event of the Chair’s resignation or inability to serve, the Vice-Chair shall assume the office of Chair for the remainder of the resigning Chair’s term, after which he or she is eligible for election to a new two-year term as Chair.

3. Treasurer, who shall manage the financial affairs of the IAB and perform such duties as may be required by the Executive Committee for a two-year term.
  4. IAB Standing Committee Chairs, who shall serve as voting members for a two-year term.
  5. Member-at-Large, who shall serve as a non-voting member for a two-year term.
  6. Corporate Partner Representative, who shall represent the Corporate Partner Members and act as liaison between the IAB and the Corporate Partner Members.
- b) Appointed Members: The following shall serve a two-year term and act as liaisons to their respective bodies, and in the case of the construction association representatives, to their student chapters:
1. Appointee of Associated Builders and Contractors Carolinas Chapter (“ABC”).
  2. Appointee of Associate General Contractors of America Carolinas Chapter (“AGC”).
  3. Appointee of National Association of Home Builders Greenville SC Chapter (“NAHB”).
  4. Appointee of the Nieri family.
  5. Appointee of the Clemson University Facilities Department, who is a non-voting member.
- c) Designated Members: The following shall serve by virtue of holding another position with the NCRED or the IAB for so long as they hold that position:
1. The CSM Corporate Partner Program Coordinator shall serve as Secretary and ensure minutes are recorded of all Executive Committee and IAB meetings and compile meeting minutes of other committees. The Secretary is a non-voting member.
  2. The Immediate Past Chair of the Executive Committee shall serve as a non-voting member.
  3. The NCRED Department Chair shall serve as a non-voting member.

Section 3. Nomination and Election of Elected Members. The Executive Committee shall solicit nominations from the full IAB membership as needed to fill Elected Member positions. The Executive Committee shall elect new members by majority vote of all voting members then in office or as it deems appropriate. New Executive Committee members shall be published to the IAB membership at its next meeting or by electronic mail for information only. The Executive Committee shall evaluate Elected Member nominees based on the following criteria:

- a. Experience – Preferably at least two (2) years of membership on the IAB and prior service on a Standing Committee;
- b. Adequate Time – Commitment to attend at least two (2) half-day meetings per year and four (4) Executive Committee meetings per year; and
- c. Character – Held in high esteem by colleagues and demonstrated strong sense

of responsibility and passion to serve and make a positive difference in the CSM programs.

Section 4. Voting. The following Executive Committee members have one (1) vote each on all matters that come before the committee: Chair; Vice-Chair; Treasurer; IAB Standing Committee Chairs; Corporate Partner Representative; Representatives from each of the ABC, AGC, and NAHB associations; and one (1) Nieri family representative. The Act of a majority of the voting committee members then in office shall be the act of the Executive Committee.

Section 5. Term of Office. The term shall be two (2) years or until such time as successors have been elected. With the exception of the Chair, Appointed Members, and Designated Members, Executive Committee members may serve for only (2) successive terms before taking at least one (1) year off of the Executive Committee.

Section 6. Resignation. An Executive Committee member may resign at any time by delivering written notice to the Chair or its Secretary.

Section 7. Vacancies. Whenever a vacancy occurs in an Elected Member office due to death, resignation, or removal, or any other circumstance, the Executive Committee may elect a new member by majority vote to fill the unexpired term. When a vacancy occurs in an Appointed Member position, the body who appointed the member in the first instance may appoint a replacement for the remainder of the unexpired term.

Section 8. Removal. An Elected Member may be removed from office without cause by majority vote. An Appointed Member may be removed only by the body who appointed the member in the first instance.

Section 9. Committees. The Executive Committee may create other committees to further the objectives of the IAB as specified under Article VI of these Bylaws.

## **ARTICLE VI COMMITTEES**

Section 1. Committees. The Executive Committee may establish additional committees to further the IAB's mission and may discontinue such committees at its pleasure. Any such committee may be designated as a standing committee to be appointed every two (2) years or as needed; or as a special "ad hoc" committee for specific circumstances or transactions with a limited duration. Each such committee shall have such powers and perform such specific duties as may be determined by the Executive Committee. Appointments to, and the filling of vacancies on, such committees shall be made by the Chair of the Executive Committee.

Section 2. Standing Committees. The IAB may have the following standing committees and others at the discretion of the Executive Committee:

- a. Alumni Development Committee: The committee shall assist the CSM programs in developing and maintaining an on-going relationship with its alumni by establishing

- and supporting regional alumni groups with the objective of increasing alumni support both financially and otherwise; maintaining the CSM Alumni website; and presenting recommendations and feedback from alumni to the Executive Committee.
- b. Curriculum Committee: The committee shall be responsible for all curriculum-related issues for all CSM undergraduate and graduate programs. It shall participate in reviews of all curricula and present recommendations for action to the Executive Committee.
  - c. Facilities Committee: The committee shall be responsible for all CSM program facilities-related issues. It will review the adequacy of the available space on a regular basis, work with college and university bodies in an advisory capacity in the name of the CSM programs, and make recommendations to the Executive Committee for needed changes and/or improvements.
  - d. Development Committee: The committee shall be responsible for the continuing development of it's the CSM programs by cultivating needed resources, including material, equipment, supplies, funds and others. It will consider needs presented by the Executive Committee and work with the NCRED Chair and faculty to secure needed resources.
  - e. Construction, Culture, and Recruitment Committee: The committee shall work collaboratively with NCRED leadership, faculty, staff, and students to establish, monitor, and assess recruitment goals aimed at fostering an equitable and inclusive environment for all members of CSM programs.

Section 3. Standing Committee Structure. Standing committee chairs are elected by their respective committees and represent their committees as voting members of the Executive Committee. Chairs call and conduct meetings of their respective committees, bring assignments to them and make recommendations to the Executive Committee. Standing Committees shall also elect a Vice Chair and Secretary. The Vice-Chairs of the committees shall assist the Chairs and preside in their absence. Secretaries of the committees shall record minutes of all meetings along with any other communications and duties assigned by the Chair and shall forward minutes of all committee meetings to the Secretary of the Executive Committee (CSM Corporate Partner Coordinator) to be reviewed and archived.

Section 4. Term of Appointment. All standing committee members are appointed to a two-year term. With the exception of the Executive Committee, Standing Committee members may serve successive terms without limitation. Members of "ad hoc" committees may serve for as long as necessary to accomplish the committee's mission, as determined by the Executive Committee. All committee members serve at the pleasure of the Executive Committee.

**ARTICLE VII  
DEPARTMENT CHAIR**

The NCRED Department Chair will work with the Chair of the Executive Committee and its Secretary (CSM Corporate Partner Program Coordinator) to call and facilitate meetings of the IAB; distribute minutes of IAB and Executive Committee meetings within thirty (30) days of the respective meeting to all IAB members; and provide logistical, clerical, and other support to the IAB, Executive Committee, and other committees as needed. The NCRED Department Chair is a non-voting Designated Member of the Executive Committee and shall act as the IAB's liaison to the Dean of the College.

**ARTICLE VIII  
FINANCIAL MATTERS**

The NCRED shall collect all membership dues and any other funds remitted on behalf of the IAB. All such funds are the property of and shall be administered by Clemson University. The IAB shall not enter into any contracts or agreements or legally bind Clemson University in any way.

**ARTICLE IX  
AMENDMENT**

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority of the voting members of the Executive Committee, provided a full statement of such proposed amendments shall have been furnished to each Executive Committee member at least seven (7) days prior to the date of the meeting.

Adopted by the Executive Committee on February 12, 2025.