



# Association of Consultants for Liturgical Space

## CONSTITUTION OF THE ASSOCIATION OF CONSULTANTS FOR LITURGICAL SPACE

Date of Board Approval

### ARTICLE I: NAME, PURPOSE AND LOCATION

#### 1.1 NAME

- A. The name of the organization shall be The Association of Consultants for Liturgical Space. (referred to as ACLS).

#### 1.2 PURPOSE

- A. The Association of Consultants for Liturgical Space is a voluntary membership organization of professionals dedicated to the creation of worthy spaces for faith communities. ACLS offers its members opportunities for mutual support and growth in professional expertise, friendship and faith through its program offerings.

#### 1.3 LOCATION

- A. The principal office of the organization shall be located at such place as the Board of Directors may designate from time to time.

### ARTICLE II: MEMBERSHIP

#### 2.1 STATEMENT OF MEMBERSHIP

- A. Membership in the Association of Consultants for Liturgical space is open to professionals in the ministry of church art and architecture who abide by the constitution, by-laws, policies and procedures of the organization.

#### 2.2 CATEGORIES

- A. Membership falls into two categories:
  1. Liturgical Consultant Members, i.e., **individual** working professionals who provide a liturgical education process including education on the importance, role and value of worship, the impact of the church building on worship, and with multidisciplinary expertise in some or all of the following areas of service:



- a. Planning and design for the liturgical environment
  - b. Collaborative work with the architect and related professionals
  - c. Coordination of planning, design and fabrication of appropriate liturgical art, furnishings, and appointments.
2. Allied Members, i.e. **individual** professionals, ~~i.e. architects, artists, acousticians, furniture makers and other professionals~~, who contribute a particular expertise to the design or furnishing of places of worship, but do not provide a liturgical consulting process **with expertise in one or some of the following areas of service:**
- a. Academics
  - b. Acoustics
  - c. Architecture
  - d. Art conservation
  - e. Arts
  - f. Crafts
  - g. Historic preservation
  - h. Lighting
  - i. Liturgy
  - j. Other related areas
3. Affiliate Members, i.e. corporate entities having a commercial interest in contributing to the creation of beautiful and meaningful places of worship. Affiliate Members may include manufacturers and/or providers of:
- a. Bells & carillons
  - b. Candles
  - c. Church goods
  - d. Columbaria
  - e. Liturgical textileware
  - f. Seating & pews
  - g. Other related items

B. Liturgical consultant and allied members are voting members.

## 2.3 ELECTION OF MEMBERS

- A. Any professional with the appropriate background and interest wishing to become a member of the Association will submit a New Member Application, a signed copy of the Guiding Principles, directory page information (**completed in full**), and ~~a list of~~ three ~~projects and/or~~ professional references. The Board of Directors will review the candidate information and contact references. The Board of Directors will approve or deny membership. A majority vote of the board constitutes approval for membership.



- B. The approval of membership by the Board should in no way be construed as a certification or an endorsement by the Association of Consultants for Liturgical Space.

## **2.4 MEMBERSHIP DUES**

- A. Membership dues and the time and method of collection shall be determined by the Board of Directors.

## **2.5 RESIGNATION/REMOVAL**

- A. Any member may resign by sending written notice to the President who shall present the resignation to the other members.

## **ARTICLE III: BUSINESS MEETINGS**

### **3.1 BUSINESS MEETING**

- A. There shall be a business meeting of the members of the organization for the purpose of electing officers and for the transaction of any business to come before the meeting. Written notice of said meeting stating place, date and time shall be delivered to all members at least 30 days in advance. Business meetings may be held online, on a date established by the current board but no less frequently than every two years.

### **3.2 OTHER MEETINGS**

- A. Other meetings of the membership and the Board of Directors may be called by the president with the Board or by at least three members of the Board of Directors. Said meetings shall take place at such time and place as designated by the Board of Directors and publicized to the membership.

### **3.3 QUORUM**

- A. The membership in attendance at any duly called meeting shall constitute a quorum for any meeting.

### **3.4 CONDUCT OF MEETINGS**

- A. The president, or in his/her absence an appointed board member, or in their absence any director chosen by the membership present, shall call meetings of the membership to order and shall act as chairperson of the meeting. The secretary of the ACLS shall act as secretary of all meetings. In the absence of the secretary, the presiding officer may appoint any member to act as secretary of the meeting.



## **ARTICLE IV: BOARD OF DIRECTORS**

### **4.1 AUTHORITY AND COMPOSITION**

- A.** A Board of Directors shall be constituted in order to carry out the purpose of ACLS. They shall set policy and exercise oversight of the affairs of the organization.
- B.** The Board of Directors shall consist of the three (3) elected officers and (3) ex-officio officers. All Board Members, elected and appointed, shall be voting members of the organization.

### **4.2 TERMS OF OFFICE**

- A.** The term of office of the Board Members shall commence at the business meeting at which the board member is elected. The term of the Board Members shall correspond to the terms of officers in Article 5.2. The president of the organization is the president of the Board.

### **4.3 NOMINATION AND ELECTION OF OFFICERS**

- A.** The Board of Directors shall appoint a current Board Member to chair the nominating committee. Board Members shall serve as elected officers as described in Article Five. The nominating committee shall consist of at least three members of the organization. The past president or an appointed member of the board shall serve as chair of this committee. The nomination committee will recommend to the Board suggestions for the three positions for the Board of Directors. The Board shall appoint members to serve as the secretary, treasurer and technology expert. These three members may be ex-officio members of the Board. The report of the nominating committee shall be approved by the board and sent to members with notice of a membership business meeting. The committee shall attempt to submit two members for each vacant position on the Board for consideration by the membership.
- B.** The election of officers shall take place at the business meeting which may be at the biannual meeting or if the board determines, the voting may take place online at a designated time properly noticed to the membership. If it is held online membership will have the opportunity to ask questions of the candidates, give input and vote. The nominating committee will ask the membership for their interest/willingness to serve on the Board of Directors. Biographical information of each candidate will be distributed online prior to voting. Election shall be by majority vote of the membership present.

### **4.4 BOARD OF DIRECTORS RESIGNATION/REMOVAL**

- A.** Any member may resign from the Board by serving written notice to the President who shall present the resignation to the Board of Directors.



- B. Any member may be removed from the Board by a two-thirds vote of the Board and a confirmation vote by majority vote of the membership. A Board member may be removed for conduct detrimental to the interest of the organization, lack of sympathy with its purposes, violation of confidentiality, or refusal to render reasonable assistance in carrying out its purpose.
- C. Any Board member proposed for removal for detrimental conduct shall be entitled to at least five days written notice of the meeting at which such removal is to be considered.

#### **4.5 VACANCIES**

- A. In the event of a vacancy of an officer, a member shall be elected by a majority vote of the Board of Directors to serve the balance of the term.

#### **4.6 OTHER AGENTS AND ASSISTANTS TO THE BOARD**

- A. The Board of Directors shall have the power to appoint any person to assist any board member in carrying out their duties. An appointed person may act as agent or representative of the corporation in the board member's stead or perform the duties of such board member whenever for any reason it is impracticable for such member to act personally, and such agent or assistant shall have the full voting power of the person whom he or she is replacing.

#### **4.7 COMPENSATION**

- A. Board Members shall serve without pay, but may be reimbursed for expenses incurred in the performance of their duties.

#### **4.8 AGENTS**

- A. The organization is authorized and empowered to engage or retain agents, attorneys, consultants, accountant, investment counsel, and other firms or persons as may be determined from time to time by the Board of Directors to be necessary and appropriate for the proper administration of the organization. The Board of Directors has the power to engage the services of said agents upon a two-thirds vote of the Board and confirmation by a majority vote of the membership present at the meeting. In case of an emergency the president, with notice to the board, is authorized to engage such agents.

### **ARTICLE V: OFFICERS**

#### **5.1 NUMBER**

- A. Officers shall be an elected president, and 2 elected team members either of whom can substitute for the president in his/her absence. Election shall be by majority vote of the membership present, either online or at an in-person business



meeting, as determined by the Board of Directors. The secretary, treasure and technological person may be ex-officio members appointed by the board. No two offices may be held by the same person.

## 5.2 ELECTION AND TERM OF OFFICE

- A. Of the 3 Board Members, 3 shall be elected on odd numbered years at large and the Board may appoint one carryover for a one term period. There will be a 2-year term for each of the board members; members may rotate functions described below as suits talents and interests. Appointed Board positions: secretary, treasurer and technology expert will be appointed by the Board on even numbered years for a 2-year term that is renewable.
- B. The Board of Directors shall hold office until their successor has been duly elected or until his or her prior death, resignation or removal.

## 5.3 PRESIDENT

- A. The president shall lead the organization. The Board of Directors will determine who will call meetings, create committees and appoint chairpersons in accordance with the organization's purpose. The President shall preside at all ACLS functions unless he or she is unable to be present, in which case the President's designee shall preside.
- B. The President and one other officer designated by the Board shall have the power to execute legal documents and other obligations of the membership in the name of the corporation in accord with this constitution and its bylaws. The president shall perform all duties incident to the office and have such other duties and exercise such other authority as may be prescribed by the membership.

## 5.4 VICE PRESIDENT AND PRESIDENT-ELECT

- A. In the absence of the president or in the event of the president's death, inability or refusal to act, or in the event it shall be impracticable for the president to act, an appointed board member may act for the president and shall perform the duties of the president, and when so acting shall have all the powers of and be subject to all restrictions upon the president. The appointed board member shall have such other authority and perform such other duties as may be determined by the President.

## 5.5 SECRETARY

- A. The Secretary shall keep the minutes of the organization, its membership list and shall keep such records as may be required by the organization. The secretary shall see that all notices are duly given in accordance with the provisions of this constitution and shall have such authority and shall perform such other duties as may be determined by the President.



## 5.6 TREASURER

- A. The Treasurer shall have custody of all money of the corporation and be responsible for signing checks, maintaining accounts, and reporting to the Board and members, as required by this constitution or upon request, the financial condition of the organization, provided, however, that all disbursements of funds be in accord with policies established by the Board and in support of programs authorized by the Board. An annual audit of finances shall be conducted at the direction of the Board.

## ARTICLE VI: OTHER INDIVIDUALS

### 6.1 OTHER INDIVIDUALS

- A. Other individuals shall consist of persons who are not members but wish to attend the meetings. Other individuals may consist of persons appointed to committees or ad hoc committees, and others interested in the goals of ACLS or the topic at hand.
- B. Visitor status shall be granted for attendance at a single business meeting with the prior permission of the President. Requests to attend meetings shall be made in writing to the President who shall approve them.

## ARTICLE VII: AD HOC COMMITTEES

### 8.1 AUTHORITY

- A. Ad hoc committees may be formed as necessary at the discretion of the president or a majority vote of the Board of Directors.

### 8.2 MEMBERS

- A. The president shall appoint committee chairpersons for all ad hoc committees. Committee chairpersons must be members of ACLS. Committee members will be appointed by the chairperson following consultation with the president. Committee members need not be ACLS members.

## ARTICLE VIII: FISCAL YEAR

### 9.1 DEFINITION

- A. The fiscal year of the organization shall be the calendar year.

## ARTICLE IX: SPECIAL ORGANIZATIONAL ACTS

### 10.1 BUDGET



- A. The Board of Directors shall adopt an annual budget covering all activities of the organization.

## **10.2 RECEIPTS AND DISTRIBUTIONS**

- A. The Board of Directors shall be responsible for raising monies to fund the activities of the organization. The organization is authorized to accept grants and contributions.

## **10.3 CONTRACTS**

- A. Subject to the provisions of this constitution, the Board of Directors may authorize any officer(s) or agents(s) to enter into any contract or execute or deliver any instrument in the name of and on behalf of the organization, and such authorization may be general or confined to specific instances. In the absence of other designation, all deeds, mortgages and instruments of assignment or pledge made by the corporation shall be executed in the name of the organization by the president or the vice president and by the secretary or the treasurer. When so executed, no other party to such instrument or any third party shall be required to make any inquiry into the authority of the signing officers.

## **10.4 CHECKS, DRAFTS, ETC.**

- A. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the organization shall be signed by such officer(s) agent(s) of the organization and in such manner as shall from time to time be determined by or under the authority of a resolution of the Board of Directors.

## **10.5 FINANCIAL REVIEW**

- A. The accounts of the organization shall be reviewed annually by a standing committee appointed for that purpose. The committee shall report the results of its review to the membership at the business meeting. The Vice President of the organization shall serve as the chairperson of this standing committee.

## **10.6 DEPOSITS**

- A. All funds of the organization not otherwise employed shall be deposited from time to time to the credit of the organization in such banks, trust companies or other depositories as may be selected by or under the authority of a resolution of the Board of Directors.

## **10.7 ADOPTION OF THE CONSTITUTION**

- A. Adoption of this Constitution shall be by simple majority vote of members at the business meeting at which it is presented.





## **ARTICLE X: AMENDMENTS**

- A. This constitution may be amended, not inconsistent with the purpose of the Organization, by a vote of two-thirds of the membership present at the business meeting. Proposals should be made in writing and submitted to the Board of Directors who will then distribute it to the membership at least 30 days prior to the meeting.