MEETING AGENDA | Board of Directors
FRI 26 APRIL 2024 |9’30 AM to 2 PM, Hampton University, Hampton, VA

AIA Virginia Mission: AIA Virginia is the voice of the architecture profession in the Commonwealth, dedicated to serving its members, advancing their value, and improving the quality of the built environment.

AIA Virginia Vision: Through a culture of innovation, AIA Virginia empowers its members and inspires the creation of a better built environment.

TIME	TOPIC (SPEAKER/LEAD)
9’30 AM	Convene meeting [Callahan] • welcome; conflict of interest, etc • remarks Consent Agenda [1] Notification of Appointments Audit Committee [1a] Education Advisory Council [1b] Honors Committee [1c] Minutes of 26 Jan 2024 Meetings [Callahan][2] Financial Update as of March 2024 [Hopkins][3] Various Items [Callahan] • Calls for Design Awards and Honors • Audit [4] • IRS Form 990 [5] • Long Term Investment: Blackstone BCRED [6] • AIA Component Allocation MOU [7] • *inform* analysis [8] • MCP program development [9] • PAC Bylaw revisions [10] • Draft Budget FY2024/2025 [11][Callahan and Battaglia] • AIA’2024 ▪ Elections [12] ▪ Additional Items [13] Various Updates [Battaglia] • Fees for programs and products New Business [Callahan] Adjournment [Callahan]
NOON	LUNCH Discussions with HU Faculty and Staff
1 PM	Tour of Hampton University Department of Architecture
2 PM	Departure

Anti-Trust Compliance Statement: It is the practice of The American Institute of Architects and its members to comply strictly with all laws, including federal and state antitrust laws that apply to AIA operations and activities. Accordingly, this meeting will be conducted in full compliance with those laws.

Diversity Statement: The American Institute of Architects, as part of the global community, champions a culture of equity, diversity, and inclusion within the profession of architecture to create a better environment for all. Achieving this vision has a direct impact on the relevance of our profession and the world's prosperity, health, and future.

EXPECTED ATTENDEES

AIA Virginia 2024 Board of Directors:
Kelly Callahan, AIA | President
Meagan Jancy, AIA | President-elect
Bill Hopkins, AIA | Treasurer
Karen Conkey, AIA | Secretary
J. Mitchell Rowland, III, AIA | Past President
Phoebe Crisman, AIA | Director
Robert J. Dunay, FAIA | Director
Amber Hall, AIA | Director
TJ Meehan, AIA | Director
Shawn Mulligan, AIA | Director
Nea Poole, AIA | Director
Amanda Schlichting, AIA | Director
Michael Schwartz, AIA | Director
Warees Smith, AIA | At-large Director
Daya Irene Taylor, Ph.D., RA | Director
Ashleigh Walker, Assoc AIA | Director
Paul R. Battaglia, AIA | Executive Vice President

AIAVA Staff Members:
Cathy Guske, Hon. AIAVA | Member Services Director
Delaney Ogden | Director of Education

Guests:
Faculty and Staff, Department of Architecture, Hampton University

AIA Virginia

Consent Agenda
AIA Virginia | 26 APRIL 2024 Board of Directors MTG

Membership
Membership as of April 18, 2024

1,620 Architects
467 Associates
278 Emeritus
2,365 Total Members

AIA has lapsed members for non-payment of 2024 dues; effective 11 April 2024
We still have 208 members to renew for 2024. This is the anticipated number this time of year.
We remain at a consistent 2% growth over this time last year.
For 2023, we renewed 93.22% of our members. This is a higher rate than over the past 3 years.

Commonwealth Events
We are looking to make good on the desire for the state-level component to get out and about to organize events that encourage connections throughout the commonwealth and help to deepen the connections between the members and leadership state level resources. To that end, we have scheduled a series of Town Halls: one in each of the local chapters.

THUR 2 MAY	BLUE RIDGE: Roanoke
TH 23 MAY	HAMPTON ROADS: Va Beach
TH 20 JUNE	RICHMOND: Richmond
TH 5 SEPT	CENTRAL VIRGINIA: Charlottesville
TH 3 OCT	NOVA: Arlington/Alexandria

These events will typically occur from 5’30 to 7 PM; with remarks at about 6’30 PM from President Callahan, President-Elect Jancy, and EVP Paul Battaglia. We have also invited our state-level resources: Erin Agdinaoay as YAR, Caitlin Morgan as StAR, and Gina Robinson as LIC ADV. They will attend as their availability permits. AIAVA BOD members are most welcome and encouraged to attend as their schedules permit.

When possible, these Town Halls will be clustered with other invite-only revenue events:

Leadership Lunch
- NOON to 1’30 PM
- luncheon with 3 to 4 sponsors and 9 to 12 regional leaders

ELA alumni event
- might be an evening happy hour: 5’30 to 7 PM
- or a morning coffee: 8 to 9’30 AM
- 3 to 4 sponsors and regional ELA Alumni

AIA Virginia Foundation 501(c)3
Officers have been elected and installed as follows:

President: Paul R Battaglia
Vice President: Kelly Callahan

Secretary: Karen Conkey
Treasurer: Bill Hopkins
Director: Meagan Jancy

The Foundation has received official IRS designation as a 501c3 and has applied for the last phase of state approval (VDACS Form 102). The Foundation will continue to be funded by AIA Virginia 501c6 until solvent. A public launch and fundraising campaign are planned for late summer 2024 and into the fall, with a strong emphasis during Arch Ex.

AIA Virginia Prize
During the first weekend of February, students across the Commonwealth participated in the 2024 Virginia Prize. For the first time JMU's Architectural Design program joined competitors from perennial participants Hampton University, the University of Virginia, and Virginia Tech (Blacksburg and the WAAC) in addressing a challenge authored by Professor Stanford Britt, FAIA, Professor Carmina Sanchez-de-Valle, RA, and Associate Professor Marci Turner of Hampton University. The brief invited students to design a "bookless" public library as a community public room on a corner site at the intersection of N. Mallory Street and E. County Street in Phoebus, Virginia. The submissions were juried by Trey Trahan, FAIA, NOMA, Robbie Eleazer, AIA, and David Sweere, AIA of Trahan Architects: a global architecture firm with offices in New Orleans and New York.

First Place was awarded to Graham Gewirz (University of Virginia).
Second Place was conferred upon Philip Edmonston (University of Virginia).
Third Place was given to Kanako Kohara (Virginia Tech: WAAC).
Mohammed Elabbasi (Virginia Tech: Blacksburg) merited an Honorable Mention.

Future developments under consideration include increasing the prize money and including additional architectural programs (e.g., Marymount, Brightpoint).

Amber Book Promotion
11 discounted licenses remain for our current package. Please promote to any associates seeking a jump start on studying for the ARE and consider supporting this effort with your sponsorship.

<u>Council and Committee Updates</u>

Advocacy Advisory Council
Planning meetings with elected officials: General Assembly senators and delegates; Community Events and Legislative Connections for 2024.
Developing an RFP to solicit/identify issues to be considered in advocacy platform (legislative, regulatory, other).
Developing a catalog of SMEs for various advocacy issues.

Advocacy/Joint Legislative Committee
Held a zoom session with Secretary Kelly Gee on Gubernatorial Appointments on WED 27 MAR 2024. Available positions include APELSCIDLA and AARB. Encouraging members to apply and supporting various candidates.
An update on the results of the General Assembly session was provided during an Advocacy Town Hall Meeting via Zoom 3 to 4 pm on Wednesday 24 April. 1 LU (currently pending) will be available.

Update on some bills that we supported, have passed, and are due to become law 1 July 2024:
- Historic Rehabilitation Tax Credits (HB 960, SB 556): increased the maximum credit per year from $5M to $7.5M (without establishing an annual cap on the overall program)
- Single Stair Study (HB 368, SB 195): directed DHCD to convene an advisory group to study the possibility of allowing Group R-2 occupancies to be served by a single exit in buildings not more than six stories above the grade plane

- APELSCIDLA Quorum (HB 350): lowered the quorum requirement of the Board so that the progress of the Board is impeded less frequently
- DPOR suspensions (HB 120): directed DPOR to distinguish suspensions provoked by minor administrative (bouncing a check when renewing) from those resulting from substantial disciplinary actions
- Building Code Amendment NOIRA: Successfully opposed an ill-considered attempt to apply Executive Orders One and 19-2022 (which seek to reduce unnecessary regulation by 25%) to the 2021 Uniform Statewide Building Code

Working to have architects included in VDH and DHCD summer workgroups focusing on affordable housing, and single stair egress.

Audit Committee
The 2023 Fiscal year Audit has been reviewed and is included for acceptance in this packet.

Design Committee
Design Forum XVI, (Un)Certainty: Reflections on Craft at the Cyber Frontier, was held 5 and 6 APR 2024 in RIC. Statistics and figures have yet to be finalized, but suffice it to say that the event met/exceeded all goals and objectives for attendance, sponsorships, revenue, and quality.
The Forum was enriched by the presence and activities of Bob Dunay, Nathan King, and the robot workshop with students from Virginia Tech, UVA, Hampton U and Howard. Students from JMU, VCU, and William and Mary also attended.

Disaster Assistance Committee
Searching for new chair/leadership.

Education Advisory Council
Convened and oriented at kick off MAR 2024
awaiting responses to Arch Ex session RFPs; deadline 30 APR 2024
considering theme and keynote(s) for Arch EX

Emerging Leaders in Architecture Executive Committee
The ELA University Task Force is wrapping up its work on student involvement in the ELA program and will present its recommendation to the Board at the June meeting.

Fellows
Fellows Fete held SAT 16 MAR 2024 at Barboursville Vineyards, outside of Charlottesville, VA

Finance Committee
The Finance Committee continues to diligently assessing the current outlook of the financials. Right now, AIA Virginia is trending correctly for this time of the year. Additionally, IRS Form 990 and Long-Term Investment opportunity are included for acceptance and/or approval in this packet

Honors Committee
Committee has been duly appointed and notified; ready to serve

Schedule:

TU 30 APR	Honors Committee Orientation (zoom)
FRI 14 JUN	5 PM deadline for nominations
c FRI 28 JUN	submissions delivered to Honors Committee
c FRI 28 JUNff	Honors Committee review of submissions
TU 16 JULY	Honors Committee Deliberation MTG (RIC)
TU 16 JULYff	Honors Committee offers recommendations to AIAVA (Battaglia)
FRI 16 AUG	Honors Committee recommendations reported to AIAVA BOD (Brown)

FRI 16 AUGff	Honorees notified by AIAVA BOD
THUR 7 NOV	Honorees celebrated at visions

Nominations for AIA Virginia Honors are now open. Nominations for all AIA Virginia honors may be made by individual members, by chapter honors committees, by AIA Virginia committees, or by the Board of Directors itself.

Justice Equity Diversity Inclusion Committee
The AIA Virginia J.E.D.I. Committee has launched its "Perspectives" campaign on our social media channels this year. Each month we will be celebrating the diversity of our profession in Virginia, and we invite you to share and like these posts. We are also working on 2 resources/FAQ pages – one for students looking to go into the profession and one for architecture students graduating into the profession.

Member Services Advisory Council
The council has launched the Knowledge Community Grants with an adjustment to the competition. Only one grant for up to $1,000 will be offered. Applications open now through May 31, 2024. The council is also crafting a membership survey to launch this summer. Please send any suggestions/comments to cguske@aiava.org. The MSAC will engage in a membership analysis in 2024.

Outreach Advisory Council
Resiliency Week is planned and webinars will be held 22 to 26 April 2024; Up to 5 AIA LUs
Charging $15/AIA Member, $20/Non-member, and Free for Students

Currently planning the Design Awards for 2024 and looking for a Jury Chair. OAC has provided a shortlist to Battaglia. Battaglia working to secure jury chair and negotiate terms/commitment.

VA Prize expanded to JMU this year and will continue to add more colleges next year (Marymount University and Brightpoint CC). The Prize competition was held February 2-5 and winners have been notified. Winners will be publicized in May. Results reported below.

PAC Board of Trustees
Cushing has developed new PAC plan incorporating remaining funds.
Will likely be able to attain $60k balance (carryover + typical investments); historically closer to $45k.
Likely to achieve representation at caucus events.
Proposed Plan presented to PAC for review/approval at recent meeting.
Considering policy clarifications and revisions to Bylaws.

Secretary's Advisory Council
will review GOVERNANCE DOCS (Rules and Bylaws) to determine need for revision(s)
Battaglia to identify/suggest items in need of consideration

<u>Knowledge Communities</u>

Historic Resources Committee
Completed an HRC retreat in Staunton, VA in FEB 2024
five historic tours planned in each local chapter throughout Virginia
two webinars planned for the year – one in May and one in September
Craftsperson Crawl planning for ArchEx
Holiday Trivia Mixer planned again for December

VA Committee on the Environment: VA COTE
Two upcoming educational programming events

- 14 May 2024: 179D Tax Code with Baumann Consulting

- TBD: Energy Modeling Webinar

Building Tours with legislative member in each component region. Currently coordinating with AIA Blue Ridge for the first tour.
Resilient VA Design Collaborative kicked off. The RDC is a newly formed group conceived by Steve Sunderman, Virginia Registered Architect, to assist the building design and construction community to strategically implement high-performance design strategies for actual ongoing projects.

Virginia Women in Design [vacant; inactive]

Council and Committee Rosters/Vacancies

Council/Committee	Members Allowable	Members Seated	Notes
Advocacy Advisory Council	9	7	
Outreach Advisory Council	9	6	
Member Services Advisory Council	9		
Education Advisory Council	9	7	re-established/underway
Audit Committee	5	5	
Secretary's Advisory Council	5		
Finance Committee	5	5	
Design Committee	n/a	11	
Justice Equity Diversity Inclusion Committee	7		
ELA Executive Committee			
Fellows	n/a	n/a	self-governed
Honors Committee	13	13	appointed/ready
Joint Legislative Committee	6	5	
Disaster Assistance Committee	7		seeking chair
PAC Board of Trustees	15	10	self-governed
Historic Resources Committee	n/a	18	
VA Committee on the Environment	n/a	14	seeking co-chair
Virginia Women in Design		vacant	inactive

2024 Goals and Objectives

- advance mission of AIA Virginia
- engage and achieve goals of Strategic Plan
- make progress on recommendations in IIPTF Report

Priorities from 2024 BOD Retreat

- promote/advance value
- increase access
- build connections
- attract/retain diversity
- lead the change

Additional/more specific goals

WHAT	STATUS	WHO	WHEN
Execute Component Allocation MOU		BOD	JAN 2024
Appoint members to Councils/Committees		BOD	Q1
Reconstitute EAC	X	BOD	ASAP
Review Design Awards		OAC	Q1
Consider revisions to Honors Awards		Hon Comm/BOD	Q1
Inform Analysis		OAC/TBD	Q1
Develop Mid-Career Professionals Program		TBD/EAC	Q1
Membership Analysis		MSAC	Q2
Review RULES and BYLAWS, revise as necessary		SAC	Q2
Explore Alternate Paths to Examination		TBD	Q2
Launch Mid-Career Professionals Program		TBD/EAC	Q4
Launch Foundation 501(c)3		BOD	Q4 2024

KEY	STATUS
Progress impeded	
Proceeding with difficulty	
Moderate Progress	
Strong Progress	
Not started	
Goal accomplished	X

*****END OF CONSENT AGENDA*****

NOTICE OF APPOINTMENTS | AIA Virginia Board of Directors
4 FEB 2024

<u>Item</u>

Appointment of 2024 Audit

<u>Background</u>

Rules of the Organization 4.9.1 – Audit Committee
The Committee is responsible for managing the overall audit and financial review process for the Board. The Committee consists of five members: two (2) Officers, two (2) Directors, and one (1) Non-Board Member-At-Large. One of the Officer positions should be reserved for the Treasurer.

<u>Report:</u>

President Callhan appointed the following members to the Audit Committee:

Kelly Callahan, AIA
Meagan Jancy, AIA
Amber Hall, AIA
Nick Vlattas, FAIA

Note:
Bill Hopkins, AIA will chair the Audit Committee as Treasurer

NOTICE OF APPOINTMENTS | AIA Virginia Board of Directors
16 FEB 2024

Item

Appointment of 2024 Education Advisory Council

Background

Rules of the Organization 4.19.1 – Education Advisory Council
The Council reviews and advises on the broad program area covering professional continuing education, such as Architecture Exchange East, Design Forum, Art of Practice, the Emerging Leaders in Architecture, university prizes and scholarships (administered through the Branch), Design Awards, and programs to engage and assist emerging professionals.

Report:

President Callhan appointed the following members to the Education Advisory Council for a two-year term:

Phoebe Crisman, AIA
Robert Dunay, FAIA
Shawn Mulligan, AIA
Nea Poole, AIA
Daya Irene Taylor, RA
Maggie Thacker, Assoc AIA

NOTICE OF APPOINTMENTS | AIA Virginia Board of Directors
12 APRIL 2024

Item

Appointment of 2024 Honors Committee

Background

Rules of the Organization 4.7.2 – Membership, Honors Committee
The Honors Committee shall be composed of the following members: the chair, who shall also be a Fellow or a Past President of AIA Virginia; two Fellows of the Institute; two Past Presidents of AIA Virginia; and eight at-large members of AIA Virginia. At least two at-large members should be a former honoree in any category who is neither a Fellow nor a Past President of AIA Virginia. Each member shall serve for two years and terms shall be staggered. The terms shall be staggered so that six members rotate off the Committee each year. Members shall not be eligible for reappointment for one year following the expiration of a term. The chair shall be appointed by AIA Virginia President for a one-year term.

Report:

President Callhan appointed the following members to the Honors Committee for a two-year term:

Lori Garrett, FAIA Term exp. Dec. 2025
Bruce Wardell, FAIA Term exp. Dec. 2025
Shannon Dowling, AIA Term exp. Dec. 2025
Eric Keplinger, AIA Term exp. Dec.2025
Erin Webb, AIA Term exp. Dec 2025
David Prevette, AIA Term exp. Dec. 2025
Nina Comiskey, AIA Term exp. Dec.2025

Bill Brown, AIA (appointed as CHAIR) Term exp. Dec. 2024

They join those currently serving;

Scott Campbell, AIA Term exp. Dec. 2024
Tim Colley, AIA Term exp. Dec. 2024
Jeanne S. LeFever, AIA Term exp. Dec. 2024
Robert Reis, FAIA Term exp. Dec. 2024
Warees Smith, AIA Term exp. Dec. 2024

Paul R Battaglia, AIA AIA Virginia serves as Staff liaison

MEETING MINUTES | Board of Directors
FRI 26 JAN 2024 |Kingsmill, Williamsburg, VA

President Callahan called the meeting to order at 4’12 PM
offered introductory remarks
invited conflicts of interest; none declared
Minutes of 15 DEC 2023 Meetings were presented by President Callahan and approved
Caitlin Morgan, Associate AIA was appointed as the AIA Virginia StAR
President Callhan announced the appointments to the Finance Committee
members: Hopkins (Chair), Callahan, Jancy, Meehan, Schlichting
Treasurer Hopkins presented the December 2023 Financial Statements
the Financial Report was approved as presented
President Callahan provided updates on the following

- AIAs in Virginia Leadership Summit
- AIA Component Allocation MOU

Battaglia provided updates on the following

- Membership Renewals; Guske provided additional information
- AIA Virginia Foundation 501(c)3
- Advocacy/Joint Legislative Committee and the AIAVA PAC
- Physical Presence for AIA Virginia
- AIA Virginia Prize

President Callahan invited New Business; nothing was suggested
the meeting adjourned at 5’00 PM

ATTENDEES
Kelly Callahan, AIA | President
Meagan Jancy, AIA | President-elect
Bill Hopkins, AIA | Treasurer
Phoebe Crisman, AIA | Director
Amber Hall, AIA | Director
Shawn Mulligan, AIA | Director
Nea Poole, AIA | Director
Amanda Schlichting, AIA | Director
Warees Smith, AIA | At-large Director
Daya Irene Taylor, Ph.D., RA | Director
Ashleigh Walker, Assoc AIA | Director
Paul R. Battaglia, AIA | Executive Vice President
Cathy Guske, Hon. AIAVA | Member Services Director
Delaney Ogden | Director of Education

THOSE NOT PRESENT
Karen Conkey, AIA | Secretary
J. Mitchell Rowland, III, AIA | Past President
Robert J. Dunay, FAIA | Director
TJ Meehan, AIA | Director
Michael Schwartz, AIA | Director

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

Item

Minutes of 26 JAN 2024 Meeting of the Board of Directors

Background

At each meeting of the AIA Virginia Board of Directors, the Secretary records the proceedings in the Minutes.

Motion

That the Minutes be approved as presented.

AIA Virginia

April 19, 2024

TREASURER'S REPORT

3rd Quarter 2024 to the period ending March 31, 2024

CONTENTS

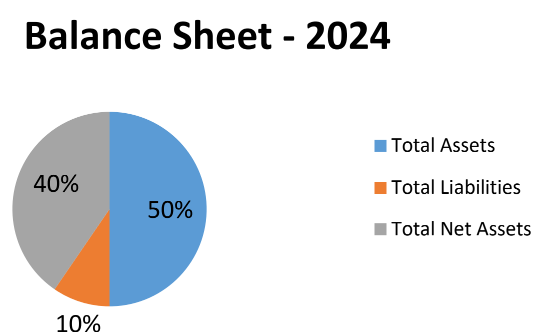
Respectfully submitted,
Bill Hopkins, AIA
AIA Virginia Treasurer

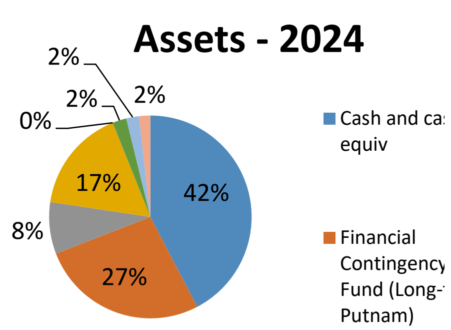
William G. Hopkins

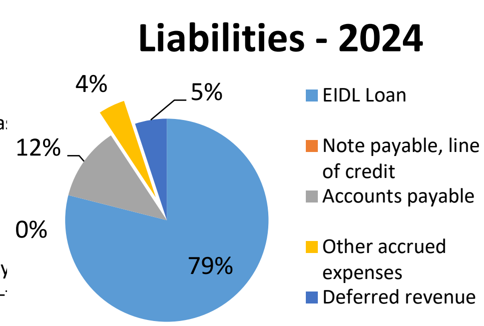
AIA VIRGINIA

BALANCE SHEET as of March 31, 2024 3rd Qtr,

(UNREVIEWED)		**2023**		**2024**
ASSETS				
Cash and cash equiv	$	406,412	$	383,107
Financial Contingency Fund (Long-term Putnam	$	191,543	$	242,259
Saving (Short-term Putnam)	$	74,685	$	74,685
EIDL Loan (Putnam)	$	149,900	$	149,900
Accounts receivable	$	341	$	341
Inventory	$	16,743	$	20,000
Prepaid Expenses	$	17,809	$	18,613
Total Current Assets	$	857,433	$	888,905
Fixed Assets (net)	$	26,683	$	16,033
Security Deposit	$	5,088	$	(612)
Total Assets	$	889,205	$	904,327
LIABILITIES				
EIDL Loan	$	144,231	$	136,539
Note payable, line of credit	$	-	$	-
Accounts payable	$	13,746	$	20,328
Other accrued expenses	$	7,150	$	7,282
Deferred revenue	$	14,700	$	8,750
Total Liabilities	$	179,826	$	172,899
NET ASSETS				
Fund balances	$	572,861	$	546,818
Financial contingency fund	$	-	$	-
Current year earnings	$	136,518	$	184,609
Total Net Assets	$	709,379	$	731,427
Total Liabilities and Net Assets	$	889,205	$	904,327



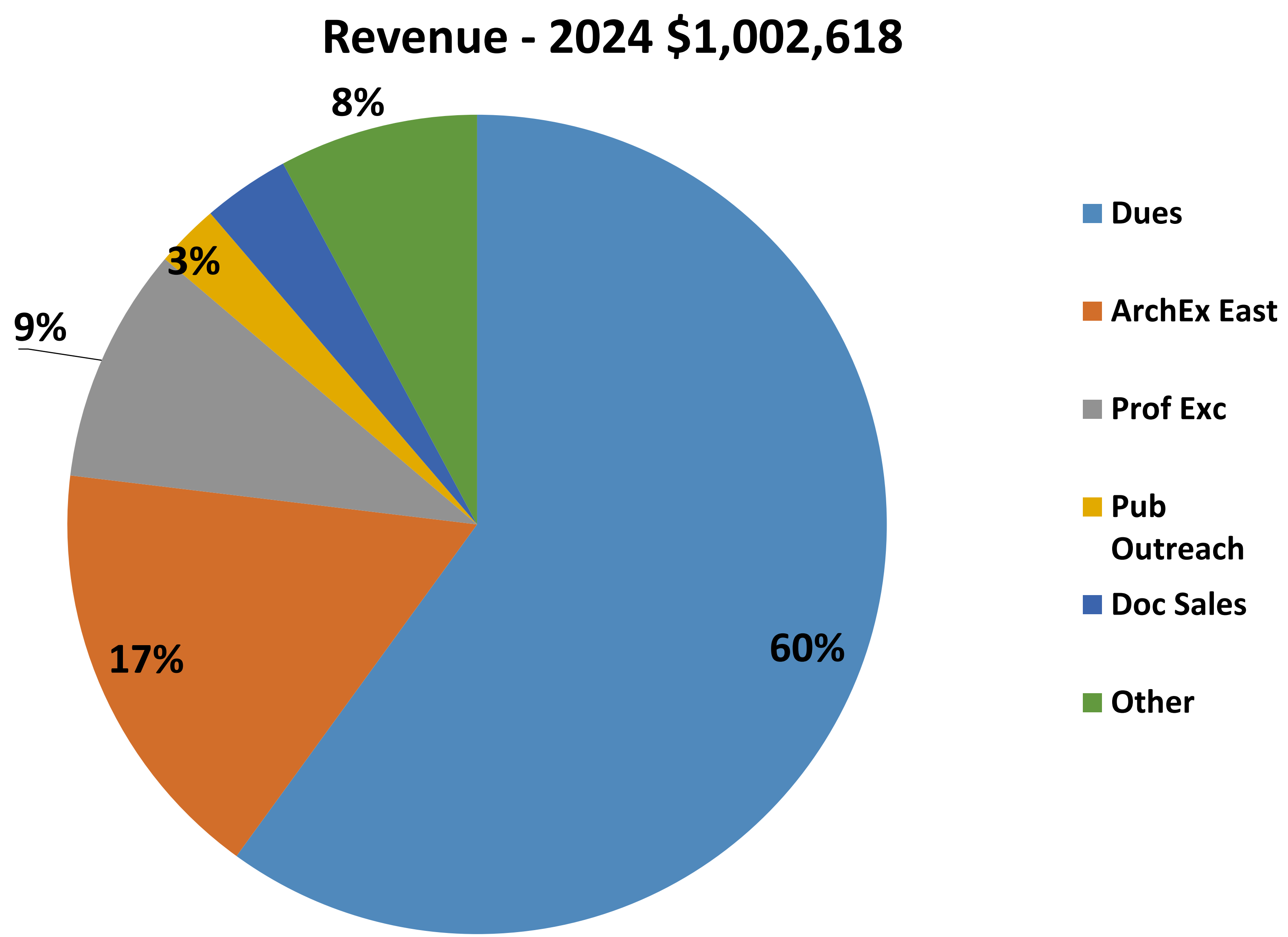




AIA VIRGINIA

INCOME STATEMENT YTD through the Third Quarter ending March 31, 2024

REVENUES	2023	2024	Budget 2024
DUES	$ 603,072	$ 601,437	$ 660,190
PROFESSIONAL EXCELLENCE			
CONTINUING EDUCATION			
Architecture Exchange East	$ 159,356	$ 169,653	$ 160,843
ACE Conference			$ -
Professional Development Series	$ 3,030	$ 4,044	$ 14,250
MEMBER COMMUNITIES			
Design Forum		$ 65,055	$ 42,000
Art of Practice	$ 3,000		$ -
IFRAA	$ 200	$ 400	$ -
Historic Resources		$ -	$ -
AIA Fellows	$ 5,650	$ 6,550	$ 6,800
Women in Design			$ -
EMERGING PROFESSIONALS			
ELA 2.0			$ -
Emerging Leaders in Architecture	$ 17,884	$ 16,513	$ 18,844
VA Society / AIA (Univ) Prize			$ -
Intern Development Program			$ -
OTHER			$ -
Prize for Design Res & Schol			$ -
Design Awards	$ 200	$ 750	$ 26,580
GOV'T ADVOCACY			$ -
PUBLIC OUTREACH			
Inform Magazine	$ 575	$ 435	$ -
Electronic Communications	$ 4,059	$ 5,442	$ 5,000
Architecture Advocacy (VCA)			$ -
Honors	$ 32,855	$ 19,250	$ 33,255
Centennial			$ -
DOCUMENTS SALES	$ 33,527	$ 34,390	$ 59,200
Capital Partners			$ -
MEMBER SERVICES / GOVERNANCE			
Services	$ 750	$ 1,986	$ -
Organizational liaison	$ 2,000	$ 1,000	$ 3,500
SOCIETY OPERATIONS			
Admin services/ Office Ops/ Facilites	$ 14,177	$ 44,210	$ -
Financial activity	$ 13,046	$ 31,504	$ 2,500
TOTAL REVENUES	**$ 893,381**	**$ 1,002,618**	**$ 1,032,962**

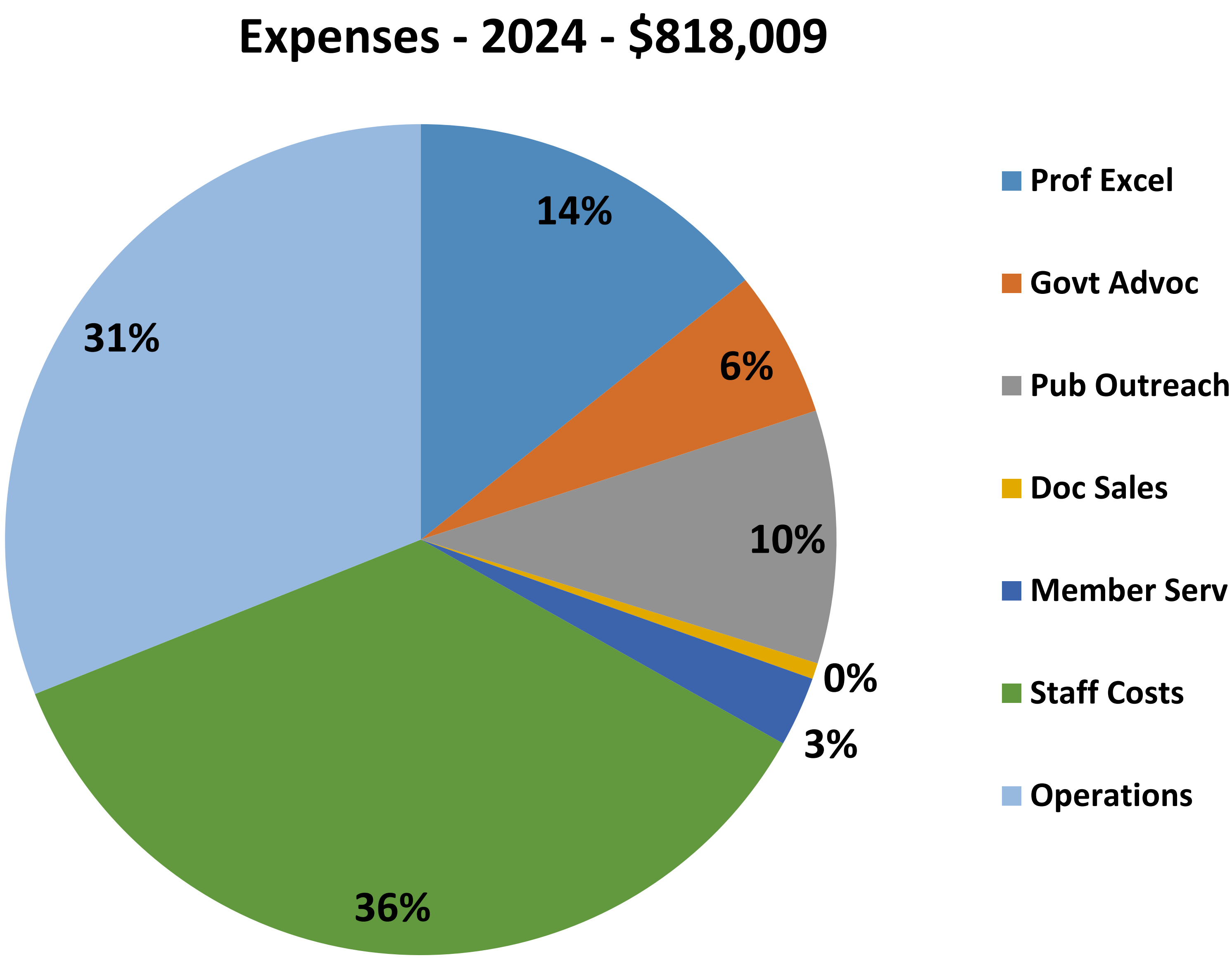

Revenue - 2024 $1,002,618
8%
3%
9%
17%
60%
Dues
ArchEx East
Prof Exc
Pub Outreach
Doc Sales
Other

AIA VIRGINIA

INCOME STATEMENT YTD through the Third Quarter ending March 31, 2024

Members @ Year End	2023	2024	Budget 2024
Architects	1,721	1,553	1,700
Associates	538	341	500
Supplemental	-	-	
Emeritus (total)	-	-	-
Allied	29	22	30

EXPENSES	2023	2024	Budget 2024
PROFESSIONAL EXCELLENCE			
CONTINUING EDUCATION			
Architecture Exchange East	$ 102,831	$ 96,395	$ 100,000
ACE Conference			$ -
Professional Development Series	$ 762	$ 1,227	$ 3,700
MEMBER COMMUNITIES			
Design Forum	$ 578	$ 10,093	$ 31,315
Art of Practice	$ 2,302		$ -
IFRAA		$ 19	$ -
Historic Resources	$ 345	$ 1,371	$ -
AIA Fellows	$ 717	$ 855	$ 6,800
Women in Design	$ 134		$ -
EMERGING PROFESSIONALS			
ELA 2.0			$ 1,500
Emerging Leaders in Architecture	$ 4,589	$ 6,088	$ 10,735
VA Society / AIA (Univ) Prize			$ 5,000
Intern Development Program			$ -
OTHER			
Prize for Design Res & Schol			$ -
Design Awards	$ -	$ 566	$ 852
GOVERNMENT ADVOCACY	$ 42,589	$ 46,783	$ 65,600
PUBLIC OUTREACH			
Inform Magazine	$ 21,463	$ 47,811	$ 77,000
Newsletter			$ -
External Commun / Public Relations	$ 3,746	$ 4,374	$ 45,176
Architecture Advocacy (AIA-150 and VCA	$ 2,013	$ 4,009	$ 15,500
Honors	$ 22,529	$ 24,319	$ 26,500
Centennial			$ -
DOCUMENTS SALES	$ 4,140	$ 5,086	$ 5,100
Capital Partners			$ -
MEMBER SERVICES / GOVERNANCE			
Member services	$ 353	$ 876	$ 12,360
Organizational liaison	$ 4,109	$ 6,372	$ 18,900
Board / Exec Comm	$ 3,844	$ 15,039	$ 16,875
Planning & Evaluation / Committees			$ -
SOCIETY OPERATIONS			
Staff costs	$ 293,224	$ 292,640	$ 273,620
Financial Operations	$ 15,706	$ 16,480	$ 23,250
Office Rental	$ 56,102	$ 61,714	$ 75,083
Office Operations	$ 174,789	$ 175,893	$ 219,596
TOTAL EXPENSES	**$ 756,864**	**$ 818,009**	**$ 1,034,462**
EXCESS OF REVENUE OVER EXPENSES	**$ 136,518**	**$ 184,609**	**$ (1,500)**


Expenses - 2024 - $818,009
14%
6%
10%
0%
3%
36%
31%
Prof Excel
Govt Advoc
Pub Outreach
Doc Sales
Member Serv
Staff Costs
Operations

AIA VIRGINIA
2024 Budget vs. Actual
YTD through March 31, 2024

		REVENUES				EXPENSES				NET
		Dues	Sponsor	Other	TOTAL	Direct	Staff	OH	TOTAL	REVENUE
PROFESSIONAL EXCELLENCE										
CONTINUING EDUCATION										
Architecture Exchange East	Budget		84,998	75,845	160,843	100,000	0	0	100,000	60,843
	Actual		78,928	90,725	169,653	96,395	0	0	96,395	73,258
ACE Conference	Budget		0	0	0	0	0	0	0	0
	Actual		0	0	0	0	0	0	0	0
Professional Development Series	Budget		0	14,250	14,250	3,700	0	0	3,700	10,550
	Actual		1,725	2,319	4,044	1,227	0	0	1,227	2,818
MEMBER COMMUNITIES										
Design Forum	Budget			42,000	42,000	31,315	0	0	31,315	10,685
	Actual		41,175	23,880	65,055	10,093	0	0	10,093	54,962
Art of Practice	Budget		0	0	0	0	0	0	0	0
	Actual		0	0	0	0	0	0	0	0
IFRAA	Budget		0	0	0	0	0	0	0	0
	Actual		400	0	400	19	0	0	19	381
Historic Resources	Budget		0	0	0	0	0	0	0	0
	Actual		0	0	0	1,371	0	0	1,371	(1,371)
AIA Fellows	Budget			6,800	6,800	6,800	0	0	6,800	0
	Actual		1,000	5,550	6,550	855	0	0	855	5,695
Women in Design	Budget		0	0	0	0	0	0	0	0
	Actual			0	0	0	0	0	0	0
EMERGING PROFESSIONALS										
ELA 2.0	Budget		0	0	0	1,500	0	0	1,500	(1,500)
	Actual		0	0	0	0	0	0	0	0
Emerging Leaders in Architecture	Budget			18,844	18,844	10,735	0	0	10,735	8,109
	Actual		3,270	13,243	16,513	6,088	0	0	6,088	10,425
VA Society / AIA (Univ) Prize	Budget		0	0	0	5,000	0	0	5,000	(5,000)
	Actual		0	0	0	0	0	0	0	0
Intern Development Program	Budget		0	0	0	0	0	0	0	0
	Actual				0	0	0	0	0	0
OTHER										
Prize for Design Res & Schol	Budget		0	0	0	0	0	0	0	0
	Actual		0	0	0	0	0	0	0	0
Design Awards	Budget		0	26,580	26,580	852	0	0	852	25,728
	Actual		750		750	566	0	0	566	184
GOVERNMENT ADVOCACY										
	Budget				0	65,600	0	0	65,600	(65,600)
	Actual			0	0	46,783	0	0	46,783	(46,783)
PUBLIC OUTREACH										
Inform Magazine	Budget	0		0	0	77,000	0	0	77,000	(77,000)
	Actual	0		435	435	47,811	0	0	47,811	(47,376)
External Commun / Public Relations	Budget			5,000	5,000	45,176	0	0	45,176	(40,176)
	Actual			5,442	5,442	4,374	0	0	4,374	1,068
Architecture Advocacy	Budget			0	0	15,500	0	0	15,500	(15,500)
	Actual			0	0	4,009	0	0	4,009	(4,009)

AIA VIRGINIA
2024 Budget vs. Actual
YTD through March 31, 2024

		REVENUES				EXPENSES				NET
		Dues	Sponsor	Other	TOTAL	Direct	Staff	OH	TOTAL	REVENUE
Honors	Budget		0	33,255	33,255	26,500	0	0	26,500	6,755
	Actual		7,250	12,000	19,250	24,319	0	0	24,319	(5,069)
DOCUMENTS SALES										
	Budget			59,200	59,200	5,100	0	0	5,100	54,100
	Actual			34,390	34,390	5,086	0	0	5,086	29,304
Capital Partners	Budget			0	0	0	0	0	0	0
	Actual			0	0	0	0	0	0	0
MEMBER SERVICES / GOVERNANCE										
Services	Budget	660,190	0		660,190	12,360	0	0	12,360	647,830
	Actual	601,437	0	1,986	603,423	876	0	0	876	602,547
Organizational Liaison	Budget		0	3,500	3,500	18,900	0	0	18,900	(15,400)
	Actual		0	1,000	1,000	6,372	0	0	6,372	(5,372)
Board / Exec Comm	Budget		0		0	16,875	0	0	16,875	(16,875)
	Actual				0	15,039	0	0	15,039	(15,039)
Planning & Evaluation / Committees	Budget				0	0	0	0	0	0
	Actual				0	0	0	0	0	0
SOCIETY OPERATIONS										
Administrative Services	Budget			0	0	0	0	0	0	0
	Actual			0	0	0	0	0	0	0
Financial Operations	Budget			2,500	2,500	23,250	0	0	23,250	(20,750)
	Actual			31,504	31,504	16,480	0	0	16,480	15,023
Office Rental	Budget				0	75,083		0	75,083	(75,083)
	Actual			43,210	43,210	61,714		0	61,714	(18,504)
Office Operations	Budget				0	219,596	273,620	0	493,216	(493,216)
	Actual			1,000	1,000	175,893	292,640	0	468,533	(467,533)
BUDGET TOTALS		**660,190**	**84,998**	**287,774**	**1,032,962**	**760,842**	**273,620**	**0**	**1,034,462**	**(1,500)**
ACTUAL TOTALS		**601,437**	**134,498**	**266,683**	**1,002,618**	**525,369**	**292,640**	**0**	**818,009**	**184,609**

AIA VIRGINIA
2024 DUES COLLECTION REPORT
through March 2024

Collection Month	ARCHITECTS		ASSOCIATES		SUPPLEMENTAL TOTAL		EMERITUS		ALLIED		Prior Years'	Total Members
	QTY	AMOUNT	QTY	AMOUNT	QTY	AMOUNT	QTY	AMOUNT	QTY	AMOUNT	AMOUNT	
July											3,346.40	
August									2	750.00	3,413.22	
September	5	1,760.00							1	375.00	1,739.68	
October	65	23,517.47	15	2,700.00					1	375.00	89.50	
November	101	34,333.85	17	2,950.50								
December	274	92,484.17	48	7,703.83					3	1,125.00		
January	810	270,743.03	169	28,020.66					2	750.00		
February	218	75,087.68	44	7,951.74					1	375.00		
March	80	31,290.74	48	9,054.57					4	1,500.00		
Total - CALCULATED	**1,553**	**529,216.94**	**341**	**58,381.30**	**0**	**0.00**	**0**	**0.00**	**14**	**5,250.00**	**8,588.80**	**2,181**
(Over) Under Budget	**147**	**39,815.06**	**160**	**21,526.70**		**0.00**	**0**	**0.00**	**16**	**6,000.00**	**(8,588.80)**	
Budget	**1,700**	**569,032.00**	**501**	**79,908.00**		**0.00**	**0**	**0.00**	**30**	**11,250.00**	**0.00**	**2,231**
							265	**TOTAL Emeritus at 3/31/24**				50
									22	**TOTAL Allied at 3/31/24**		

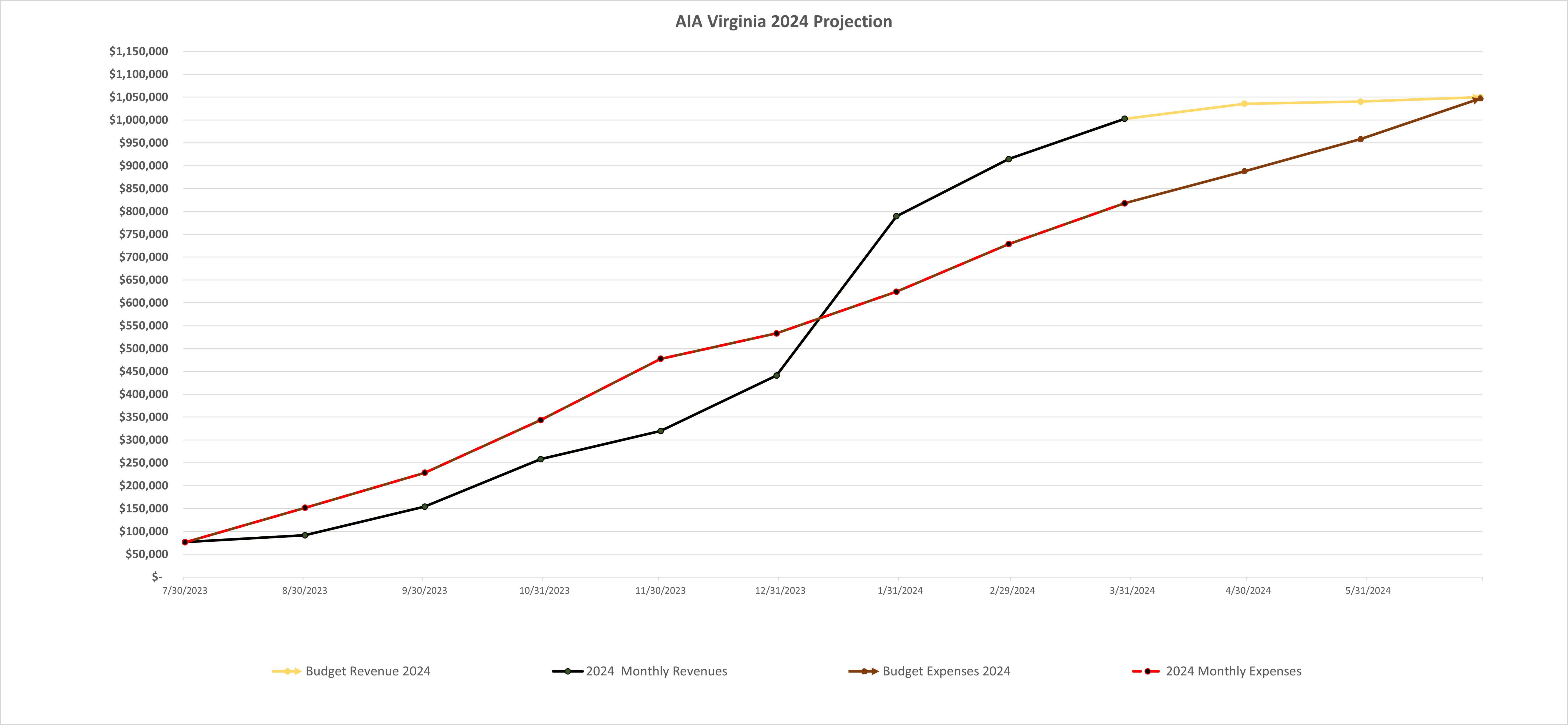
Total Dues	**601,437.04**
(Over) Under Budget	**58,752.96**
Total Dues Budget	**660,190.00**

2023 Totals by Category		**Architects**		**Associates**		**Supplemental**		**Emeritus**		**Allied**	**Pr Yr**
FY 2023 March Totals											
Actual	1,721	525,586.44	538	63,273.54	0	0.00	0	0.00	15	5,625.00	8,586.94
(Over) Under Budget	(21)	28,687.56	(37)	16,634.46		0.00	0	0.00	15	5,625.00	(8,586.94)
Budget	1,700	554,274.00	501	79,908.00		0.00	0	0.00	30	11,250.00	0.00
							260	TOTAL Emeritus st 3/31/2023			
									29	TOTAL Allied at 3/31/23	

2023 GRAND TOTALS	
Actual	603,071.92
(Over) Under Budget	42,360.08
budget	645,432.00

COMMENTS

The "QTY" amount for the TOTAL supplemental dues amount represents the number of firms reporting and paying the dues based on the worksheet.


AIA Virginia 2024 Projection
$1,150,000
$1,100,000
$1,050,000
$1,000,000
$950,000
$900,000
$850,000
$800,000
$750,000
$700,000
$650,000
$600,000
$550,000
$500,000
$450,000
$400,000
$350,000
$300,000
$250,000
$200,000
$150,000
$100,000
$50,000
$-
7/30/2023
8/30/2023
9/30/2023
10/31/2023
11/30/2023
12/31/2023
1/31/2024
2/29/2024
3/31/2024
4/30/2024
5/31/2024
Budget Revenue 2024
2024 Monthly Revenues
Budget Expenses 2024
2024 Monthly Expenses

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

Item

Treasurer's Report

Background

At each meeting of the AIA Virginia Board of Directors, the Treasurer presents the financial reports for the most recent concluding month.

Motion

That the Treasurer's Report be approved as presented.

AIA Virginia and Affiliate

CONSOLIDATED FINANCIAL REPORT

June 30, 2023

TABLE OF CONTENTS

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
AIA Virginia and Affiliate
Richmond, Virginia

Opinion

We have audited the accompanying financial statements of AIA Virginia and Affiliate, which comprise the statement of financial position as of June 30, 2023, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of AIA Virginia and Affiliate (the "Organization") as of June 30, 2023, and the changes in net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Organization and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Organization's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists.

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements, including omissions, are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Organization's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Report on Summarized Comparative Information

We previously audited the Organization's 2022 financial statements, as noted in our report dated February 24, 2023. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2022, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Richmond, Virginia
XX XX, 2024

CONSOLIDATED FINANCIAL STATEMENTS

AIA VIRGINIA AND AFFILIATE

Consolidated Statement of Financial Position
June 30, 2023
With Comparative Amounts as of June 30, 2022

	2023	2022
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	$ 272,907	$ 350,701
Cash, restricted for VSAIA PAC	55,638	60,338
Total cash and cash equivalents	328,545	411,039
Accounts receivable		
Trade	-	1,098
Other	13,147	19,775
Total accounts receivable	13,147	20,873
Employee receivables	341	315
AIA documents inventory	15,853	16,742
Prepaid expenses	18,991	13,062
Investments (see Note 5)	425,355	394,097
Total current assets	460,540	424,216
FURNITURE AND FIXTURES		
Furniture and fixtures	359,665	349,003
Accumulated depreciation	(343,632)	(332,982)
Total furniture and fixtures	16,033	16,021
OPERATING LEASE RIGHT-OF-USE ASSET	109,711	-
SECURITY DEPOSITS	5,088	5,088
Total assets	$ 933,064	$ 877,237
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	$ 22,987	$ 47,063
Accrued interest payable	3,521	7,088
Deferred revenue	50,025	39,887
Total current liabilities	76,533	94,038
ECONOMIC INJURY DISASTER LOAN	150,000	150,000
OPERATING LEASE LIABILITY	113,957	-
NET ASSETS		
Undesignated	111,581	178,764
Board designated	425,355	394,097
Total net assets without donor restrictions	536,936	572,861
Net assets with donor restrictions	55,638	60,338
Total net assets	592,574	633,199
Total liabilities and net assets	$ 933,064	$ 877,237

See accompanying notes.

AIA VIRGINIA AND AFFILIATE
Consolidated Statement of Activities
For the Year Ended June 30, 2023
With Comparative Totals for the Year Ended June 30, 2022

	Without Donor Restrictions	With Donor Restrictions	Total 2023	Total 2022
REVENUES AND OTHER SUPPORT				
Contributions	$ -	$ 39,606	$ 39,606	$ 38,145
Membership dues	622,287	-	622,287	620,001
AIA documents	62,626	-	62,626	63,047
Architecture Exchange East	159,356	-	159,356	48,138
Member services	44,169	-	44,169	28,950
Professional Excellence	59,719	-	59,719	112,035
Inform Magazine	575	-	575	3,225
Other income	18,427	-	18,427	25,510
Investment income (loss)	19,279	4	19,283	(38,439)
	986,438	39,610	1,026,048	900,612
Net assets released from restrictions	44,310	(44,310)	-	-
Total revenues and support	1,030,748	(4,700)	1,026,048	900,612
EXPENSES				
Program services	545,974	-	545,974	505,092
Management and general	476,389	-	476,389	428,906
Fund raising	44,310	-	44,310	34,025
Total expenses	1,066,673	-	1,066,673	968,023
CHANGE IN NET ASSETS	(35,925)	(4,700)	(40,625)	(67,411)
NET ASSETS, BEGINNING OF THE YEAR	572,861	60,338	633,199	700,610
NET ASSETS, END OF THE YEAR	$ 536,936	$ 55,638	$ 592,574	$ 633,199

See accompanying notes.

AIA VIRGINIA AND AFFILIATE

Consolidated Statement of Functional Expenses

June 30, 2023

With Comparative Amounts as of June 30, 2022

	Program Services	Management & General	Fund Raising	Totals 2023	Totals 2022
Salaries	$ 201,302	$ 128,701	$ -	$ 330,003	$ 411,993
Payroll taxes	15,326	9,799	-	25,125	33,644
Employee benefits	20,229	12,933	-	33,162	30,530
Cost of sales	7,152	-	-	7,152	5,915
Insurance	-	7,210	-	7,210	7,147
Meals and entertainment	11,112	8,896	-	20,008	18,689
Catering	41,701	1,032	-	42,733	8,748
Merchant services	7,655	-	-	7,655	6,164
Printing & postage	-	1,583	-	1,583	4,088
Office supplies	-	-	-	-	6,764
Registration fees	6,335	-	-	6,335	-
Professional fees/services	78,225	171,549	-	249,774	126,097
Rent expense	45,307	77,320	-	122,627	83,773
Supplies	9,299	9,762	-	19,061	5,541
Taxes and licenses	-	-	-	-	2,892
Travel	15,187	10,618	-	25,805	42,117
Telephone	-	5,493	-	5,493	4,793
Interest	-	4,125	-	4,125	-
Lobbying	54,833	-	-	54,833	55,000
PAC expenses	-	-	44,310	44,310	34,025
Other expenses	32,311	16,718	-	49,029	70,770
Depreciation	-	10,650	-	10,650	9,333
Total expenses	$ 545,974	$ 476,389	$ 44,310	$ 1,066,673	$ 968,023

See accompanying notes.

AIA VIRGINIA AND AFFILIATE
Consolidated Statement of Cash Flows
For the Year Ended June 30, 2023
With Comparative Totals for the Year Ended June 30, 2022

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	**$ (40,625)**	$ (67,411)
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities		
Depreciation	**10,650**	9,333
Realized loss on investments	**16,710**	-
Unrealized (gain) loss on investments	**(20,623)**	47,709
Net effect of operating lease adjustments	**4,246**	-
Accounts receivable	**7,726**	4,886
Employee receivables	**(26)**	(42)
Inventories	**889**	895
Prepaid expenses	**(5,929)**	(322)
Accounts payable	**(24,076)**	42,347
Accrued interest	**(3,567)**	3,706
Deferred revenue	**10,138**	23,254
Net cash provided by (used in) operating activities	**(44,487)**	64,355
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of investments	**(93,081)**	(21,244)
Proceeds from sale of investments	**65,736**	-
Purchase of furniture and fixtures	**(10,662)**	(8,485)
Net cash used in investing activities	**(38,007)**	(29,729)
Increase (decrease) in cash and cash equivalents	**(82,494)**	34,626
CASH, CASH EQUIVALENTS AND RESTRICTED CASH		
Beginning	**411,039**	376,413
Ending	**$ 328,545**	$ 411,039
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Cash paid for interest	**$ 7,692**	$ -
CASH, CASH EQUIVALENTS AND RESTRICTED CASH ARE COMPRISED OF THE FOLLOWING:		
Cash and cash equivalents	**$ 272,907**	$ 350,701
Cash, restricted for VSAIA PAC	**55,638**	60,338
	$ 328,545	$ 411,039

See accompanying notes.

NOTE 1. NATURE OF REPORTING ENTITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Reporting Entity

AIA Virginia is a not-for-profit organization established to unite the members of the architectural profession; to promote the aesthetic, scientific, and practical efficiency of the profession; to advance the science and art of planning by advancing the standards of architectural education, training and practice; and to coordinate the building industry and the profession of architecture to advance the living standards of people. AIA Virginia's support comes primarily from membership dues and other member programs.

The consolidated financial statements of AIA and affiliate have been prepared on the accrual basis. The significant accounting policies of AIA Virginia are described below to enhance the usefulness of the financial statements to the reader.

Principles of Consolidation

The consolidated financial statements include the accounts of the AIA Virginia and its affiliate through common control, AIA Virginia PAC. All significant intercompany accounts and transactions have been eliminated in consolidating the financial statements.

Basis of Presentation:

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (US GAAP). Accordingly, revenues are recognized when earned, and expenses are recognized when incurred.

Information regarding the Organization's financial position and activities are reported according to the following net asset classifications:

Net assets without donor restrictions: Net assets that are not subject to donor-imposed restrictions and may be expended for any purpose in performing the primary objectives of the Organization. These net assets may be used at the discretion of the Organization's management and the board of directors.

Net assets with donor restrictions: Net assets that are subject to stipulations imposed by donors and grantors. Some donor restrictions are temporary in nature; those restrictions will be met by actions of the Organization or by the passage of time.

Donor restricted contributions are reported as increases in net assets with donor restrictions. When a restriction expires, net assets are reclassified from net assets with donor restrictions to net assets without donor restrictions.

(continued)

NOTE 1. NATURE OF REPORTING ENTITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Cash and Cash Equivalents

For purposes of reporting the consolidated statement of cash flows, the Organizations include all cash accounts, which are not subject to withdrawal restrictions or penalties, and all highly liquid debt instruments purchased with a maturity of three months or less as cash and cash equivalents on the accompanying consolidated statement of financial position. AIA Virginia, at times, may have cash in excess of insured limits. AIA Virginia and affiliate's cash is in institutions whose credit ratings are monitored by management to minimize the concentration of credit risk.

Restricted Cash

The Organization's restricted cash deposits are related to unspent contributions with donor restrictions for the AIA Virginia PAC. These restricted deposits totaled $55,638 at June 30, 2023.

Accounts Receivable

AIA Virginia routinely extends credit in connection with its activities to parties located primarily in Virginia. Accounts receivable are carried at their estimated collectible amounts. Trade credit is generally extended on a short-term basis and, therefore, does not bear interest, although a finance charge may be applied to receivables that are more than 30 days past due.

Accounts are periodically evaluated for collectability based on past credit history and current financial condition. If necessary, an allowance for uncollectible accounts is provided based on management's evaluation of the collectability of individual receivables. Bad debt expense for the year ended June 30, 2023 was $0.

AIA Documents Inventory

Inventory is valued at the lower of cost or market based on the last purchase price.

Furniture and Fixtures and Depreciation

Furniture and fixtures are recorded at cost and are depreciated over the estimated useful lives of the respective assets on a straight-line basis.

Investments

Investments are composed of a fixed income mutual fund and cash equivalents, carried at fair value, which is determined based on quoted market prices. Realized and unrealized gains and losses, if any, are reflected in the statement of activities. Earnings from investments are recorded as interest and dividends and are reflected in the statement of activities.

(continued)

NOTE 1. NATURE OF REPORTING ENTITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Revenue Recognition

Unconditional contributions are recognized as revenues when received. They are recognized at fair value and are classified in the appropriate net asset class based on donor stipulation. Conditional contributions are recognized as revenues when the conditions are substantially met. Contributions are available for unrestricted use unless specifically restricted by the donor.

The Organization recognizes program revenue under Topic 606, *Revenue from Contracts with Customers*. Revenue from membership dues represent contracts with customers and are recognized at a point in time when services are provided, and the Organization's performance obligations are completed. Economic factors may impact the nature, amount and timing of revenue recognition. Any amounts paid in advance of completed performance obligations are included as deferred revenue, or contract liabilities, on the statement of financial position. Deferred revenue from membership dues at June 30, 2023was $50,025.

Contributed Goods and Services

Contributions of donated non-cash assets are recorded at their estimated fair values in the period received. Contribution of donated services that create or enhance non-financial assets or that require specialized skills, are provided by individuals possessing those skills and would typically need to be purchased if not provided by donation, are recorded at their estimated fair values in the period received. There were no contributed goods or services during 2023.

Income Taxes

AIA Virginia is a not-for-profit entity organized under Section 501(c)(6) of the Internal Revenue Code. It is subject to income tax on any unrelated business income such as advertising revenues from its publications.

AIA Virginia PAC is subject to federal income taxes on investment income.

The Organizations follow Financial Accounting Standards Board ("FASB") guidance for how uncertain tax positions should be recognized, measured, disclosed and presented in the financial statements. Management has evaluated the Organization's tax position and concluded that the Organizations had taken no uncertain tax positions that require adjustment to the financial statements to comply with the provisions of this guidance. The Organizations are not currently under audit by any tax jurisdiction.

Any penalties and interest assessed by income taxing authorities would be included in general and administrative expenses. The Organizations did not have penalties and interest relating to income taxes for the year ended June 30, 2023.

NOTE 1. NATURE OF REPORTING ENTITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (concluded)

Functional Expenses

The costs of providing the various programs and other activities have been summarized on a functional basis in the accompanying consolidated statement of activities. Accordingly, certain costs have been allocated among program and support services. Expenses are allocated on the basis of time and effort.

Use of Estimates

The preparation of consolidated financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Leases

The Organization determines if an arrangement is or contains a lease at inception. Leases are included in right-of-use (ROU) assets and lease liabilities in the statement of financial position. ROU assets and lease liabilities reflect the present value of the future minimum lease payments over the lease term. Operating lease expense is recognized on a straight-line basis over the lease term. The Organization does not report ROU assets and lease liabilities for its short-term leases (leases with a term of 12 months or less). Instead, the lease payments of those leases are reported as lease expense on a straight-line basis over the lease term.

Recent Accounting Guidance

The Organization adopted Accounting Standards Update (ASU) No, 2016-02, Leases (Topic 842), which requires lessees to recognize leases on the statement of financial position and disclose key information about leasing arrangements. The Organization elected not to reassess at adoption (i) expired or existing contracts to determine whether they are or contain a lease, (ii) the lease classification of any existing leases, or (iii) initial direct costs for existing leases. As a result of implementing ASU No. 2016-02, the Organization recognized ROU assets of $109,711 and lease liabilities of $113,957 in its statement of financial position as of June 30, 2023. The adoption did not result in a significant effect on amounts reported in the statement of activities for the year ended June 30, 2023.

NOTE 2. LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS

The Organization has $286,054 of financial assets available within one year of the statement of financial position date to meet cash needs for general operating expenditures, consisting of cash of $272,907 and accounts receivable of $13,147. Also, the Board of Directors has designated short-term investments of $425,355 to be held for possible future financial hardships.

NOTE 3. LEASE ARRANGEMENTS

The Organization evaluated current contracts to determine which met the criteria of a lease. The ROU asset represents the Organization's right to use underlying assets for the lease term, and the lease liability represents the Organization's obligation to make lease payments arising from these leases. The ROU asset and lease liability, both of which arise from an operating lease for office space, were calculated based on the present value of future lease payments over the lease terms. The Organization has made an accounting policy election to use a risk-free rate in lieu of its incremental borrowing rate to discount future lease payments. The weighted average discount rate applied to calculate lease liabilities as of June 30, 2023 was 2.615%.

The Organization is obligated under an operating lease for office space. The lease term is from February 28, 2019 through January 31, 2025. Rent expense for the year ended June 30, 2023 was $77,320. The agreement called for monthly lease payments of $5,088 for the first year. In each subsequent year of the lease, the lease paymentincreases by 3%.

The Organization does not report ROU assets and lease liabilities for its short-term leases (leases with a term of 12 months or less).

The total minimum lease commitments at June 30, 2023 under the leases described above are due as follows:

June 30,		
2024	$	69,411
2025		47,190
Total lease payments		116,601
Less present value discount		(2,644)
Total lease obligations	$	113,957

NOTE 4. INVESTMENTS

Board designated short-term investments at June 30, 2023 are carried at market value totaling $425,355. Investments at cost total $435,990. Investment income for the year ended June 30, 2023 consists of the following:

Interest income	$	25
Dividend income		16,276
Capital gain distributions		1,442
Realized losses		(16,710)
Unrealized gains		20,623
Investment fees		(2,373)
	$	19,283

NOTE 5. FAIR VALUE MEASUREMENTS

FASB ASC 820 establishes a framework for fair value measurements of financial assets and financial liabilities and for fair value measurements of nonfinancial items that are recognized or disclosed at fair value in the financial statements on a recurring basis. FASB establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy are as follows:

Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Organization has the ability to access.

Level 2 — Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 — Inputs are unobservable inputs for the asset or liability.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair market value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. All of the Organization's investments are Level 1 investments.

NOTE 6. RETIREMENT PLAN

In January 2009, AIA Virginia adopted a 401(k) retirement plan. The retirement plan is a voluntary plan for those employees who meet the eligibility requirements set forth in the plan. The contribution for the plan year ended June 30, 2023, totaled $12,630.

NOTE 7. AIA VIRGINIA PAC

The purpose of AIA Virginia PAC is to promote the practice of architecture in Virginia and to stimulate persons engaged in the practice of architecture and their associates to take an active and effective part in governmental affairs. To assist in such an effort, AIA Virginia PAC provides direct financial contributions to candidates for public office who are believed by the Board of Trustees to be in general agreement with their objectives; however, AIA Virginia PAC is not affiliated with any specific political party.

All amounts related to AIA Virginia PAC are reported as net assets with donor restrictions.

NOTE 8. ECONOMIC INJURY DISASTER LOAN

In October 2020, the Organization received an uncollateralized $150,000 Economic Injury Disaster Loan (EIDL) directly from the SBA to help weather the financial hardships brought on by the Covid-19 pandemic. This is a thirty-year loan at 2.75% interest. Loan payments are $641 per month. The SBA extended the first payment due date until July 2022. Loan interest continued to accrue during the deferment period. Interest of $3,521 has been accrued on this EIDL long-term loan as of June 30, 2023.

The future scheduled maturities of long-term debt are as follows:

2024	$	374
2025		3,623
2026		3,723
2027		3,827
2028		3,923
Thereafter		134,530
	$	150,000

NOTE 9. SUBSEQUENT EVENTS

Management has evaluated subsequent events through XX XX, 2024, the date which the financial statements were available for issue.

AIA Virginia
Board of Directors
Meeting Agenda Item

23 FEB 2024

Submitted by:

The 2024 Audit Committee

Bill Hopkins, AIA

Item: Acceptance of the 2023 Financial Audit Report

History/Background Information: Pilc & Moseley, LLC was engaged to conduct the annual audit. The audit report was issued in January 2024, and was reviewed by the Audit Committee during a meeting held on Friday 23 FEB 2024. The document must be approved by the Board of Directors.

The Audit Committee of the Board of Directors makes and recommends the following Motion:

That the Audit Report of AIA Virginia and Affiliate for the year ended June 30, 2023 be accepted.

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

Item

Acceptance of the 2023 Financial Audit Report

Background

Pilc & Moseley, LLC was engaged to conduct the annual audit. The audit report was issued in January 2024, and was reviewed by the Audit Committee during a meeting held on Friday 23 FEB 2024. The document must be accepted by the Board of Directors. The Audit Committee recommends that the Board accept the report.

Motion

That the Audit Report of AIA Virginia and Affiliate for the year ended 30 June 2023 be accepted as presented.

Pilc & Moseley, LLC
4312 Grove Avenue
Richmond, VA 23221

AIA Virginia
PO Box 2626
Chesterfield, VA 23832

Caution: Forms printed from within Adobe Acrobat may not meet IRS or state taxing agency specifications. When using Acrobat, select the "Actual Size" in the Adobe "Print" dialog.

CLIENT'S COPY

Form 990

Tax Return Carryovers to 2023

NAME: AIA Virginia ID Number: 54-1005925

Disallowing Form	Description	Originating Form	Entity/ Activity	St/ City	Amount
SchC	Reasonable Estimate of Next Year Nondeductible Lobbying Expenses	SchC			53,538.

DRAFT

212541 04-01-22

Pilc & Moseley, LLC
4312 Grove Avenue
Richmond, VA 23221

January 9, 2024

AIA Virginia
PO Box 2626
Chesterfield, VA 23832

AIA Virginia:

Enclosed are the organization's 2022 Exempt Organization returns. The state Exempt Organization return is also enclosed.

Specific filing instructions are as follows.

FORM 990 RETURN:

This return has been prepared for electronic filing. If you wish to have it transmitted electronically to the IRS, please sign, date, and return Form 8879-TE to our office. We will then submit the electronic return to the IRS. Do not mail a paper copy of the return to the IRS.

FORM 990-T RETURN:

No amount is due on Form 990-T.

This return has been prepared for electronic filing. If you wish to have it transmitted electronically to the IRS, please sign, date, and return Form 8879-TE to our office. We will then submit the electronic return to the IRS. Do not mail a paper copy of the return to the IRS.

VIRGINIA FORM 500 RETURN:

The Virginia Form 500 has been prepared for electronic filing. If you wish to have it transmitted electronically to the VADOT, please sign, date and return VA-8879C to our office. We will then submit the electronic return to the VADOT. Do not mail the paper copy of the return to the VADOT.

No payment is required.

Copies of all the returns are enclosed for your files. We suggest that you retain these copies indefinitely.

Sincerely,

William C. Pilc

***** THIS IS NOT A FILEABLE COPY *****

Form **8879-TE**

Department of the Treasury
Internal Revenue Service

IRS e-file Signature Authorization for a Tax Exempt Entity

For calendar year 2022, or fiscal year beginning JUL 1, 2022, and ending JUN 30, 2023

Do not send to the IRS. Keep for your records.
Go to www.irs.gov/Form8879TE for the latest information.

OMB No. 1545-0047

2022

Name of filer: AIA Virginia

EIN or SSN 54-1005925

Name and title of officer or person subject to tax: Paul Battaglia, Executive Vice President

Part I Type of Return and Return Information

Check the box for the return for which you are using this Form 8879-TE and enter the applicable amount, if any, from the return. Form 8038-CP and Form 5330 filers may enter dollars and cents. For all other forms, enter whole dollars only. If you check the box on line **1a, 2a, 3a, 4a, 5a, 6a, 7a, 8a, 9a,** or **10a** below, and the amount on that line for the return being filed with this form was blank, then leave line **1b, 2b, 3b, 4b, 5b, 6b, 7b, 8b, 9b,** or **10b,** whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than one line in Part I.

1a	**Form 990** check here	X	**b Total revenue,** if any (Form 990, Part VIII, column (A), line 12)	1b	958,663.
2a	**Form 990-EZ** check here		**b Total revenue,** if any (Form 990-EZ, line 9)	2b	
3a	**Form 1120-POL** check here		**b Total tax** (Form 1120-POL, line 22)	3b	
4a	**Form 990-PF** check here		**b Tax based on investment income** (Form 990-PF, Part V, line 5)	4b	
5a	**Form 8868** check here		**b Balance due** (Form 8868, line 3c)	5b	
6a	**Form 990-T** check here		**b Total tax** (Form 990-T, Part III, line 4)	6b	
7a	**Form 4720** check here		**b Total tax** (Form 4720, Part III, line 1)	7b	
8a	**Form 5227** check here		**b FMV of assets at end of tax year** (Form 5227, Item D)	8b	
9a	**Form 5330** check here		**b Tax due** (Form 5330, Part II, line 19)	9b	
10a	**Form 8038-CP** check here		**b Amount of credit payment requested** (Form 8038-CP, Part III, line 22)	10b	

Part II Declaration and Signature Authorization of Officer or Person Subject to Tax

Under penalties of perjury, I declare that [X] I am an officer of the above entity or [ ] I am a person subject to tax with respect to (name of entity) ______, (EIN) ______ and that I have examined a copy of the 2022 electronic return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the return to the IRS and to receive from the IRS **(a)** an acknowledgement of receipt or reason for rejection of the transmission, **(b)** the reason for any delay in processing the return or refund, and **(c)** the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the electronic return and, if applicable, the consent to electronic funds withdrawal.

PIN: check one box only

[X] I authorize Pilc & Moseley, LLC (ERO firm name) to enter my PIN 25010 (Enter five numbers, but do not enter all zeros)

as my signature on the tax year 2022 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

[ ] As an officer or person subject to tax with respect to the entity, I will enter my PIN as my signature on the tax year 2022 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Signature of officer or person subject to tax **** THIS IS NOT A FILEABLE COPY **** Date

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN. 54140602455 (Do not enter all zeros)

I certify that the above numeric entry is my PIN, which is my signature on the 2022 electronically filed return indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163,** Modernized e-File (MeF) Information for Authorized IRS *e-file* Providers for Business Returns.

ERO's signature ______ Date ______

ERO Must Retain This Form - See Instructions
Do Not Submit This Form to the IRS Unless Requested To Do So

Form **8868** (Rev. January 2022)

Department of the Treasury Internal Revenue Service

Application for Automatic Extension of Time To File an Exempt Organization Return

OMB No. 1545-0047

▶ **File a separate application for each return.**

▶ **Go to www.irs.gov/Form8868 for the latest information.**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits.*

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print — File by the due date for filing your return. See instructions.

Name of exempt organization or other filer, see instructions.: AIA Virginia

Taxpayer identification number (TIN): 54-1005925

Number, street, and room or suite no. If a P.O. box, see instructions.: PO Box 2626

City, town or post office, state, and ZIP code. For a foreign address, see instructions.: Chesterfield, VA 23832

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12
Form 990-T (corporation)	07		

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- The books are in the care of ▶ AIA Virginia PO Box 2626 - Chesterfield, VA 23832

Telephone No. ▶ (804) 644-3041 Fax No. ▶

- If the organization does not have an office or place of business in the United States, check this box .... ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ ☐. If it is for part of the group, check this box ▶ ☐ and attach a list with the names and TINs of all members the extension is for.

1 I request an automatic 6-month extension of time until May 15, 2024, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☐ calendar year ______ or

▶ ☒ tax year beginning JUL 1, 2022, and ending JUN 30, 2023.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 0.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$ 0.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$ 0.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-TE and Form 8879-TE for payment instructions.

Extended to May 15, 2024

Form 990 Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form990 for instructions and the latest information.

Department of the Treasury Internal Revenue Service

OMB No. 1545-0047 **2022** Open to Public Inspection

A For the 2022 calendar year, or tax year beginning JUL 1, 2022 and ending JUN 30, 2023

B Check if applicable: [X] Address change [ ] Name change [ ] Initial return [ ] Final return/terminated [ ] Amended return [ ] Application pending

C Name of organization: AIA Virginia

Doing business as

Number and street (or P.O. box if mail is not delivered to street address): PO Box 2626 Room/suite

City or town, state or province, country, and ZIP or foreign postal code: Chesterfield, VA 23832

D Employer identification number: 54-1005925

E Telephone number: (804) 644-3041

G Gross receipts $ 1,048,261.

F Name and address of principal officer: Paul Battaglia same as C above

H(a) Is this a group return for subordinates? [ ] Yes [X] No

H(b) Are all subordinates included? [ ] Yes [ ] No If "No," attach a list. See instructions

H(c) Group exemption number

I Tax-exempt status: [ ] 501(c)(3) [X] 501(c) (6) (insert no.) [ ] 4947(a)(1) or [ ] 527

J Website: WWW.AIAVA.ORG

K Form of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other

L Year of formation: 1914 **M** State of legal domicile: VA

Part I Summary

DRAFT

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: AIA Virginia is the voice of the architecture profession in the Commonwealth of Virginia.

2 Check this box [ ] if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	15
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	15
5	Total number of individuals employed in calendar year 2022 (Part V, line 2a)	5	5
6	Total number of volunteers (estimate if necessary)	6	20
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	2,954.
b	Net unrelated business taxable income from Form 990-T, Part I, line 11	7b	0.

		Prior Year	Current Year
Revenue			
8	Contributions and grants (Part VIII, line 1h)	0.	0.
9	Program service revenue (Part VIII, line 2g)	863,572.	938,626.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	9,266.	-1,344.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	31,419.	21,381.
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	904,257.	958,663.
Expenses			
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	476,167.	388,290.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
b	Total fundraising expenses (Part IX, column (D), line 25) 0.		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	451,916.	626,921.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	928,083.	1,015,211.
19	Revenue less expenses. Subtract line 18 from line 12	-23,826.	-56,548.
Net Assets or Fund Balances		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	816,899.	877,426.
21	Total liabilities (Part X, line 26)	244,038.	340,490.
22	Net assets or fund balances. Subtract line 21 from line 20	572,861.	536,936.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer | Date

Paul Battaglia, Executive Vice President

Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [X] if self-employed	PTIN
William C. Pilc				P00292400

Firm's name: Pilc & Moseley, LLC Firm's EIN: 20-1826687

Firm's address: 4312 Grove Avenue Richmond, VA 23221 Phone no. 804-918-8490

May the IRS discuss this return with the preparer shown above? See instructions [X] Yes [ ] No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III ... [X]

1 Briefly describe the organization's mission:
AIA Virginia is the voice of the architecture profession in the Commonwealth of Virginia dedicated to serving its members, advancing their value, and improving the quality of the built environment.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ... [ ] Yes [X] No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ... [ ] Yes [X] No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses $ 141,516. including grants of $) (Revenue $ 159,356.)
Architecture Exchange East (ARCHEX) is an educational event and expo featuring many educational sessions, workshops, and vendors. ARCHEX brings architects, educators, material suppliers, manufacturers and other design professionals and support staff together to explore industry best practices and the emergence of new technologies, techniques and materials.

4b (Code:) (Expenses $ 71,651. including grants of $) (Revenue $)
Advocacy
-We promote fair state laws and regulations regarding the built environment.
-We work to educate Virginia legislators about the complicated issues surrounding the practice of architecture: building codes, qualifications-based selection, statutes of repose, historic tax credits, growth management, historic preservation, and more.
-We propose state regulations that benefit the practice of architecture.
-We position architects as leaders in the community through recommendations for gubernatorial appointments.

4c (Code:) (Expenses $ 173,427. including grants of $) (Revenue $ 622,287.)
Membership services; AIA Virginia strives to keep its members current in their profession while at the same time providing networking opportunities to keep its members connected with others who share the same professional interests and passions. AIA Virginia promotes collaboration between the profession, students and professors in Virginia through programming and awards and provides employment assistance by offering job postings on the AIA Virginia website.

4d Other program services (Describe on Schedule O.)
(Expenses $ 152,228. including grants of $) (Revenue $ 175,410.)

4e Total program service expenses 538,822.

See Schedule O for Continuation(s)

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1		X
2	Is the organization required to complete *Schedule B, Schedule of Contributors*? See instructions	2		X
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Rev. Proc. 98-19? *If "Yes," complete Schedule C, Part III*	5	X	
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in donor-restricted endowments or in quasi endowments? *If "Yes," complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X, as applicable.			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*	11a	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12, that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments - program related in Part X, line 13, that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15, that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d	X	
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f	X	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a		X
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b	X	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? *If "Yes," complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? *If "Yes," complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I.* See instructions	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21		X

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
22	Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		
26	Did the organization report any amount on Part X, line 5 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see the Schedule L, Part IV, instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of any individual described in line 28a? *If "Yes," complete Schedule L, Part IV*	28b		X
c	A 35% controlled entity of one or more individuals and/or organizations described in line 28a or 28b? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		X
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations on Schedule O for Part VI, lines 11b and 19? **Note:** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V ☐

					Yes	No
1a	Enter the number reported in box 3 of Form 1096. Enter -0- if not applicable	1a	9			
b	Enter the number of Forms W-2G included on line 1a. Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance *(continued)*

				Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a 5			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2b	X	
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?		3a	X	
b	If "Yes," has it filed a Form 990-T for this year? *If "No" to line 3b, provide an explanation on Schedule O*		3b	X	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		4a		X
b	If "Yes," enter the name of the foreign country. See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b		X
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b		
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?		7a		
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c		
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7h		
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		8		
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the sponsoring organization make any taxable distributions under section 4966?		9a		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		9b		
10	**Section 501(c)(7) organizations.** Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter:				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?		12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**				
a	Is the organization licensed to issue qualified health plans in more than one state?		13a		
	Note: See the instructions for additional information the organization must report on Schedule O.				
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?		14a		X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation on Schedule O*		14b		
15	Is the organization subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year? If "Yes," see the instructions and file Form 4720, Schedule N.		15		X
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O.		16		X
17	**Section 501(c)(21) organizations.** Did the trust, or any disqualified or other person engage in any activities that would result in the imposition of an excise tax under section 4951, 4952 or 4953? If "Yes," complete Form 6069.		17		

Part VI Governance, Management, and Disclosure. *For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O. See instructions.*

Check if Schedule O contains a response or note to any line in this Part VI ..... [X]

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	1a 15			
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.				
b	Enter the number of voting members included on line 1a, above, who are independent	1b 15			
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		2		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, trustees, or key employees to a management company or other person?		3		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		4		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		5		X
6	Did the organization have members or stockholders?		6	X	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		7a	X	
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		7b	X	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a	The governing body?		8a	X	
b	Each committee with authority to act on behalf of the governing body?		8b	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses on Schedule O*		9		X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code.)*

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X	
b	Describe on Schedule O the process, if any, used by the organization to review this Form 990.			
12a	Did the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe on Schedule O how this was done*	12c	X	
13	Did the organization have a written whistleblower policy?	13	X	
14	Did the organization have a written document retention and destruction policy?	14	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a	X	
b	Other officers or key employees of the organization	15b	X	
	If "Yes" to line 15a or 15b, describe the process on Schedule O. See instructions.			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed VA

18 Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.

[ ] Own website [ ] Another's website [X] Upon request [ ] Other *(explain on Schedule O)*

19 Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, address, and telephone number of the person who possesses the organization's books and records

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Part VII **Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Check if Schedule O contains a response or note to any line in this Part VII ☐

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See the instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (box 5 of Form W-2, box 6 of Form 1099-MISC, and/or box 1 of Form 1099-NEC) of more than $100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations.

See the instructions for the order in which to list the persons above.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC/ 1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/ 1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) R Corey Clayborne Past Executive Vice President	40.00			X				157,111.	0.	3,881.
(2) Paul Battaglia Executive Vice President	40.00			X				20,965.	0.	395.
(3) J. Mitchell Rowland, III President	1.00	X		X				0.	0.	0.
(4) Robert Easter Immediate Past President	1.00	X		X				0.	0.	0.
(5) Kelly Callahan First Vice President/President Elect	1.00	X		X				0.	0.	0.
(6) Karen Conkey Secretary	1.00	X		X				0.	0.	0.
(7) Bill Hopkins Treasurer	1.00	X		X				0.	0.	0.
(8) Phoebe A. Crisman Director	1.00	X						0.	0.	0.
(9) Robert Dunay Director	1.00	X						0.	0.	0.
(10) Jori L Erdman Director	1.00	X						0.	0.	0.
(11) Amber Hall Director	1.00	X						0.	0.	0.
(12) Meagan Jancy Director	1.00	X						0.	0.	0.
(13) Caitlin Morgan Director	1.00	X						0.	0.	0.
(14) Michael Poole Director	1.00	X						0.	0.	0.
(15) Amanda Schlichting Director	1.00	X						0.	0.	0.
(16) Michael Schwartz Director	1.00	X						0.	0.	0.
(17) Warees Smith At-Large Director	1.00	X						0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees *(continued)*

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC/ 1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/ 1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
1b Subtotal								178,076.	0.	4,276.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								178,076.	0.	4,276.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization 1

		Yes	No
3 Did the organization list any **former** officer, director, trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	4	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization 0

Part VIII **Statement of Revenue**

Check if Schedule O contains a response or note to any line in this Part VIII ☐

Section	Line	Description			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f					
	g	Noncash contributions included in lines 1a-1f	1g	$				
	h	**Total.** Add lines 1a-1f						
Program Service Revenue				Business Code				
	2 a	Membership Dues		900099	622,287.	622,287.		
	b	Architectural Exchange		900099	159,356.	159,356.		
	c	Professional Developme		900099	59,719.	59,719.		
	d	AIA Documents Program		900099	53,095.	53,095.		
	e	Member Services		900099	44,169.	44,169.		
	f	All other program service revenue						
	g	**Total.** Add lines 2a-2f			938,626.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)			15,366.			15,366.
	4	Income from investment of tax-exempt bond proceeds						
	5	Royalties						
				(i) Real / (ii) Personal				
	6 a	Gross rents	6a					
	b	Less: rental expenses	6b					
	c	Rental income or (loss)	6c					
	d	Net rental income or (loss)						
				(i) Securities / (ii) Other				
	7 a	Gross amount from sales of assets other than inventory	7a	65,736.				
	b	Less: cost or other basis and sales expenses	7b	82,446.				
	c	Gain or (loss)	7c	-16,710.				
	d	Net gain or (loss)			-16,710.			-16,710.
	8 a	Gross income from fundraising events (not including $ ______ of contributions reported on line 1c). See Part IV, line 18	8a					
	b	Less: direct expenses	8b					
	c	Net income or (loss) from fundraising events						
	9 a	Gross income from gaming activities. See Part IV, line 19	9a					
	b	Less: direct expenses	9b					
	c	Net income or (loss) from gaming activities						
	10 a	Gross sales of inventory, less returns and allowances	10a	10,106.				
	b	Less: cost of goods sold	10b	7,152.				
	c	Net income or (loss) from sales of inventory			2,954.		2,954.	
Miscellaneous Revenue				Business Code				
	11 a	Other Revenue		900099	18,427.	18,427.		
	b							
	c							
	d	All other revenue						
	e	**Total.** Add lines 11a-11d			18,427.			
	12	**Total revenue.** See instructions			958,663.	957,053.	2,954.	-1,344.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21				
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	102,731.	63,693.	39,038.	
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	227,272.	137,609.	89,663.	
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	33,162.	20,229.	12,933.	
10 Payroll taxes	25,125.	15,326.	9,799.	
11 Fees for services (nonemployees):				
a Management	237,324.	74,365.	162,959.	
b Legal				
c Accounting	12,450.	3,860.	8,590.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A), amount, list line 11g expenses on Sch O.)				
12 Advertising and promotion				
13 Office expenses	1,583.		1,583.	
14 Information technology				
15 Royalties				
16 Occupancy	128,120.	45,307.	82,813.	
17 Travel	25,805.	15,187.	10,618.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	4,125.		4,125.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	10,650.		10,650.	
23 Insurance	7,210.		7,210.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A), amount, list line 24e expenses on Schedule O.)				
a Government Affairs	54,833.	54,833.		
b Other Expenses	49,029.	32,311.	16,718.	
c Catering	42,733.	41,701.	1,032.	
d Meals and Entertainment	20,008.	11,112.	8,896.	
e All other expenses	33,051.	23,289.	9,762.	
25 **Total functional expenses.** Add lines 1 through 24e	1,015,211.	538,822.	476,389.	0.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ☐ if following SOP 98-2 (ASC 958-720)				

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Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X ☐

			(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing	158,445.	1	130,061.
	2	Savings and temporary cash investments	192,256.	2	142,846.
	3	Pledges and grants receivable, net		3	
	4	Accounts receivable, net	20,873.	4	13,147.
	5	Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use	16,742.	8	15,853.
	9	Prepaid expenses and deferred charges	13,062.	9	18,991.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a 359,665.			
	b	Less: accumulated depreciation — 10b 343,632.	16,021.	10c	16,033.
	11	Investments - publicly traded securities	394,097.	11	425,355.
	12	Investments - other securities. See Part IV, line 11		12	
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	5,403.	15	115,140.
	16	**Total assets.** Add lines 1 through 15 (must equal line 33)	816,899.	16	877,426.
Liabilities	17	Accounts payable and accrued expenses	54,151.	17	26,508.
	18	Grants payable		18	
	19	Deferred revenue	39,887.	19	50,025.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties	150,000.	24	150,000.
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	0.	25	113,957.
	26	**Total liabilities.** Add lines 17 through 25	244,038.	26	340,490.
Net Assets or Fund Balances		**Organizations that follow FASB ASC 958, check here** ☒ **and complete lines 27, 28, 32, and 33.**			
	27	Net assets without donor restrictions	572,861.	27	536,936.
	28	Net assets with donor restrictions		28	
		Organizations that do not follow FASB ASC 958, check here ☐ **and complete lines 29 through 33.**			
	29	Capital stock or trust principal, or current funds		29	
	30	Paid-in or capital surplus, or land, building, or equipment fund		30	
	31	Retained earnings, endowment, accumulated income, or other funds		31	
	32	Total net assets or fund balances	572,861.	32	536,936.
	33	Total liabilities and net assets/fund balances	816,899.	33	877,426.

Form **990** (2022)

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Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	958,663.
2	Total expenses (must equal Part IX, column (A), line 25)	2	1,015,211.
3	Revenue less expenses. Subtract line 2 from line 1	3	-56,548.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	572,861.
5	Net unrealized gains (losses) on investments	5	20,623.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain on Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	536,936.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII ☐

			Yes	No
1	Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other If the organization changed its method of accounting from a prior year or checked "Other," explain on Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
	If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
	If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis			
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	X	
	If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Uniform Guidance, 2 C.F.R. Part 200, Subpart F?	3a		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits	3b		

SCHEDULE C (Form 990)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

Complete if the organization is described below. Attach to Form 990 or Form 990-EZ.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2022

Open to Public Inspection

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (See separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (See separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization	Employer identification number
AIA Virginia	54-1005925

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political campaign activity expenditures .... $

3 Volunteer hours for political campaign activities ....

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Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 .... $

2 Enter the amount of any excise tax incurred by organization managers under section 4955 .... $

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? .... ☐ Yes ☐ No

4a Was a correction made? .... ☐ Yes ☐ No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities .... $

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities .... $

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b .... $

4 Did the filing organization file **Form 1120-POL** for this year? .... ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	**(b)** Address	**(c)** EIN	**(d)** Amount paid from filing organization's funds. If none, enter -0-.	**(e)** Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

Part II-A **Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).**

A Check ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grassroots lobbying)		
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)		
d Other exempt purpose expenditures		
e Total exempt purpose expenditures (add lines 1c and 1d)		
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over $500,000	20% of the amount on line 1e.
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000.
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000.
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000.
Over $17,000,000	$1,000,000.

	(a)	(b)
g Grassroots nontaxable amount (enter 25% of line 1f)		
h Subtract line 1g from line 1a. If zero or less, enter -0-		
i Subtract line 1f from line 1c. If zero or less, enter -0-		

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ Yes ☐ No

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B **Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).**

For each "Yes" response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a) Yes	(a) No	(b) Amount
1 During the year, did the filing organization attempt to influence foreign, national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).**

		Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1		X
2 Did the organization make only in-house lobbying expenditures of $2,000 or less?	2		X
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	3	X	

Part III-B **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."**

1 Dues, assessments and similar amounts from members	1	622,287.
2 Section 162(e) nondeductible lobbying and political expenditures **(do not include amounts of political expenses for which the section 527(f) tax was paid).**		
a Current year	2a	32,359.
b Carryover from last year	2b	58,999.
c Total	2c	91,358.
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	37,820.
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditures next year?	4	53,538.
5 Taxable amount of lobbying and political expenditures. See instructions	5	

Part IV **Supplemental Information**

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (See instructions); and Part II-B, line 1. Also, complete this part for any additional information.

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
Attach to Form 990.
Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2022

Open to Public Inspection

Name of the organization AIA Virginia

Employer identification number 54-1005925

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate value of contributions to (during year)		
3	Aggregate value of grants from (during year)		
4	Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (for example, recreation or education)
☐ Protection of natural habitat
☐ Preservation of open space
☐ Preservation of a historically important land area
☐ Preservation of a certified historic structure

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after July 25,2006, and not on a historic structure listed in the National Register	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ______

4 Number of states where property subject to conservation easement is located ______

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ______

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ______

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under FASB ASC 958, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide in Part XIII the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under FASB ASC 958, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included on Form 990, Part VIII, line 1 $ ______

(ii) Assets included in Form 990, Part X $ ______

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under FASB ASC 958 relating to these items:

a Revenue included on Form 990, Part VIII, line 1 $ ______

b Assets included in Form 990, Part X $ ______

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that make significant use of its collection items (check all that apply):

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange program
e ☐ Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

		Amount
c Beginning balance	1c	
d Additions during the year	1d	
e Distributions during the year	1e	
f Ending balance	1f	

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII ☐

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

a Board designated or quasi-endowment ______ %

b Permanent endowment ______ %

c Term endowment ______ %

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

		Yes	No
(i) Unrelated organizations	3a(i)		
(ii) Related organizations	3a(ii)		
b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?	3b		

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		359,665.	343,632.	16,033.
e Other				
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10c.)*				16,033.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

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Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) Employee Receivables	341.
(2) Security Deposit	5,088.
(3) Operating Lease ROU Asset	109,711.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 15.)*	115,140.

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) Operating Lease Liability	113,957.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25.)*	113,957.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII [X]

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements			1	1,026,048.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains (losses) on investments	2a	20,623.		
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII.)	2d	46,762.		
e	Add lines **2a** through **2d**			2e	67,385.
3	Subtract line **2e** from line **1**			3	958,663.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total revenue. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12.)*			5	958,663.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements			1	1,066,673.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d	51,462.		
e	Add lines **2a** through **2d**			2e	51,462.
3	Subtract line **2e** from line **1**			3	1,015,211.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total expenses. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18.)*			5	1,015,211.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Part X, Line 2:

The Organizations follow Financial Accounting Standards Board ("FASB") guidance for how uncertain tax positions should be recognized, measured, disclosed, and presented in the financial statements. Management has evaluated the Organization's tax position and concluded that the Organizations had taken no uncertain tax positions that require adjustment to the financial statements to comply with the provisions of this guidance. The Organizations are not currently under audit by any tax jurisdiction.

Part XI, Line 2d - Other Adjustments:

Cost of Goods Sold 7,152.

Part XIII Supplemental Information *(continued)*

Consolidated Entity Revenue	39,610.
Total to Schedule D, Part XI, Line 2d	46,762.
Part XII, Line 2d - Other Adjustments:	
Cost of Goods Sold	7,152.
Consolidated Entity Expenses	44,310.
Total to Schedule D, Part XII, Line 2d	51,462.

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
Attach to Form 990.
Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2022

Open to Public Inspection

Name of the organization: AIA Virginia

Employer identification number 54-1005925

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☐ Housing allowance or residence for personal use ☐ Travel for companions ☐ Payments for business use of personal residence ☐ Tax indemnification and gross-up payments ☐ Health or social club dues or initiation fees ☐ Discretionary spending account ☐ Personal services (such as maid, chauffeur, chef)			
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?	2	X	
3	Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. ☐ Compensation committee ☐ Written employment contract ☐ Independent compensation consultant ☐ Compensation survey or study ☐ Form 990 of other organizations ☒ Approval by the board or compensation committee			
4	During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:			
a	Receive a severance payment or change-of-control payment?	4a		X
b	Participate in or receive payment from a supplemental nonqualified retirement plan?	4b		X
c	Participate in or receive payment from an equity-based compensation arrangement?	4c		X
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
	Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.			
5	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:			
a	The organization?	5a		
b	Any related organization?	5b		
	If "Yes" on line 5a or 5b, describe in Part III.			
6	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:			
a	The organization?	6a		
b	Any related organization?	6b		
	If "Yes" on line 6a or 6b, describe in Part III.			
7	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III	7		
8	Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III	8		
9	If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9		

Part II **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		**(B)** Breakdown of W-2 and/or 1099-MISC and/or 1099-NEC compensation			**(C)** Retirement and other deferred compensation	**(D)** Nontaxable benefits	**(E)** Total of columns (B)(i)-(D)	**(F)** Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	**(ii)** Bonus & incentive compensation	**(iii)** Other reportable compensation				
(1) R Corey Clayborne	(i)	157,111.	0.	0.	0.	3,881.	160,992.	0.
Past Executive Vice President	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
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	(ii)							
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	(i)							
	(ii)							
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	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Part III **Supplemental Information**

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

SCHEDULE O (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.
Attach to Form 990 or Form 990-EZ.
Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2022

Open to Public Inspection

Name of the organization: AIA Virginia

Employer identification number 54-1005925

Form 990, Part III, Line 4b, Program Service Accomplishments:

-We provide comments and recommendations on statewide codes and regulations. We track and provide you with updates on legislation of interest to architects.

-We sponsor a Political Action Committee that supports legislators (on a non-partisan basis) who have been identified as friends of the profession.

-We encourage Citizen Architects by supporting volunteer, elected, and appointed leadership service within government, civic and charitable organizations.

Form 990, Part III, Line 4d, Other Program Services:

All Other Program Services

Expenses $ 152,228.   including grants of $ 0.   Revenue $ 175,410.

Form 990, Part VI, Section A, line 6:

AIA Virginia is made up of members who are required to make annual dues payments.

Form 990, Part VI, Section A, line 7a:

The Board is made up of directors and officers. Directors are nominated to the Board by Virginia's five chapters. There are also three directors representing all of Virginia's accredited architecture programs and one representing associate members. Officers are elected each year at the annual meeting.

Name of the organization: AIA Virginia

Employer identification number: 54-1005925

Form 990, Part VI, Section A, line 7b:

Many decisions require approval by the Board of Directors, but some decisions also require approval of the members of AIA Virginia,

Form 990, Part VI, Section B, line 11b:

Form 990 is reviewed by the Board of Directors prior to filing.

Form 990, Part VI, Section B, Line 12c:

Officers and directors review conflict of interest policies annually.

Form 990, Part VI, Section B, Line 15:

The Executive Vice-President's compensation level is agreed upon through an annual review by the Board of Directors' Management Committee which includes the President, President-Elect, and Past President. Agreed-to compensation levels for other officers and key employees are conducted by the Executive Vice-President,

Form 990, Part VI, Section C, Line 19:

The AIA Virginia's governing documents and annual financial statements are available upon request.

CARRYOVER DATA TO 2023

Name	Employer Identification Number
AIA Virginia	54-1005925

Based on the information provided with this return, the following are possible carryover amounts to next year.

Federal Post-2017 Net Operating Loss - Ad inc & form sales	45,728.
Federal Pre-2018 Net Operating Loss	451,454.

Name: AIA Virginia FEIN: 54-1005925

Type and Entity: Ad inc & form sales Post-2017 NOL F

DETAIL CARRYOVER SCHEDULE

Section 382 Annual Limitation Section 382 Carryover

	Year Originated	Original Carryover Amount	Total Amount Used	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for
A	2019	2,598.											
B	2021	5,024.											
C	2022	38,106.											
D													
E													
F													
G													
H													
I													
J													
K													
L													
M													
N													
O													
P													
Q													
R													
S													
T													
U													
V													
W													

	Detail Type	ESBC	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for
A													
B													
C													
D													
E													
F													
G													
H													
I													
J													
K													
L													
M													
N													
O													
P													
Q													
R													
S													
T													
U													
V													
W													

212571
04-01-22

Name: AIA Virginia FEIN: 54-1005925

Type and Entity: Pre-2018 NOL FED

DETAIL CARRYOVER SCHEDULE

Section 382 Annual Limitation Section 382 Carryover

	Year Originated	Original Carryover Amount	Total Amount Used	Amount Used for 06/30/17	Amount Used for 06/30/18	Amount Used for 06/30/19	Amount Used for 06/30/21	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for
A	2004	20,643.	13,654.	3,435.	2,065.	2,489.	5,665.					
B	2005	21,444.										
C	2006	19,087.										
D	2007	57,425.										
E	2008	56,624.										
F	2009	41,594.										
G	2010	18,692.										
H	2011	38,414.										
I	2012	20,797.										
J	2013	42,203.										
K	2014	96,507.										
L	2015	31,678.										
M												
N												
O												
P												
Q												
R												
S												
T												
U												
V												
W												

	Detail Type	ESBC	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for	Amount Used for
A													
B													
C													
D													
E													
F													
G													
H													
I													
J													
K													
L													
M													
N													
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V													
W													

212571
04-01-22

***** THIS IS NOT A FILEABLE COPY *****

Form **8879-TE**

Department of the Treasury
Internal Revenue Service

IRS e-file Signature Authorization for a Tax Exempt Entity

For calendar year 2022, or fiscal year beginning JUL 1 , 2022, and ending JUN 30 , 2023

Do not send to the IRS. Keep for your records.

Go to www.irs.gov/Form8879TE for the latest information.

OMB No. 1545-0047

2022

Name of filer	EIN or SSN
AIA Virginia	54-1005925

Name and title of officer or person subject to tax: Paul Battaglia, Executive Vice President

Part I Type of Return and Return Information

Check the box for the return for which you are using this Form 8879-TE and enter the applicable amount, if any, from the return. Form 8038-CP and Form 5330 filers may enter dollars and cents. For all other forms, enter whole dollars only. If you check the box on line **1a, 2a, 3a, 4a, 5a, 6a, 7a, 8a, 9a,** or **10a** below, and the amount on that line for the return being filed with this form was blank, then leave line **1b, 2b, 3b, 4b, 5b, 6b, 7b, 8b, 9b,** or **10b,** whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than one line in Part I.

1a	**Form 990** check here	[ ]	b **Total revenue,** if any (Form 990, Part VIII, column (A), line 12)	1b	
2a	**Form 990-EZ** check here	[ ]	b **Total revenue,** if any (Form 990-EZ, line 9)	2b	
3a	**Form 1120-POL** check here	[ ]	b **Total tax** (Form 1120-POL, line 22)	3b	
4a	**Form 990-PF** check here	[ ]	b **Tax based on investment income** (Form 990-PF, Part V, line 5)	4b	
5a	**Form 8868** check here	[ ]	b **Balance due** (Form 8868, line 3c)	5b	
6a	**Form 990-T** check here	[X]	b **Total tax** (Form 990-T, Part III, line 4)	6b	0.
7a	**Form 4720** check here	[ ]	b **Total tax** (Form 4720, Part III, line 1)	7b	
8a	**Form 5227** check here	[ ]	b **FMV of assets at end of tax year** (Form 5227, Item D)	8b	
9a	**Form 5330** check here	[ ]	b **Tax due** (Form 5330, Part II, line 19)	9b	
10a	**Form 8038-CP** check here	[ ]	b **Amount of credit payment requested** (Form 8038-CP, Part III, line 22)	10b	

Part II Declaration and Signature Authorization of Officer or Person Subject to Tax

Under penalties of perjury, I declare that [X] I am an officer of the above entity or [ ] I am a person subject to tax with respect to (name of entity) ____________, (EIN) ____________ and that I have examined a copy of the 2022 electronic return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the return to the IRS and to receive from the IRS **(a)** an acknowledgement of receipt or reason for rejection of the transmission, **(b)** the reason for any delay in processing the return or refund, and **(c)** the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the electronic return and, if applicable, the consent to electronic funds withdrawal.

PIN: check one box only

[X] I authorize Pilc & Moseley, LLC to enter my PIN 25010

ERO firm name — Enter five numbers, but do not enter all zeros

as my signature on the tax year 2022 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

[ ] As an officer or person subject to tax with respect to the entity, I will enter my PIN as my signature on the tax year 2022 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Signature of officer or person subject to tax **** THIS IS NOT A FILEABLE COPY **** Date

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN. 54140602455

Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2022 electronically filed return indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163,** Modernized e-File (MeF) Information for Authorized IRS *e-file* Providers for Business Returns.

ERO's signature ____________ Date ____________

ERO Must Retain This Form - See Instructions

Do Not Submit This Form to the IRS Unless Requested To Do So

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form **8879-TE** (2022)

Form **8868** (Rev. January 2022)

Department of the Treasury Internal Revenue Service

Application for Automatic Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

▶ **Go to www.irs.gov/Form8868 for the latest information.**

OMB No. 1545-0047

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits.*

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Taxpayer identification number (TIN)
File by the due date for filing your return. See instructions.	AIA Virginia	54-1005925
	Number, street, and room or suite no. If a P.O. box, see instructions. PO Box 2626	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Chesterfield, VA 23832	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 7

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12
Form 990-T (corporation)	07		

DRAFT

- The books are in the care of ▶ AIA Virginia PO Box 2626 - Chesterfield, VA 23832

Telephone No. ▶ (804) 644-3041 Fax No. ▶

- If the organization does not have an office or place of business in the United States, check this box .... ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ ☐ . If it is for part of the group, check this box ▶ ☐ and attach a list with the names and TINs of all members the extension is for.

1 I request an automatic 6-month extension of time until May 15, 2024 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☐ calendar year ______ or

▶ ☒ tax year beginning JUL 1, 2022 , and ending JUN 30, 2023 .

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 0.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$ 0.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$ 0.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-TE and Form 8879-TE for payment instructions.

Extended to May 15, 2024

Form **990-T**

Department of the Treasury
Internal Revenue Service

Exempt Organization Business Income Tax Return
(and proxy tax under section 6033(e))

For calendar year 2022 or other tax year beginning JUL 1, 2022, and ending JUN 30, 2023.

Go to www.irs.gov/Form990T for instructions and the latest information.
Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

OMB No. 1545-0047

2022

Open to Public Inspection for 501(c)(3) Organizations Only

A [X] Check box if address changed.

B Exempt under section
[X] 501(c)(6)
[ ] 408(e) [ ] 220(e)
[ ] 408A [ ] 530(a)
[ ] 529(a) [ ] 529A

Print or Type

Name of organization ([ ] Check box if name changed and see instructions.)
AIA Virginia

Number, street, and room or suite no. If a P.O. box, see instructions.
PO Box 2626

City or town, state or province, country, and ZIP or foreign postal code
Chesterfield, VA 23832

C Book value of all assets at end of year .... 877,426.

D Employer identification number
54-1005925

E Group exemption number (see instructions)

F [ ] Check box if an amended return.

G Check organization type [X] 501(c) corporation [ ] 501(c) trust [ ] 401(a) trust [ ] Other trust [ ] State college/university

H Check if filing only to [ ] Claim credit from Form 8941 [ ] Claim a refund shown on Form 2439

I Check if a 501(c)(3) organization filing a consolidated return with a 501(c)(2) titleholding corporation [ ]

J Enter the number of attached Schedules A (Form 990-T) 1

K During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? [ ] Yes [X] No
If "Yes," enter the name and identifying number of the parent corporation.

L The books are in care of AIA Virginia Telephone number (804) 644-3041

Part I Total Unrelated Business Taxable Income

1	Total of unrelated business taxable income computed from all unrelated trades or businesses (see instructions)	1	0.
2	Reserved	2	
3	Add lines 1 and 2	3	
4	Charitable contributions (see instructions for limitation rules)	4	0.
5	Total unrelated business taxable income before net operating losses. Subtract line 4 from line 3	5	
6	Deduction for net operating loss. See instructions	6	0.
7	Total of unrelated business taxable income before specific deduction and section 199A deduction. Subtract line 6 from line 5	7	
8	Specific deduction (generally $1,000, but see instructions for exceptions)	8	1,000.
9	**Trusts.** Section 199A deduction. See instructions	9	
10	**Total deductions.** Add lines 8 and 9	10	1,000.
11	**Unrelated business taxable income.** Subtract line 10 from line 7. If line 10 is greater than line 7, enter zero	11	0.

Part II Tax Computation

1	**Organizations taxable as corporations.** Multiply Part I, line 11 by 21% (0.21)	1	0.
2	**Trusts taxable at trust rates.** See instructions for tax computation. Income tax on the amount on Part I, line 11 from: [ ] Tax rate schedule or [ ] Schedule D (Form 1041)	2	
3	**Proxy tax.** See instructions	3	
4	Other tax amounts. See instructions	4	
5	Alternative minimum tax (trusts only)	5	
6	**Tax on noncompliant facility income.** See instructions	6	
7	**Total.** Add lines 3 through 6 to line 1 or 2, whichever applies	7	0.

LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-T** (2022)

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223701 01-16-23

Part III Tax and Payments

1a	Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116)	1a			
b	Other credits (see instructions)	1b			
c	General business credit. Attach Form 3800 (see instructions)	1c			
d	Credit for prior year minimum tax (attach Form 8801 or 8827)	1d			
e	**Total credits.** Add lines 1a through 1d			1e	
2	Subtract line 1e from Part II, line 7			2	0.
3	Other amounts due. Check if from: ☐ Form 4255 ☐ Form 8611 ☐ Form 8697 ☐ Form 8866 ☐ Other (attach statement)			3	
4	**Total tax.** Add lines 2 and 3 (see instructions). ☐ Check if includes tax previously deferred under section 1294. Enter tax amount here			4	0.
5	Current net 965 tax liability paid from Form 965-A, Part II, column (k)			5	0.
6a	Payments: A 2021 overpayment credited to 2022	6a			
b	2022 estimated tax payments. Check if section 643(g) election applies ☐	6b			
c	Tax deposited with Form 8868	6c			
d	Foreign organizations: Tax paid or withheld at source (see instructions)	6d			
e	Backup withholding (see instructions)	6e			
f	Credit for small employer health insurance premiums (attach Form 8941)	6f			
g	Other credits, adjustments, and payments: ☐ Form 2439 ____ ☐ Form 4136 ____ ☐ Other ____ Total	6g			
7	**Total payments.** Add lines 6a through 6g			7	
8	Estimated tax penalty (see instructions). Check if Form 2220 is attached ☐			8	
9	**Tax due.** If line 7 is smaller than the total of lines 4, 5, and 8, enter amount owed			9	
10	**Overpayment.** If line 7 is larger than the total of lines 4, 5, and 8, enter amount overpaid			10	
11	Enter the amount of line 10 you want: **Credited to 2023 estimated tax** Refunded			11	

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Part IV Statements Regarding Certain Activities and Other Information (see instructions)

		Yes	No
1	At any time during the 2022 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If "Yes," the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If "Yes," enter the name of the foreign country here		X
2	During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," see instructions for other forms the organization may have to file.		X
3	Enter the amount of tax-exempt interest received or accrued during the tax year $		
4	Enter available pre-2018 NOL carryovers here $ 451,454. Do not include any post-2017 NOL carryover shown on Schedule A (Form 990-T). Don't reduce the NOL carryover shown here by any deduction reported on Part I, line 6.		
5	Post-2017 NOL carryovers. Enter the Business Activity Code and available post-2017 NOL carryovers. Don't reduce the amounts shown below by any NOL claimed on any Schedule A, Part II, line 17 for the tax year. See instructions.		

Business Activity Code	Available post-2017 NOL carryover
541800	$ 7,622.
	$

		Yes	No
6a	Did the organization change its method of accounting? (see instructions)		X
b	If 6a is "Yes," has the organization described the change on Form 990, 990-EZ, 990-PF, or Form 1128? If "No," explain in Part V		

Part V Supplemental Information

Provide the explanation required by Part IV, line 6b. Also, provide any other additional information. See instructions.

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer	Date	Title
		Executive Vice President

May the IRS discuss this return with the preparer shown below (see instructions)? X Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check X if self- employed	PTIN
William C. Pilc				P00292400
Firm's name Pilc & Moseley, LLC			Firm's EIN 20-1826687	
Firm's address 4312 Grove Avenue Richmond, VA 23221			Phone no. 804-918-8490	

Form 990-T Pre-2018 Net Operating Loss Deduction Statement 1

Tax Year	Loss Sustained	Loss Previously Applied	Loss Remaining	Available This Year
12/31/04	20,643.	13,654.	6,989.	6,989.
12/31/05	21,444.	0.	21,444.	21,444.
12/31/06	19,087.	0.	19,087.	19,087.
12/31/07	57,425.	0.	57,425.	57,425.
12/31/08	56,624.	0.	56,624.	56,624.
12/31/09	41,594.	0.	41,594.	41,594.
12/31/10	18,692.	0.	18,692.	18,692.
12/31/11	38,414.	0.	38,414.	38,414.
12/31/12	20,797.	0.	20,797.	20,797.
12/31/13	42,203.	0.	42,203.	42,203.
06/30/15	96,507.	0.	96,507.	96,507.
06/30/16	31,678.	0.	31,678.	31,678.
NOL Carryover Available This Year			451,454.	451,454.

SCHEDULE A (Form 990-T)

Department of the Treasury
Internal Revenue Service

Unrelated Business Taxable Income From an Unrelated Trade or Business

Go to www.irs.gov/Form990T for instructions and the latest information.

Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

OMB No. 1545-0047

2022

Open to Public Inspection for 501(c)(3) Organizations Only

A Name of the organization: AIA Virginia

B Employer identification number: 54-1005925

C Unrelated business activity code (see instructions): 541800

D Sequence: 1 of 1

E Describe the unrelated trade or business: Ad inc & form sales

Part I Unrelated Trade or Business Income

			(A) Income	(B) Expenses	(C) Net
1a	Gross receipts or sales 9,531.				
b	Less returns and allowances ______ c Balance	1c	9,531.		
2	Cost of goods sold (Part III, line 8)	2	7,499.		
3	Gross profit. Subtract line 2 from line 1c	3	2,032.		2,032.
4a	Capital gain net income (attach Schedule D (Form 1041 or Form 1120)). See instructions	4a			
b	Net gain (loss) (Form 4797) (attach Form 4797). See instructions)	4b			
c	Capital loss deduction for trusts	4c			
5	Income (loss) from a partnership or an S corporation (attach statement)	5			
6	Rent income (Part IV)	6			
7	Unrelated debt-financed income (Part V)	7			
8	Interest, annuities, royalties, and rents from a controlled organization (Part VI)	8			
9	Investment income of section 501(c)(7), (9), or (17) organizations (Part VII)	9			
10	Exploited exempt activity income (Part VIII)	10			
11	Advertising income (Part IX)	11	575.	40,713.	-40,138.
12	Other income (see instructions; attach statement)	12			
13	**Total.** Combine lines 3 through 12	13	2,607.	40,713.	-38,106.

Part II Deductions Not Taken Elsewhere

See instructions for limitations on deductions. Deductions must be directly connected with the unrelated business income

1	Compensation of officers, directors, and trustees (Part X)			1	
2	Salaries and wages			2	
3	Repairs and maintenance			3	
4	Bad debts			4	
5	Interest (attach statement). See instructions			5	
6	Taxes and licenses			6	
7	Depreciation (attach Form 4562). See instructions	7			
8	Less depreciation claimed in Part III and elsewhere on return	8a		8b	
9	Depletion			9	
10	Contributions to deferred compensation plans			10	
11	Employee benefit programs			11	
12	Excess exempt expenses (Part VIII)			12	
13	Excess readership costs (Part IX)			13	
14	Other deductions (attach statement)			14	
15	**Total deductions.** Add lines 1 through 14			15	0.
16	Unrelated business income before net operating loss deduction. Subtract line 15 from Part I, line 13, column (C)			16	-38,106.
17	Deduction for net operating loss. See instructions			17	0.
18	**Unrelated business taxable income.** Subtract line 17 from line 16			18	-38,106.

Part III Cost of Goods Sold Enter method of inventory valuation Lower of cost or market

1	Inventory at beginning of year	1	16,742.
2	Purchases	2	6,610.
3	Cost of labor	3	0.
4	Additional section 263A costs (attach statement)	4	0.
5	Other costs (attach statement)	5	0.
6	**Total.** Add lines 1 through 5	6	23,352.
7	Inventory at end of year	7	15,853.
8	**Cost of goods sold.** Subtract line 7 from line 6. Enter here and in Part I, line 2	8	7,499.

9 Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization? ☐ Yes ☒ No

Part IV Rent Income (From Real Property and Personal Property Leased with Real Property)

1 Description of property (property street address, city, state, ZIP code). Check if a dual-use. See instructions.

A ☐
B ☐
C ☐
D ☐

	A	B	C	D
2 Rent received or accrued				
a From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)				
b From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)				
c Total rents received or accrued by property. Add lines 2a and 2b, columns A through D				

3 Total rents received or accrued. Add line 2c columns A through D. Enter here and on Part I, line 6, column (A) 0.

	A	B	C	D
4 Deductions directly connected with the income in lines 2(a) and 2(b) (attach statement)				

5 **Total deductions.** Add line 4 columns A through D. Enter here and on Part I, line 6, column (B) 0.

Part V Unrelated Debt-Financed Income (see instructions)

1 Description of debt-financed property (street address, city, state, ZIP code). Check if a dual-use. See instructions.

A ☐
B ☐
C ☐
D ☐

	A	B	C	D
2 Gross income from or allocable to debt-financed property				
3 Deductions directly connected with or allocable to debt-financed property				
a Straight line depreciation (attach statement)				
b Other deductions (attach statement)				
c Total deductions (add lines 3a and 3b, columns A through D)				
4 Amount of average acquisition debt on or allocable to debt-financed property (attach statement)				
5 Average adjusted basis of or allocable to debt-financed property (attach statement)				
6 Divide line 4 by line 5	%	%	%	%
7 Gross income reportable. Multiply line 2 by line 6				

8 **Total gross income** (add line 7, columns A through D). Enter here and on Part I, line 7, column (A) 0.

	A	B	C	D
9 Allocable deductions. Multiply line 3c by line 6				

10 **Total allocable deductions.** Add line 9, columns A through D. Enter here and on Part I, line 7, column (B) 0.

11 **Total dividends-received deductions** included in line 10 0.

Part VI Interest, Annuities, Royalties, and Rents from Controlled Organizations (see instructions)

		Exempt Controlled Organizations			
1. Name of controlled organization	**2.** Employer identification number	**3.** Net unrelated income (loss) (see instructions)	**4.** Total of specified payments made	**5.** Part of column 4 that is included in the controlling organization's gross income	**6.** Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					

Nonexempt Controlled Organizations

7. Taxable Income	**8.** Net unrelated income (loss) (see instructions)	**9.** Total of specified payments made	**10.** Part of column 9 that is included in the controlling organization's gross income	**11.** Deductions directly connected with income in column 10
(1)				
(2)				
(3)				
(4)				
			Add columns 5 and 10. Enter here and on Part I, line 8, column (A)	Add columns 6 and 11. Enter here and on Part I, line 8, column (B)
Totals			0.	0.

Part VII Investment Income of a Section 501(c)(7), (9), or (17) Organization (see instructions)

1. Description of income	**2.** Amount of income	**3.** Deductions directly connected (attach statement)	**4.** Set-asides (attach statement)	**5. Total deductions and set-asides** (add cols 3 and 4)
(1)				
(2)				
(3)				
(4)				
	Add amounts in column 2. Enter here and on Part I, line 9, column (A)			Add amounts in column 5. Enter here and on Part I, line 9, column (B)
Totals	0.			0.

Part VIII Exploited Exempt Activity Income, Other Than Advertising Income (see instructions)

1	Description of exploited activity:		
2	Gross unrelated business income from trade or business. Enter here and on Part I, line 10, column (A)	2	
3	Expenses directly connected with production of unrelated business income. Enter here and on Part I, line 10, column (B)	3	
4	Net income (loss) from unrelated trade or business. Subtract line 3 from line 2. If a gain, complete lines 5 through 7	4	
5	Gross income from activity that is not unrelated business income	5	
6	Expenses attributable to income entered on line 5	6	
7	Excess exempt expenses. Subtract line 5 from line 6, but do not enter more than the amount on line 4. Enter here and on Part II, line 12	7	

Part IX Advertising Income

1 Name(s) of periodical(s). Check box if reporting two or more periodicals on a consolidated basis.

A ☐ Inform Magazine

B ☐

C ☐

D ☐

Enter amounts for each periodical listed above in the corresponding column.

		A	B	C	D
2	Gross advertising income	575.			
	Add columns A through D. Enter here and on Part I, line 11, column (A)				575.
a					
3	Direct advertising costs by periodical	40,713.			
a	Add columns A through D. Enter here and on Part I, line 11, column (B)				40,713.
4	Advertising gain (loss). Subtract line 3 from line 2. For any column in line 4 showing a gain, complete lines 5 through 8. For any column in line 4 showing a loss or zero, do not complete lines 5 through 7, and enter zero on line 8	-40,138.			
5	Readership costs				
6	Circulation income				
7	Excess readership costs. If line 6 is less than line 5, subtract line 6 from line 5. If line 5 is less than line 6, enter zero				
8	Excess readership costs allowed as a deduction. For each column showing a gain on line 4, enter the lesser of line 4 or line 7				
a	Add line 8, columns A through D. Enter the greater of the line 8a, columns total or zero here and on Part II, line 13				0.

Part X Compensation of Officers, Directors, and Trustees (see instructions)

	1. Name	2. Title	3. Percentage of time devoted to business	4. Compensation attributable to unrelated business
(1)			%	
(2)			%	
(3)			%	
(4)			%	
Total. Enter here and on Part II, line 1				0.

Part XI Supplemental Information (see instructions)

990-T Sch A Post-2017 Net Operating Loss Deduction Statement 2

Tax Year	Loss Sustained	Loss Previously Applied	Loss Remaining	Available This Year
06/30/20	2,598.	0.	2,598.	2,598.
06/30/22	5,024.	0.	5,024.	5,024.
NOL Carryover Available This Year			7,622.	7,622.

Form 500

Virginia Department of Taxation
P.O. Box 1500
Richmond, VA 23218-1500

2022 Virginia Corporation Income Tax Return

Official Use Only

Attention: Return must be filed electronically. Use this form only if you have an approved waiver.
Do not file this form to carry back a net operating loss. Use Form 500NOLD.

FISCAL or **SHORT** Year Filer: **Beginning Date** July 1 ,2022; **Ending Date** June 30, 2023

☐ **Short Year Return** ☐ **Change in Accounting Period**

FEIN: 54-1005925	Name: AIA Virginia
Mailing Address: PO Box 2626	
City or Town: Chesterfield	State: VA ZIP Code: 23832
Physical Address (if different from Mailing Address):	Entity Type Code: NP
Physical City or Town: State: ZIP Code:	NAICS Code: 812990
Date Incorporated: State or Country of Incorporation:	Description of Business Activity: Ad inc & form sales

Check all that apply:
- ☐ **Initial Filer**
- ☐ **Name Change**
- ☐ **Mailing Address Change**
- ☒ **Physical Address Change**

DRAFT

Check Applicable Boxes	Final Return	Corporate Telecommunications Company
☐ **Consolidated - Sch. 500AC Enclosed**	☐ **Final Return** - Check here and applicable boxes below.	Enter amount from Form 500T, Line 7: .00
☐ **Combined - Sch. 500AC Enclosed**	☐ **Withdrawn**	**Noncorporate Telecommunications Company**
Combined / Consolidated Filers - Enter number of affiliates: ____	☐ **Dissolved - No longer liable for tax.**	Check box and enter amount from Form 500T, Line 10: ☐ .00
☐ **Change in Filing Status**	**Dissolved Date:** ____	**Electric Supplier Company**
☐ **Sch. 500A Enclosed**	☐ **Merged**	Enter amount from Sch. 500EL, Line 7 or 14: .00
☐ **Sch. 500AB Enclosed**	**Merger Date:** ____	**Home Service Contract Provider**
☒ **Nonprofit Corporation**	**Merged FEIN:** ____	Enter amount from Form 500HS, Line 10:
☐ **Certified Company Apportionment - Sch. 500AP Enclosed**	☐ **S Corp Effective:** ____	☐ Check box if a noncorporate HSCP. .00
☐ **Amended Return (See instructions)** **Enter reason code:** ____		

Questions and Related Information

A. Have you made any payments to an affiliated corporation, a related individual, or other related entity for interest, royalties or other expenses related to intangible property (patents, trademarks, copyrights, and similar intangible property)? If yes, complete and enclose Schedule 500AB.
Enter exception amount from Schedule 500AB, Line 8. **A.** .00

B. RESERVED FOR FUTURE USE **B.**

C. If a net operating loss deduction was claimed in computing federal taxable income on the U.S. Corporation Income Tax Return, provide the requested information. If a NOL resulted from a merger, enter the FEIN of the company generating the NOL prior to the merger date.
(1) Year of Loss ____
(2) Federal NOL ____
(3) Percent of federal NOL used this year ____ %
FEIN ____
(If there are NOLs for more than one year, enclose a schedule for each year with the information requested in Section C.)

D. If pass-through entity withholding is claimed, enter the number of Schedules VK-1 and complete and enclose Schedule 500ADJ, Page 2. **D.** ____

E. Has your federal income tax liability been redetermined with the IRS and finalized for any prior year(s) that has not previously been reported to the Department? If yes, provide the year(s). Year **E.** ____ Year ____ Year ____

F. Location of corporation's books PO Box 2626, Chesterfield, VA

Contact for corporation's books AIA Virginia Contact Phone Number (804) 644-3041

FEIN 54-1005925

INCOME

1.	Federal taxable income (from enclosed federal return)	1.	0 .00
2.	Total additions from Schedule 500ADJ, Section A, Line 7	2.	.00
3.	Total (add Lines 1 and 2)	3.	.00
4.	Total subtractions from Schedule 500ADJ, Section B, Line 10	4.	.00
5.	Balance (subtract Line 4 from Line 3)	5.	.00
6.	Savings and Loan Association's Bad Debt Deduction (see instructions)	6.	.00
7.	**Virginia taxable income** (subtract Line 6 from Line 5)	7.	.00

TAX COMPUTATION

8.	**Apportionable Income (Schedule 500A Filers) -** Complete Lines 8(a) through 8(d). See instructions.		
	(a) Income subject to Virginia tax from Schedule 500A, Section B, Line 3(j)	8(a).	.00
	(b) Apportionment factor percentage from Schedule 500A, Section B, Line 1 or Line 2(f)	8(b).	%
	(c) Nonapportionable investment function income from Schedule 500A, Section B, Line 3(c)	8(c).	.00
	(d) Nonapportionable investment function loss from Schedule 500A, Section B, Line 3(e)	8(d).	.00
9.	**Income tax** (6% of Line 7 or 6% of Line 8(a))	9.	0 .00

PAYMENTS AND CREDITS

10.	Nonrefundable tax credits: Enter the amount from Schedule 500CR, Section 2, Part 1, Line 1B	10.	.00
11.	Adjusted corporate tax (subtract Line 10 from Line 9)	11.	.00
12.	2022 estimated Virginia income tax payments including overpayment credit from 2021	12.	.00
13.	Extension payment	13.	.00
14.	Refundable tax credits from Schedule 500CR, Section 4, Part 1, Line 1A	14.	.00
15.	Pass-through entity total withholding from Schedule 500ADJ, Section D	15.	.00
16.	**Total payments and credits** (add Lines 12 through 15)	16.	.00

REFUND OR TAX DUE

17.	Tax owed (if Line 11 is greater than Line 16, subtract Line 16 from Line 11)	17.	.00
18.	Penalty (see instructions)	18.	.00
19.	Interest (see instructions)	19.	.00
20.	Additional charge from Form 500C, Line 17 (enclose Form 500C)	20.	.00
21.	**Total due** (add Lines 17 through 20)	21.	.00
22.	Overpayment (if Line 16 is greater than Line 11, subtract Line 11 from Line 16)	22.	.00
23.	Amount to be credited to 2023 estimated tax	23.	.00
24.	**Amount to be refunded** (subtract Line 23 from Line 22)	24.	.00

DRAFT

I, the undersigned president, vice-president, treasurer, assistant treasurer, chief accounting officer, or other officer duly authorized to act on behalf of the corporation for which this return is made, declare under the penalties provided by law that this return (including any accompanying schedules and statements) has been examined by me and is, to the best of my knowledge and belief, a true, correct, and complete return, made in good faith, for the taxable year stated, pursuant to the income tax laws of the Commonwealth of Virginia. If prepared by a person other than the taxpayer, this declaration is based on all information of which he or she has any knowledge.

By checking the box to the right, I (we) authorize the Department to discuss this return with the undersigned preparer. → X

Date	Signature of Officer	Title Executive Vice President
Printed Name of Officer Paul Battaglia		Phone Number
Print Preparer's Name and Firm Name William C. Pilc Pilc & Moseley, LLC		Preparer Phone Number 804-918-8490
Date	Individual or Firm, Signature of Preparer	Address of Preparer 4312 Grove Avenue Richmond, VA 23221
Preparer's FEIN, PTIN, or SSN 20-1826687		Approved Vendor Code **1019**

IMPORTANT: INCLUDE A COPY OF YOUR FEDERAL RETURN WITH THIS RETURN

2022 Virginia Schedule 500FED

Corporation Schedule of Federal Line Items

Enclose Schedule 500FED with your Virginia Corporation Income Tax Return, Form 500.
Schedule 500FED does not replace the requirement to enclose a complete federal Form 1120 with your Virginia return.

Name as shown on Virginia return AIA Virginia FEIN 54-1005925

Form 1120 - Deductions and Taxable Income

1. Federal Taxable Income before NOL and Special Deductions	**1.**	.00
2. Net Operating Loss Deduction	**2.**	.00
3. Special Deductions	**3.**	1000 .00
4. Federal Taxable Income after NOL and Special Deductions	**4.**	.00

Form 1120, Schedule C - Dividends and Special Deductions

5. Subpart F Income and/or Global Intangible Low-Taxed Income	**5.**	.00
6. Gross-Up for Foreign Taxes Deemed Paid	**6.**	.00

Form 1120, Schedule K or M-1

7. Tax Exempt Interest	**7.**	.00

Form 5884 - Work Opportunity Credit

8. Salaries and Wages not deducted due to the WOTC	**8.**	.00

Form 4562 - Special Depreciation Allowance and Other Depreciation

9. Special depreciation allowance for qualified property placed in service during the taxable year	**9.**	.00
10. Property subject to 168(f)(1) election	**10.**	.00
11. Other depreciation	**11.**	.00

Form 1118, Schedule A - Income or Loss Before Adjustments - Gross Income or Loss

12. Total: Dividends (Exclude Gross-up)	**12.**	.00
13. Total: Dividends (Gross-up)	**13.**	.00
14. Total: Inclusions (Exclude Gross-up)	**14.**	.00
15. Total: Inclusions (Gross-up)	**15.**	.00
16. Total: Interest	**16.**	.00
17. Total: Gross Rents, Royalties, and License Fees	**17.**	.00
18. Total: Gross Income from Performance of Services	**18.**	.00
19. Total: Other	**19.**	.00
20. Total: Total Gross Income or Loss from Outside the US	**20.**	.00

Form 1118, Schedule A - Income or Loss Before Adjustments - Deductions

21. Total: Allocable - Rental, Royalty, and Licensing Expenses - Depreciation, Depletion, and Amortization	**21.**	.00
22. Total: Allocable - Rental, Royalty, and Licensing Expenses - Other Expenses	**22.**	.00
23. Total: Allocable - Expenses Related to Gross Income from Performance of Services	**23.**	.00
24. Total: Allocable - Other Allocable Deductions	**24.**	.00
25. Total: Total Allocable Deductions	**25.**	.00
26. Total: Apportioned Share of Deductions	**26.**	.00
27. Total: Net Operating Loss Deduction	**27.**	.00
28. Total: Total Deductions	**28.**	.00

Form 1118, Schedule A - Income or Loss Before Adjustments - Total Income

29. Total: Total Income or (Loss) Before Adjustments	**29.**	.00

VA-8879C Virginia Department of Taxation	**Virginia Corporation Income Tax e-file Signature Authorization**	Tax Year **2022**

DO NOT SEND THIS VA-8879C TO THE VIRGINIA DEPARTMENT OF TAXATION OR THE IRS. IT MUST BE MAINTAINED IN YOUR FILES!

Corporation Name	Federal ID Number
AIA Virginia	54-1005925

Part I Tax Return Information

1. Federal Taxable Income (Form 500, Page 2, Line 1)	**1.**
2. Virginia Taxable Income (Form 500, Page 2, Line 7)	**2.**
3. Income tax (Form 500, Page 2, Line 9)	**3.**
4. Total payments and credits (Form 500, Page 2, Line 16)	**4.**
5. Total due (Form 500, Page 2, Line 21)	**5.**
6. Amount to be refunded (Form 500, Page 2, Line 24)	**6.**

Part II Declaration and Signature Authorization of Officer

Under penalties of perjury, I declare to be the officer of the above corporation and that I have examined a copy of the corporation's 2022 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, it is true, correct and complete. I further declare that the information provided to my Electronic Return Originator (ERO), Transmitter, or Intermediate Service Provider including the amounts shown in Part I above agrees with the information and amounts shown on the corresponding lines of the corporate electronic income tax return. If filing a balance due return, I authorize the Virginia Department of Taxation (Virginia Tax) and its designated Financial Agent to initiate an ACH electronic funds withdrawal entry to the financial institution account indicated on the 2022 Virginia income tax return for payment of state taxes owed on this return. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I certify that the transaction does not directly involve a financial institution outside of the territorial jurisdiction of the United States at any point in the process.

I understand that if Virginia Tax does not receive full and timely payment of the tax liability, the corporation will remain liable for the tax liability and all applicable interest and penalties. I authorize my ERO, Transmitter or Intermediate Service Provider to transmit the complete return to Virginia Tax. I have selected a personal identification number (PIN) as my signature for the corporation's electronic income tax return.

Officer's e-File PIN: check one box only

[X] I authorize the ERO named below to enter my e-File PIN 25010 (Do not enter all zeros) as my signature on the corporation's 2022 electronic Virginia corporation income tax return.

Pilc & Moseley, LLC

ERO Firm Name

[ ] I will enter my e-File PIN as my signature on the corporation's 2022 electronic Virginia corporation income tax return. Check this box only if you are entering your own e-File PIN and the return is filed using the Practitioner PIN method. The ERO must complete Part III below.

Your Signature ______________________ Date __________

Part III Certification and Authentication

ERO's EFIN/PIN: Enter your six digit EFIN followed by your five digit self-selected PIN. 54140602455 **Do not enter all zeros**

I certify that the above numeric entry is my ERO EFIN/PIN, which is my signature for the 2022 Virginia corporation income tax return for the corporation indicated above. I confirm that I am submitting this return in accordance with the requirements of the Practitioner PIN method and have followed all other requirements as specified by Virginia Tax. EROs may sign the form using a rubber stamp, mechanical device, such as a signature pen, or computer software program.

ERO's Signature ______________________ Date __________

Form VA-8879C (REV 9/22)

DRAFT

AIA Virginia
Board of Directors
Meeting Agenda Item

22 FEB 2024

Submitted by:

The 2024 Finance Committee

Bill Hopkins, AIA, Chair

Item: Acceptance of the IRS Form 990

History/Background Information: Pilc & Moseley, LLC was engaged to prepare the organization's IRS Form 990. The draft document was issued in January 2024, and was reviewed by the Finance Committee during a meeting held on Wednesday 22 FEB 2024. The document must be approved by the Board of Directors.

The Finance Committee of the Board of Directors makes and recommends the following Motion:

That the IRS-990 tax form be accepted as presented.

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

Item

Acceptance of the IRS Form 990

Background

Pilc & Moseley, LLC was engaged to prepare the organization's IRS Form 990. The draft document was issued in January 2024, and was reviewed by the Finance Committee during a meeting held on Wednesday 22 FEB 2024. The document must be accepted by the Board of Directors. The Finance Committee recommends that the Board accept the form.

Motion

That the IRS Form 990 be accepted as presented.

AIA Virginia Finance Committee
14 MAR 2024

Submitted by:

The 2024 Finance Committee

Bill Hopkins, AIA, Chair

Item: MOTION to recommend Long Term Investment Opportunity to the Board of Directors

History/Background Information: Ashby Price has presented the Blackstone BCRED investment opportunity to the AIA Virginia Board of Directors and the Finance Committee several times; most recently at the Finance Committee Meeting held via zoom on Thursday 7 March 2024.

The investment would be made as follows:

- a one-time investment in the Blackstone BCRED
- an investment in the amount of $2o,ooo.oo (twenty thousand dollars)
- monthly distributions would be reinvested in the fund
- the investment would be transacted as soon as possible
- this will be an additional investment; not a reallocation of current investment funds

The investment must be approved by the Board of Directors.

The Motion:

The Finance Committee recommends that the Board of Directors approve investing in the Blackstone BCRED as described above.

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

Item

Long Term Investment Opportunity

Background

Ashby Price has presented the Blackstone BCRED investment opportunity to the AIA Virginia Board of Directors and the Finance Committee several times; most recently at the Finance Committee Meeting held via zoom on Thursday 7 March 2024.

The investment would be made as follows:

- a one-time investment in the Blackstone BCRED
- an investment in the amount of $2o,ooo.oo (twenty thousand dollars)
- monthly distributions would be reinvested in the fund
- the investment would be transacted as soon as possible
- this will be an additional investment; not a reallocation of current investment funds

The Finance Committee recommends that the Board of Directors approve investing in the Blackstone BCRED as described above. The investment must be approved by the Board of Directors.

Motion

That the Blackstone BCRED investment be approved as described above.

Statewide Agreement for States with Multiple Components

This Agreement is between “the Parties”:

- AIA Virginia
- AIA Blue Ridge
- AIA Central Virginia
- AIA Hampton Roads
- AIA Northern Virginia
- AIA Richmond

The purpose of this Agreement is to ensure that Core Member Services are delivered to all AIA members within Virginia and to record the intention of all parties to this Agreement to work together toward that effort.

Definitions

- “Core Member Services” are those specified in the 2018 AIA Core Member Services Requirements booklet.
- “AIA” is The American Institute of Architects.
- “Secretary” is the Secretary of the AIA.
- “Component” is a state component, a local chapter, or a mandatory section of the AIA. (A mandatory section is a section with required membership.)
- The terms “Party” and “Parties” refer to the components executing this Agreement.
- Membership counts include all categories of professional membership (Architect, Associate, International Associate, and Emeritus members, and Fellows), but not allied, student affiliate, or other members. The members included in the count are referred to as the “AIA members.”
- ”Resource Allocation” refers to the model of allocating funding to components based on membership that phased in from 2016-2020 and existed through 2023.
- “Component Investment Fund” refers to the model of allocating funding to components based 80% on membership and 20% on performance (member attendance at the current year offering of AIA Conference on Architecture and Design and AIA Women’s Leadership Summit). This model commences in 2024.

Terms for Distributing AIA Component Investment Fund

We understand that AIA will distribute 80% of the quarterly fund payment to components in Virginia based on the state's pro-rata share of the total number of AIA members in good standing as of August 1 of the prior year (as shown on the Regional Membership Count Report). We understand that AIA will distribute 20% of the quarterly fund payment to components based on the members of the state who attended the prior year's AIA Conference and AIA Women's Leadership Summit.

Instructions to AIA Finance Office: AIA should set aside the following percentage of statewide funding for the state component in the chart below. AIA will then distribute all remaining funds among the local components in the state on a pro-rata basis according to their membership on August 1 of the prior year.

Component Name	Percentage
AIA Virginia	50%

Instructions to Local Chapters: Each year, AIA Virginia will further distribute monies to local chapters in accordance with the following:

Local Chapter Participation in AIA programs
AIA Virginia will reimburse Local Chapters for eligible expenses incurred to attend:

- AIA Conference on Architecture and Design
- AIA Women's Leadership Summit
- Leadership Summit [DC]

AIA Virginia will issue payment for $1,000.00 (one thousand dollars) per calendar year to Local Chapter within 60 (sixty) days of the first event attended.

Local Chapter Participation in AIA Virginia programs
AIA Virginia will reimburse Local Chapters for eligible expenses incurred to attend:

- ArchEx
- Design Forum
- Art of Practice
- Virginia Leadership Summit

AIA Virginia will issue payment for $500.00 (five hundred dollars) per calendar year to Local Chapter within 60 (sixty) days of the first event attended.

Should AIA Virginia receive less than $7,500.00 (seven thousand five dollars) from AIA, the payments offered to the local chapters will be reduced equally. In no case will the amount of monies made available to the local chapters exceed the total received by AIA Virginia.

Terms

This Agreement will commence on 1 JAN 2024 and will remain in force until the Parties agree in writing to terminate it. Parties agree to confer on their mutual satisfaction with this agreement and negotiate any revisions and/or amendments no later than 7 November 2025.

This Agreement supersedes any and all Agreements between the Parties pertaining to the Resource Allocation and/or Component Investment Fund.

The Parties acknowledge that they must be able to fulfill their responsibilities under this Agreement in accordance with the provisions of the law and regulations that govern their activities. The Parties assume full responsibility for their performance under the terms of this Agreement.

This Agreement is the complete agreement between the Parties.

Amendment or Cancellation

No Party to this Agreement may assign or transfer the rights or responsibilities specified in this Agreement without the prior written consent of the non-assigning Parties, whose approval shall not be unreasonably withheld.

This Agreement may be amended or modified only in writing by mutual signed consent of each Party who is affected. Such amendments or modifications shall be recorded in writing with a copy sent immediately to the Secretary. Amendments affecting the distribution of AIA revenues will become effective in the first quarter of the following calendar year.

The Parties will confer in good faith to promptly resolve any dispute between or among them. If the Parties are unable to resolve the dispute, the matter may be mediated with the assistance of the AIA. Any disputes that are not resolved through this process will be submitted for decision to the Secretary, who will have authority to take whatever action he or she may find appropriate.

Authorization

Each component will become a party to this Agreement upon its execution by one duly authorized representative of the component. In order to receive AIA Component Investment Fund quarterly payments, there must be a signed agreement on file.

Electronic signatures are acceptable for this document.

1. Component Name and Address: AIA Virginia

President's name: _____	Signature: _____	Date: _____
OR President-elect's name: _____	Signature: _____	Date: _____
OR Executive Director's name: _____	Signature: _____	Date: _____

2. Component Name and Address: AIA Blue Ridge

President's name: _____	Signature: _____	Date: _____
OR President-elect's name: _____	Signature: _____	Date: _____
OR Executive Director's name: _____	Signature: _____	Date: _____

3. Component Name and Address: AIA Central Virginia

President's name: _____ Signature: _____ Date: _____

OR President-elect's name: _____ Signature: _____ Date: _____

OR Executive Director's name: _____ Signature: _____ Date: _____

4. Component Name and Address: AIA Hampton Roads

President's name: _____ Signature: _____ Date: _____

OR President-elect's name: _____ Signature: _____ Date: _____

OR Executive Director's name: _____ Signature: _____ Date: _____

5. Component Name and Address: AIA Northern Virginia

President's name: _____ Signature: _____ Date: _____

OR President-elect's name: _____ Signature: _____ Date: _____

OR Executive Director's name: _____ Signature: _____ Date: _____

6. Component Name and Address: AIA Richmond

President's name: _____ Signature: _____ Date: _____

OR President-elect's name: _____ Signature: _____ Date: _____

OR Executive Director's name: _____ Signature: _____ Date: _____

END OF AGREEMENT

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

Item

Revised Memorandum of Understanding concerning Virginia Component Allocation

Background

From time to time, AIA Virginia executes a Memorandum of Understanding with the Local Chapters that directs AIA on how to direct/disburse the Component Allocation. The current MOU expired 31 DEC 2022. The proposed MOU was approved by the AIA Virginia Board of Directors in DEC 2023 and presented to the local chapters. The MOU has been revised to address their comments and concerns.

Revisions include:
1. Payment to Local Chapters based upon attendance rather than itemized receipts
2. Provision to address satisfaction with/revisions to MOU NLT 7 NOV 2025

Note that the AIA distributions to AIA Virginia from the Component Investment Fund were recently reduced from approximately thirteen thousand dollars per quarter to approximately nine thousand dollars per quarter.

The revised document will need to be presented to the Local Chapters for negotiation/approval and ratification.

Motion

That the revised Virginia Component Allocation Memorandum of Understanding be approved as presented.

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

Item

inform analysis and Communications Task Force

Background

As the state-level component of the American Institute of Architects, AIA Virginia is the voice of the architecture profession in the Commonwealth, dedicated to serving its members, advancing their value, and improving the quality of the built environment. We emphasize the contributions of architects and the importance of architecture in enriching the quality of life in local communities and the well-being of society. Outreach and education are primary to our mission.

This content has been delivered in various forms throughout the history of the organization: letter, printed newsletter, periodicals, etc. And over that time the value and benefit of many of those forms of communication have waxed and waned.

Inform, as a periodical, has similarly changed throughout its existence – from print copy to online magazine. Its performance in recent years has been flagging; many members report being unaware of its existence, and it does not attract the interest of partners/sponsors. This combination has caused the value of the spend to come under ever-greater scrutiny.

This action proposes the formation of a Task Force which will analyze the performance of *inform* and provide recommendations on if/how *inform* might be redirected, and further consider how, if *inform* is to be abandoned, the organization might meet its objectives for education and outreach.

Action:
Scope
The Task Force will analyze the performance of inform and provide recommendations on if/how inform might be redirected. The Task Force will further consider and provide recommendations on how the organization might better/best meet its objectives for education and outreach.

The AIAVA staff team will provide/facilitate additional information and data for consideration by the Task Force.

Invitations to participate will be extended to:
- *Kevin Bertholf, AIA (Blue Ridge)*
- *Karen Conkey, AIA*
- *Rebecca Edmunds, AIA*
- *Karim El-Araby, Assoc AIA*
- *Miriam Hossaini, Assoc AIA (Richmond)*
- *An Liu, Assoc AIA (Richmond)*
- *Ed Pease, AIA (Coastal)*
- *Bethany Pritchard, AIA (Central)*
- *Jim Ritter, FAIA (NoVA)*
- *Rob Reis, FAIA (Coastal)*
- *Simone Saidel, AIA (NoVA)*
- *Eddie Slipek (public)*
- *Warees Smith, AIA*

Chuck Swartz, FAIA (NoVA)
Ashleigh Walker, Assoc AIA
Paul Battaglia, AIA; AIAVA Liaison

The group will designate a Chair, or alternatively Co-Chairs

Schedule
The Task Force will endeavor to provide a Preliminary Report to the Board of Directors at/before the August 2024 Board Meeting. And then present a Final Report, complete with specific recommendations, at/before the October 2024 Board Meeting.

Motion:

That a Task Force be commissioned to analyze the performance of inform and make recommendations on how the organization might better/best achieve its objectives for education and outreach. That the individuals listed in this document be invited to participate in the Task Force. And the Task Force be charged with performing its duties according to the Scope and Schedule described in this document.

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

<u>Item</u>

Mid-Career Professional Program Task Force

<u>Background</u>

AIA Virginia continues in its desire to establish a leadership development program for Mid-Career Professionals (MCPs). This program has been described as a complement to the successful and well-celebrated Emerging Leaders in Architecture (ELA) program, and there has been a series of discussions and activities concerning an MCP Program. The discipline, organization, and achievements of these activities have varied widely. This action attempts to direct these activities towards a more focused and conclusive purpose by establishing a Task Force to develop actionable recommendations for the MCP Program.

The content of the MCP program will address topics and themes relevant to both professional practice and leadership development, such as:

- corporations and business models
- ownership structures
- contracts: AIA contracts, alternate delivery methods
- finances and financial statements/accounting
- professional liability insurance
- conflict resolution and negotiation
- team science, feedback, mentoring

As the MCP Program is intended to be revenue-generating and be offered at a cost commensurate with competing programs (e.g., ACEC Enhanced Leadership Institute, the Christopher Kelley Leadership Development Program, LEAD or CIVIC Leadership programs), the Task Force should also make recommendations concerning the budget, revenue, fees, and expenses of the program.

The Task Force is also to make recommendations on the modality of the program: how the content is encountered/consumed, how/how often the cohort convenes, etc.

Action:
Scope
The Task Force will be charged with developing a leadership development program for MCPs in consideration of the thoughts offered above, background information that might be recovered from previous activities, benchmarking against other existing leadership development programs, and discussions with interested/knowledgeable parties including potential participants in the program.

Invitations to participate will be extended to:

Erin Agdinaoay, AIA
Scott Campbell, AIA
Rob Comet, AIA
Lynden Garland, AIA
Lori Garrett, FAIA
Meagan Jancy, AIA
Kurt Keesecker, AIA
Christopher Kehde, AIA
Jeremy Maloney, AIA

Caitlin Morgan, Assoc AIA
Shawn Mulligan, AIA
Carrie Parker, AIA
Nea Poole, AIA
Gina Robinson, AIA
Delaney Ogden, AIAVA Liaison
Dan Zimmerman, AIA

Shawn Mulligan, AIA will serve as Chair

Schedule
The Task Force will endeavor to provide a Preliminary Report to the Board of Directors at/before the August 2024 Board Meeting. And then present a Final Report, complete with specific recommendations, at/before the October 2024 Board Meeting.

It is expected that the program be announced and promoted Fall 2024, that candidates might be selected into the inaugural cohort soon thereafter, and that the program might commence First Quarter 2025.

Motion:

That a Task Force be commissioned to advise on the development of a professional development program for Mid-Career Professionals. That the individuals listed in this document be invited to participate in the Task Force. And the Task Force be charged with performing its duties according to the Scope and Schedule described in this document.

AIA VA PAC Bylaws as Adopted on January 1, 1989 and Amended on August 16, 2019
proposed revisions 11 APR 2024

ARTICLE I - Statement of Organization

A political action committee of AIA Virginia, a Society of the American Institute of Architects, is hereby reorganized and shall operate in accordance with the Virginia Fair Elections Practices Act and all other laws governing state and local political action committees in Virginia. The name of the committee shall be the AIA Virginia Political Action Committee (hereinafter called "AIAVA PAC").

ARTICLE II - Purposes

The purposes of AIAVA PAC are

A. To encourage persons engaged in the practice of architecture in Virginia to know and understand the nature and actions of their government, the important political issues, and the records of incumbents and candidates for public office, especially those who support positions favorable to the profession of architecture.

B. To stimulate persons engaged in the practice of architecture, their employees and others with similar interests to take a more active and effective role in governmental affairs.

C. To assist such persons engaged in the practice of architecture, their employees and others with similar interests to organize themselves for responsible and effective political action in support of the profession of architecture.

D. To evaluate candidates for state office based upon their, stated positions on issues of interest to architects based on past legislative performance and experience.

E. To solicit and receive from persons engaged in the practice of architecture, their employees and others with similar interests contributions into a fund to be used to assist candidates for public office who support the profession of architecture. Such contributions may include those designated for dispersal to a specific candidate, subject to the prior approval of the Board of Trustees.

F. To make direct financial contributions and provide other support to candidates for public office who through political, civic and other service, have exhibited courage, strength of character, high moral purpose and dedication to the principles of sound government and who are believed by the Board of Trustees to be in general agreement with the objectives of AIAVA PAC and those engaged in the practice of architecture in Virginia.

The committee shall not be affiliated with any political party. Contributions to AIAVA PAC shall be voluntary and shall in no way be a condition of membership in AIA Virginia. AIAVA PAC shall not accept any contributions secured by physical force, job discrimination, financial reprisal, threat of force, or as a condition of employment.

ARTICLE III - Board of Trustees

Section A - Composition
The Board of Trustees shall consist of up to fifteen (15) members, who shall be chosen at large from the membership of AIA Virginia, with consideration given for a geographical, political and experience balance. The Board of Trustees serves without remuneration. ~~The Vice President~~A member of the AIA Virginia ~~Government~~ Advocacy Advisory Council and the Executive Vice President of the AIAVA shall serve as ex-officio members of the Board of Trustees.

Section B - Selection and Terms
The members of the Board of Trustees shall be nominated and invited by the Board of Trustees, subject to confirmation by the Board of Directors of AIA Virginia. The ~~Vice President~~ member of the AIA Virginia ~~Government~~ Advocacy Council and the Executive Vice President shall serve on this Board while they remain in their respective offices. The at-large members shall be appointed for staggered terms of two years. A member may serve one or more successive terms.

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Section C - Duties
The Board of Trustees shall have general supervision and control over all the affairs and funds of AIAVA PAC and shall establish and carry out all policies and activities of AIAVA PAC, subject to the periodic review by the Board of Directors of AIA Virginia.

Annually, the Board of Trustees shall develop and adopt a Fundraising Plan and Disbursement Plan that indicates how funds will be raised and establishes to whom they will be disbursed. These plans may be adjusted throughout the year by The Board of Trustees to accommodate the amount of funding available.

ARTICLE IV - Officers

Section A - Designation, Selection and Terms
The general officers of AIAVA PAC shall be a Chair and a Secretary-Treasurer. The Chair shall be elected by the members of the AIAVA PAC and ratified ~~appointed~~ by the Board of Directors of AIA Virginia for a term of ~~one year~~two years and may serve one or more successive terms. The Executive Vice President of the AIA Virginia shall serve as the Secretary-Treasurer of AIAVA PAC.

Section B - Chair
The Chair shall be the chief executive officer of AIAVA PAC and shall be an ex-officio member of all subcommittees. The Chair shall preside at the meetings of the Board of Trustees and shall appoint all chairs and members to all subcommittees subject to the approval of the Board of Trustees.

Section C - Secretary/Treasurer
The Secretary-Treasurer shall be the custodian of the funds of AIAVA PAC and shall establish and maintain an account for the funds of AIAVA PAC separate and apart from the accounts of AIA Virginia. The Secretary-Treasurer shall be the financial officer of AIAVA PAC, shall give a financial report at each annual meeting, and shall keep a detailed account of:

A. All contributions made to or for AIAVA PAC.

B. The full name and mailing address (occupation and the principal place of business, if any) of each person making a contribution and the date and amount thereof.

C. All expenditures made by or on behalf of AIAVA PAC.

D. The full name and mailing address (occupation and the principal place of business, if any) of every person to whom any expenditure is made and the date and amount thereof; and the name, address, and office sought of each candidate on whose behalf such expenditure is made.

E. Receipted bills, stating the particulars, for every expenditure made by or on behalf of AIAVA PAC in excess of one hundred dollars ($100.00), and shall file with the appropriate state officials reports of receipts and expenditures on prescribed forms.

The Secretary-Treasurer shall disburse monies of AIAVA PAC as contributions in accordance with the instructions of the Board of Trustees. The Secretary-Treasurer shall preside at meetings of the Board of Trustees in the absence of the Chair. The Secretary-Treasurer shall give bond in such sum as may be fixed by the Board of Trustees, premium on such bond to be paid by AIAVA PAC, from a service charge assessed of all designated and undesignated contributions.

The Secretary-Treasurer shall keep minutes of all meetings of AIAVA PAC and the Board of Trustees, maintain a roll of all contributions to AIAVA PAC, file the Statement of Organization required by the Virginia Fair Elections Practices Act, and perform such other duties as might apply to such an office.

ARTICLE V - Meetings
Section A - Stated Meetings
The Board of Trustees shall meet no less than once annually, or more at the request of the Board of Trustees, at such time and place as may be determined by the Chair; meetings can be held virtually.

Section B - Special Meetings
Special meetings of the Boards of Trustees may be called by the Chair's own initiative, or upon written request to the Secretary-Treasurer ~~of~~ by at least two members of the Board of Trustees. Such meetings can be held virtually.

Section C - Notice
Written notice of meetings shall be given not less than ten days prior to any meeting, but any meeting may nevertheless be called by the Chair on such shorter notice, given orally or in writing.

Section D - Quorum
A majority of the members of the Board of Trustees shall constitute a quorum for all meetings.

ARTICLE VI - Contributions and Expenditures

All expenditures and contributions for political activities from funds of AIAVA PAC shall be made by the Secretary-Treasurer at the direction of the Board of Trustees. All other expenditures from the funds of AIAVA PAC shall be made at the direction of the Board of Trustees with the approval of the Executive Committee of the Board of Directors of AIA Virginia. Funds shall be strictly segregated from all other funds of AIA Virginia.

ARTICLE VII - Dissolution

AIAVA PAC may be dissolved at any time by the Board of Directors of AIA Virginia. Upon dissolution, all residual funds retained by AIAVA PAC shall be paid over to AIA Virginia or as otherwise directed by ~~its~~ the AIA Virginia Board of Directors. The Secretary-Treasurer shall make all final reports and accounting with the State Board of Elections as required by the Virginia Fair Elections Practices Act.

ARTICLE VIII - Amendments

These Articles of Government may be amended by the Board of Directors of AIA Virginia by a two-thirds majority vote.

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Adopted January 1, 1989
Amended December 6, 1990
Amended December 2, 1996
Amended March 24, 2000
Amended June 19, 2015
Amended August 16, 2019
Amended TBD, 2024

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

Item

Revisions to AIAVA PAC Bylaws

Background

The current and prevailing Bylaws of the AIAVA PAC were last amended 16 August 2019.

The Bylaws are in need of revision to address changes in terminology, circumstance, and policy.

In ARTICLE VIII, the PAC Bylaws state that "These Articles of Government may be amended by the Board of Directors of AIA Virginia by a two-thirds majority vote."

At its meeting on TU 23 April 2024, the PAC Trustees passed a motion to approve the proposed revisions to the AIAVA PAC Bylaws and submit a recommendation to the AIA Virginia Board of Directors for approval.

*** NOTE: This is a presumptive MOTION, pending the expected action by the PAC BOT at its meeting on TU 23 April 2024. ***

Motion

That the revisions to the AIAVA PAC Bylaws be approved as presented.

AIA Virginia

2024-2025 Budget Year (Draft)

Template

PROGRAMS		Dues	Sponsorships	Other	TOTAL	less	Direct	Staff Costs	Overhead	TOTAL	equals	NET REVENUE
			REVENUES					**EXPENSES**				
PROFESSIONAL EXCELLENCE												
CONTINUING EDUCATION												
Architecture Exchange East	2025 Budget - Draft #1		96,169	83,664	179,832		100,100			100,100		79,732
	2024 Budget		93,497	81,794	175,291		114,448	0	0	114,448		60,843
	2024 Actual thru Feb 2024		90,725	78,928	169,653		96,329	0	0	96,329		73,324
	2023 Budget		109,215	106,750	215,965		140,689	0	0	140,689		75,276
	2023 Actual		74,359	84,998	159,357		103,294	0	0	103,294		56,063
AEC Joint Conference (To Be Deleted)	2025 Budget - Draft #1				0					0		0
	2024 Budget		0	0	0		0			0		0
	2024 Actual thru Feb 2024				0					0		0
	2023 Budget		13,000	15,356	28,356		15,825			15,825		12,531
	2023 Actual				0					0		0
Professional Development Series	2025 Budget - Draft #1		0	7,300	7,300		4,700	0	0	4,700		2,600
	2024 Budget		0	14,250	14,250		3,700	0	0	3,700		10,550
	2024 Actual thru Feb 2024		0	2,704	2,704		1,114	0	0	1,114		1,590
	2023 Budget		0	12,950	12,950		10,200	0	0	10,200		2,750
	2023 Actual		1,425	1,605	3,030		895	0	0	895		2,135
Design Forum	2025 Budget - Draft #1		0	0	0		0	0	0	0		0
	2024 Budget		0	42,000	42,000		31,315	0	0	31,315		10,685
	2024 Actual thru Feb 2024		26,975	11,325	38,300		8,945	0	0	8,945		29,355
	2023 Budget		0	0	0		0	0	0	0		0
	2023 Actual		0	0	0		578	0	0	578		(578)
Art of Practice	2025 Budget - Draft #1		2,500	5,000	7,500		4,500	0	0	4,500		3,000
	2024 Budget		0	0	0		0	0	0	0		0
	2024 Actual thru Feb 2024		0		0		0	0	0	0		0
	2023 Budget		2,250	2,250	4,500		2,000	0	0	2,000		2,500
	2023 Actual		4,500	2,475	6,975		4,773	0	0	4,773		2,202
MEMBER COMMUNITIES												
I F R A A (To Be Deleted)	2025 Budget - Draft #1		0		0			0	0	0		0
	2024 Budget		0		0		0	0	0	0		0
	2024 Actual thru Feb 2024		400		400		19	0	0	19		381
	2023 Budget		600		600		200	0	0	200		400
	2023 Actual		200		200		0	0	0	0		200
Historic Resources	2025 Budget - Draft #1			0	0		0	0	0	0		0
	2024 Budget		0	0	0		0	0	0	0		0
	2024 Actual thru Feb 2024		0	0	0		1,224	0	0	1,224		(1,224)
	2023 Budget		600	1,500	2,100		1,200	0	0	1,200		900

AIA Virginia

2024-2025 Budget Year (Draft)

Template

PROGRAMS		REVENUES					EXPENSES					NET
		Dues	Sponsorships	Other	TOTAL	less	Direct	Staff Costs	Overhead	TOTAL	equals	REVENUE
	2023 Actual		0	0	0		345	0	0	345		(345)
AIA Fellows	2025 Budget - Draft #1		0	0	0		500	0	0	500		(500)
	2024 Budget		0	6,800	6,800		6,800	0	0	6,800		0
	2024 Actual thru Feb 2024		1,000	4,800	5,800		510	0	0	510		5,290
	2023 Budget		1,000	5,000	6,000		6,840	0	0	6,840		(840)
	2023 Actual		1,000	4,650	5,650		7,587	0	0	7,587		(1,937)
Women in Design (To Be Deleted)	2025 Budget - Draft #1		0		0		0	0	0	0		0
	2024 Budget		0		0		0	0	0	0		0
	2024 Actual thru Feb 2024			0	0		0	0	0	0		0
	2023 Budget		0		0		0	0	0	0		0
	2023 Actual			0	0		134	0	0	134		(134)
EMERGING PROFESSIONALS												
ELA 2.0	2025 Budget - Draft #1		5,000	81,000	86,000		38,000	0	0	38,000		48,000
ELA 2.0	2024 Budget		0	0	0		1,500	0	0	1,500		(1,500)
	2024 Actual thru Feb 2024				0			0	0	0		0
ELA 2.0	2023 Budget		5,000	32,000	37,000		42,000	0	0	42,000		(5,000)
	2023 Actual				0			0	0	0		0
Emerging Leaders in Architecture	2025 Budget - Draft #1		3,500	15,844	19,344		10,650	0	0	10,650		8,694
	2024 Budget		0	18,844	18,844		10,735	0	0	10,735		8,109
	2024 Actual thru Feb 2024		2,970	11,605	14,575		4,960	0	0	4,960		9,615
	2023 Budget		2,000	15,844	17,844		9,610	0	0	9,610		8,234
	2023 Actual		2,925	15,409	18,334		8,156	0	0	8,156		10,178
AIA VA / AIA (Univ) Prize	2025 Budget - Draft #1		1,000		1,000		6,500	0	0	6,500		(5,500)
	2024 Budget		0		0		5,000	0	0	5,000		(5,000)
	2024 Actual thru Feb 2024		0	0	0		0	0		0		0
	2023 Budget		0		0		5,020	0	0	5,020		(5,020)
	2023 Actual		0	0	0		3,200	0		3,200		(3,200)
Intern Development Program (To Be Deleted)	2024 Budget - Draft #1		0		0		0	0	0	0		0
	2024 Budget		0		0		0	0	0	0		0
	2024 Actual thru Feb 2024				0			0	0	0		0
	2023 Budget		0		0		0	0	0	0		0
	2023 Actual		0		0		0	0	0	0		0
OTHER												
Prize for Design Res & School (To Be Deleted)	2025 Budget - Draft #1		0	0	0		0	0	0	0		0
	2024 Budget		0	0	0		0	0	0	0		0
	2024 Actual thru Feb 2024				0		0	0	0	0		0

AIA Virginia

2024-2025 Budget Year (Draft)

Template

			REVENUES					EXPENSES				NET
PROGRAMS		Dues	Sponsorships	Other	TOTAL	less	Direct	Staff Costs	Overhead	TOTAL	equals	REVENUE
	2023 Budgtet		0	0	0		0	0	0	0		0
	2023 Actual				0		0	0	0	0		0
Design Awards	2025 Budget - Draft #1		0	27,000	27,000		825	0	0	825		26,175
	2024 Budget		0	26,580	26,580		852	0	0	852		25,728
	2024 Actual thru Feb 2024		250		250		566	0	0	566		(316)
	2023 Budget		0	24,000	24,000		1,790	0	0	1,790		22,210
	2023 Actual		200	25,330	25,530		734	0	0	734		24,796
GOVERNMENT ADVOCACY												
	2025 Budget - Draft #1		0	0	0		61,350	0	0	61,350		(61,350)
	2024 Budget		0		0		65,600	0	0	65,600		(65,600)
	2024 Actual thru Feb 2024		0		0		40,900	0	0	40,900		(40,900)
	2023 Budget		0		0		61,440	0	0	61,440		(61,440)
	2023 Actual		0		0		56,443	0	0	56,443		(56,443)
PUBLIC OUTREACH												
Inform Magazine	2025 Budget - Draft #1		0		0		5,000	0	0	5,000		(5,000)
	2024 Budget	0	0	0	0		77,000	0	0	77,000		(77,000)
	2024 Actual thru Feb 2024			435	435		42,811	0	0	42,811		(42,376)
	2023 Budget	0	0	6,000	6,000		13,700	0	0	13,700		(7,700)
	2023 Actual			575	575		40,713	0	0	40,713		(40,138)
Commun / Public Relations	2025 Budget - Draft #1		0	5,000	5,000		22,700	0	0	22,700		(17,700)
	2024 Budget		0	5,000	5,000		45,176	0	0	45,176		(40,176)
	2024 Actual thru Feb 2024			4,693	4,693		3,617	0	0	3,617		1,076
	2023 Budget		0	6,000	6,000		7,000	0	0	7,000		(1,000)
	2023 Actual			4,699	4,699		14,380	0	0	14,380		(9,681)
Architecture Advocacy	2025 Budget - Draft #1		0		0		10,500	0	0	10,500		(10,500)
	2024 Budget		0		0		15,500	0	0	15,500		(15,500)
	2024 Actual thru Feb 2024				0		3,402	0	0	3,402		(3,402)
	2023 Budget		0		0		10,000	0	0	10,000		(10,000)
	2023 Actual				0		2,291	0	0	2,291		(2,291)
Honors	2025 Budget - Draft #1		7,685	18,750	26,435		3,400	0	0	3,400		23,035
	2024 Budget		0	33,255	33,255		26,500	0	0	26,500		6,755
	2024 Actual thru Feb 2024		7,250	12,000	19,250		24,319	0	0	24,319		(5,069)
	2023 Budget		16,000	15,000	31,000		25,350	0	0	25,350		5,650
	2023 Actual		13,600	19,255	32,855		23,914	0	0	23,914		8,941
DOCUMENTS SALES												
	2025 Budget - Draft #1			36,200	36,200		5,600	0	0	5,600		30,600

AIA Virginia

2024-2025 Budget Year (Draft)

Template

PROGRAMS		REVENUES					EXPENSES					NET
		Dues	Sponsorships	Other	TOTAL	less	Direct	Staff Costs	Overhead	TOTAL	equals	REVENUE
	2024 Budget		0	59,200	59,200		5,100	0	0	5,100		54,100
	2024 Actual thru Feb 2024			33,050	33,050		4,299	0	0	4,299		28,751
	2023 Budget		0	59,000	59,000		5,250	0	0	5,250		53,750
	2023 Actual			62,626	62,626		5,987	0	0	5,987		56,638
Capital Partners												
(To Be Deleted)	2025 Budget - Draft #1							0	0	0		0
	2024 Budget			0	0		0	0	0	0		0
	2024 Actual thru Feb 2024			0	0			0	0	0		0
	2023 Budget			0	0		0	0	0	0		0
	2023 Actual			0	0			0	0	0		0
MEMBER SERVICES / GOVERNANCE												
Services	2025 Budget - Draft #1	667,606	0	0	667,606		11,600	0	0	11,600		656,006
	2024 Budget	660,190	0	0	660,190		12,360	0	0	12,360		647,830
	2024 Actual thru Feb 2024	559,593		1,887	561,480		637	0	0	637		560,843
	2023 Budget	645,432	0	0	645,432		12,100	0	0	12,100		633,332
	2023 Actual	622,287		1,150	623,437		(37)	0	0	(37)		623,475
Organizational Liaison	2025 Budget - Draft #1		0	0	0		33,500	0	0	33,500		(33,500)
	2024 Budget		0	3,500	3,500		18,900	0	0	18,900		(15,400)
	2024 Actual thru Feb 2024		0	0	0		6,372	0	0	6,372		(6,372)
	2023 Budget		0	3,500	3,500		20,650	0	0	20,650		(17,150)
	2023 Actual		5,466	0	5,466		13,071	0	0	13,071		(7,605)
Board / Exec Comm	2025 Budget - Draft #1				0		18,500	0	0	18,500		(18,500)
	2024 Budget		0		0		16,875	0	0	16,875		(16,875)
	2024 Actual thru Feb 2024		0		0		14,952	0	0	14,952		(14,952)
	2023 Budget		50,000		50,000		16,875	0	0	16,875		33,125
	2023 Actual		0		0		11,143	0	0	11,143		(11,143)
Board Committees (To Be Deleted)	2025 Budget - Draft #1		0		0		0	0	0	0		0
	2023 Budget		0		0		0	0	0	0		0
	2024 Actual thru Feb 2024		0				0	0	0	0		0
	2023 Budget		0		0		0	0	0	0		0
	2023 Actual		0				0	0	0	0		0
OPERATIONS												
Administrative Services	2025 Budget - Draft #1		0	0	0		5,000	0	0	5,000		(5,000)
	2024 Budget			0	0		0	0	0	0		0
	2024 Actual thru Feb 2024			0	0		0	0	0	0		0
	2023 Budget			25,500	25,500		0	0	0	0		25,500

AIA Virginia

2024-2025 Budget Year (Draft)

Template

PROGRAMS		REVENUES					EXPENSES					NET
		Dues	Sponsorships	Other	TOTAL	less	Direct	Staff Costs	Overhead	TOTAL	equals	REVENUE
	2023 Actual			17,000	17,000		0	0	0	0		17,000
Financial Operations	2025 Budget - Draft #1		0	15,000	15,000		20,000	0	0	20,000		(5,000)
	2024 Budget		0	2,500	2,500		23,250	0	0	23,250		(20,750)
	2024 Actual thru Feb 2024		0	25,603	25,603		15,078	0	0	15,078		10,525
	2023 Budget		0	2,500	2,500		21,600	0	0	21,600		(19,100)
	2023 Actual		0	19,279	19,279		18,547	0	0	18,547		731
Office Rental	2025 Budget - Draft #1		0	34,200	34,200		43,393	0	0	43,393		(9,193)
	2024 Budget		0		0		75,083	0	0	75,083		(75,083)
	2024 Actual thru Feb 2024			37,510	37,510		55,068	0	0	55,068		(17,558)
	2023 Budget		0		0		70,088	0	0	70,088		(70,088)
	2023 Actual				0		73,074	0	0	73,074		(73,074)
Office Operations	2025 Budget - Draft #1				0		292,465	381,328	0	673,793		(673,793)
	2024 Budget		0		0		219,596	273,620	0	493,216		(493,216)
	2024 Actual thru Feb 2024		0	1,000	1,000		147,114	256,402	0	403,516		(402,516)
	2023 Budget		0		0		263,637	415,183	0	678,820		(678,820)
	2023 Actual		0	1,427	1,427		229,559	386,519	0	616,078		(614,651)
Net assets Contribution												
	2025 Budget - Draft #1	**667,606**	**115,854**	**328,958**	**1,112,417**		**698,783**	**381,328**	**0**	**1,080,111**		**32,306**
	2024 Budget	660,190	93,497	293,723	1,047,410		775,290	273,620	0	1,048,910		(1,500)
	2024 Actual	559,593	129,570	225,540	914,703		472,236	256,402	0	728,638		186,066
	2023 Budget	645,432	199,665	333,150	1,178,247		763,064	415,183	0	1,178,247		0
	2023 Actual	622,287	103,675	260,477	986,439		618,783	386,519	0	1,005,302		(18,863)

AIA Virginia

2024-2025 DRAFT Budget Notes
( ) denotes FY 2023-2024 actual figures where applicable

1. Invest in future generations and develop visionary leaders for service

- **Visions (In Person)**

  Budgeted Revenue: $26,435 ($19,250)
  Budgeted Expenses: $3,400 ($24,319)

- **Mid-Career Professionals Leadership Program (16-20 participants)**
  This program is an Executive Leadership Program for Mid -Career Professionals. Delivered through a combination of focused retreats, virtual courses, and independent study, this intensive leadership development program blends experiential learning, case studies, and individualized coaching to accelerate the development of the next generation of influential firm leaders.

  Budgeted Expenses: $1,500 (Development Stage)

- **Regional Associate Director and Young Architects Regional Director Funding**
  This proposed budget provides an allocation of $4,500 ($2,250) to be split evenly between the two positions as travel stipends to assist them in attending AIA National events such as Grassroots and the Conference on Architecture and Commonwealth events. This item is located within the Organization Liaison Budget.

- **Amber Book Subscription for 25 Licenses**
  This was funded by The Branch Museum during 2021 budget cycle. The approximate cost for Amber Book is $6,900. This item is in the Member Services Budget. This line item will eventually switch over to Foundation.

2. Advance initiatives that promote resilient, sustainable, and equitable design excellence

- **Art of Practice (In-Person)**

  Budgeted Revenue: $7,500 ($6,975)
  Budgeted Expenses: $4,500 ($4,773)

- **Architecture Exchange East (In-Person)**

  Budgeted Revenue: $179,832 ($169,653)
  Budgeted Expenses: $100,100 ($96,329)

3. Advance initiatives that support equity, diversity, and inclusion

- **Virginia NOMA**

  This proposed budget provides an allocation of $3,000 to help the new organization’s trajectory. This item is in the Architectural Advocacy budget.

4. Expand our influence by investing in strategic partnerships

- **Public Outreach Community Dinners**
  This proposed budget provides an allocation of $3,400 to cover two Community Dinners around the state which includes the cost for food and beverage. In addition, the host may require rentals for tables, chairs, and dinnerware. This item is located in the Architectural Advocacy budget.

- **NCARB Regional Summit**
  This proposed budget sponsors the NCARB Region 2 Summit at $1,000. The summit brings together practitioners, educators, and regulators from Virginia, West Virginia, Pennsylvania, New York, New Jersey, Maryland, and Washington D.C. for a collaborative educational event.

5. Promote the value of membership

- **Communications and Marketing Manager Position**
  This budget allocates money for the position of Communications and Marketing in the form of 1099 employees to invest in improving our communications to our members and the public.

6. Be a model of a strong and growing non-profit organization

- **Membership Dues**
  In FY 2023-2024 we anticipated the business climate improving for the fiscal year. As such, we budgeted $660,190 in anticipation of meeting the goal and continuing to see business conditions normalize. The budgeted increase for 2025 will be by a moderate 1% to $667,606.

- **Patrick Cushing (Fall Strategies) Lobbying Efforts**
  Fall Strategies will continue to maintain its fee of $55,000 for the fiscal year.

- **Board Giving**
  Having the Board facilitate our sponsorship efforts has become increasingly important, particularly with our reduced revenues and the need to continue to make contributions to the Financial Contingency Fund. This budget does not assign any responsibility to the Board but encourages efforts to make sure the budget is a success.

- **AIA Grassroots**
  This proposed budget supports a flat stipend of $2,000 each for the President, President-Elect and Executive Vice President to attend AIA Grassroots – our national leadership development event.

- **AIA Conference on Architecture**
  This proposed budget supports a flat stipend of $2,000 each for the President, President-Elect, and Executive Vice President to attend the Conference on Architecture.

- **2025 Board Retreat**
  The Board will consist of 16 members when the At-Large Director is elected. An allocation of $10,000 has been budgeted for this strategy and planning the annual meeting and relationship building experience.

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

Item

AIA'2024 Elections

Background

The following candidates are running for elective office:

At-large Director
Adam Viorel Pantelimon-Negrut, Intl. Assoc. AIA
Kenneth J. Filarski, FAIA
Varun Kohli, FAIA
Matthew Toddy, AIA

Secretary
Joshua Flowers, FAIA
Lester Korzilius, FAIA

2025 President-elect
Illya Azaroff, FAIA
Ryan J. Gann, AIA
Steven Lewis, FAIA

Additional information on the candidates can be found here: https://www.aia.org/candidates-elective-office-2024

Elections will occur at the 2024 AIA Annual Meeting, scheduled for WED 5 June 2024 from 1-4pm.

President Callahan will serve as delegate during the Conference and will cast votes on behalf of AIA Virginia.

Action:

The Board will need to determine which candidate it prefers for each office.

The Board may provide additional direction to be considered in the case of a withdrawal/disqualification and/or a run-off.

Motion:

That the AIA Virginia Board of Directors direct President Callahan, as delegate, to vote for the following candidates [list candidates and office, including any conditional direction]

AIA New Member Categories
Component Staff Leader FAQ

This document is intended for Component Staff only. It is not intended for distribution to volunteer leaders or members, as other FAQ documents will be designed for those audiences. The majority of information in this document is operational and written with a background of staff baseline understanding of AIA membership administration.

Introduction

The Member and Volunteer Engagement Priority Project is a series of initiatives that will position the organization to engage better, serve, and communicate with a broader set of AIA members. As a result of the work, AIA will be able to modernize our membership structure and operationalize new engagement, experience, and involvement strategies. This work will give AIA and its components a more robust understanding of our members at a deeper level, better activate current members, and recruit and serve more diverse members.

One of the main initiatives of this project is to modernize AIA's membership categories. By updating our membership categories, we will expand the AIA Community and position the organization as the convener for the built environment, support current members at their career stage, and increase membership dues revenue. This work is consistent with AIA's bold strategic plan, which explicitly states that we envision creating a big tent organization and collaborating with those who realize the power of design to solve problems. The proposed new membership structure delivers on that goal and further positions AIA to engage design, construction, and community stakeholders.

Membership Categories define the way people can join AIA. The key category segments below represent both "categories" and "statuses," which in some cases may be combined (e.g., an Architect Fellow who retires and becomes Architect Fellow Emeritus).

These descriptions represent the most simplified level of category differentiation.

Architect	• Individuals possessing a valid U.S. Architecture license.
Internationally Licensed	• Individuals possessing a valid non-U.S. Architecture license.
Associate	• Associate AIA: Individuals with a U.S. degree in Architecture or are practicing architectural design under the direct guidance of a licensed architect. • Senior Associate AIA: Individuals with 10+ years of Associate membership who opt-in to show commitment to the Architecture profession without being licensed. • International Associate AIA: Individuals with a non-U.S. degree in Architecture.
Academic	• Individuals teaching architecture in a post-secondary school who are not practicing architecture in a non-academic setting.
Allied	• Individuals with a license in a key adjacent field or employed in professions licensed or otherwise that support the business of architecture.
Student	• Individuals studying architecture in a post-secondary school.
Fellow	• Individuals with 10+ years of appropriate membership and approved by the Jury of Fellows.
Honorary Fellow	• Individuals residing outside the U.S. with a non-U.S. Architecture license and approved by the Jury of Fellows.
Emeritus	• Individuals retiring from architecture, 70+ years old, with 15+ consecutive or 25+ total years of membership.
Honorary Member	• Individuals of esteemed character providing distinguished service to the architecture profession and approved by the Jury of Honorary Members.

New members will gain access to an array of AIA benefits, including a wide array of digital resources, networking opportunities, member discounts, and professional development resources.

AIA

<u>Timeline for New Membership Categories</u>

The evaluation and design of the proposed membership structure kicked off in October 2022. Throughout 2023, AIA HQ staff worked with stakeholders from across the organization, including the Board of Directors, to develop and refine the structure above. AIA's Board of Directors approved the new membership structure and bylaw changes at their January 2024 meeting. The following are key dates and activities to be aware of:

- April 5, 2024: All bylaw and resolution information will be sent to AIA Delegates, including a summary of the new membership categories.
- May 1, 2024 (3 pm ET): AIA Townhall for Delegates to review and discuss bylaw changes and resolutions.
- May 7, 2024 (12 pm ET): AIA Townhall for Delegates to review and discuss membership category bylaw changes.
- May 10, 2024 (2:30 pm ET): Chapter Webinar: Delegate Accreditation Process
- May 15, 2024 (10 am ET): AIA Townhall for Delegates to review and discuss membership category bylaw changes.
- June 5, 2024: The AIA Annual Business Meeting is held, where delegates will vote on all bylaw changes and resolutions.
- June 20, 2024: Sample bylaws will be distributed to AIA Components.
- January 1, 2025: AIA's new membership structure begins.

<u>Frequently Asked Questions</u>

- What changes are happening for the Architect category?
    - No changes are being made to the Architect membership category, and all current requirements will remain the same as part of the membership restructure. The AIA designation is recognized by clients, civic leaders, the public, and the AEC industry as an abiding commitment to professional excellence. Please note that no new member categories will be allowed to use the AIA designation.

- What specific benefits to the AIA come from "broadening the tent"?
    - The AIA Strategic Plan directs us to "Create a bigger tent" to "Collaborate with those who realize the power of design to solve problems." By updating our membership categories, we will expand the AIA Community and position the organization as the convener for the built environment, support current members at their career stage, and increase membership dues revenue. This expansion will focus on domestically and internationally licensed architects because the environmental threat we're facing is global, and we need to connect effective design to a global scale. The proposed new membership structure delivers on that goal and further positions AIA to engage design, construction, and community stakeholders.

- What current numbers are in the existing categories, mapped onto the proposed new categories?

Category	2024 Year-end membership projections	Total Audience
Architect	68,194	119,906
Associates	19,488	35,361
Allied	1,465	86,110
International Associate	1,721	2,700,000
Academic	400 (estimated)	6,420
Student	0	30,000

- What membership increase does AIA anticipate achieving with the proposed new categories?
    - The new categories are just the first step. We will use the categories as a platform to communicate more targeted messages to prospective and new members, educate them on, and deliver relevant value. We will target 10% growth across all membership categories over the next three years, focusing on Architect and International, where we have the most significant opportunity.

- What is the marginal cost of servicing a new member in each category, and thus, what does the Institute earn with each new member?
  - We estimate what the Institute will earn using a Lifetime Value of a Member (LVAM) calculation, which multiplies the revenue of a member annually by the average years of membership. Members contribute an average of $511 of revenue annually to AIA National. Based on the average lifetime membership of 19 years for architects, the lifetime value is $9,709. Based on the average lifetime membership of 5 years for associates, the lifetime value is $2,555. We believe the other categories have LVAMs similar to associates' and expect our international category to have a longer average lifetime based on the increased value we intend to deliver.

- Is this primarily an internal initiative, the product of consultation with AIA components and membership, or a combination of both?
  - This initiative included a cross-section of AIA's member stakeholders, including the Board of Directors, committees, member groups, and representatives from the component network. The engagement process will continue through the annual business meeting to understand the new structure and clearly articulate how this supports architects in their critical work.

- Is it expected that components will provide benefits for each category?
  - As with any member, it is essential to have engagement at the local, state, and national levels. For the new categories of Academic and Student, it is important for AIA components to provide access to the already established rich opportunities and programming to serve these new members. From networking opportunities, events, and participation in volunteer groups – these new members will be key contributors to the organization.
  - The Allied membership will remain as it is today, and benefits will only be at the national level. AIA components will not be expected to provide local benefits to these members. HQ will ensure that the one-tiered membership is clearly articulated as part of the joining process for Allied members.

- How will these categories be governed to ensure members join/remain in the appropriate category?
  - AIA HQ's membership team will continue to review membership records to ensure accurate placement within the membership model. In addition, we will visibly post key details such as the Academic non-practicing requirements on applications and ensure there is an acknowledgment from the member. In addition, our ethics policy is in place as a last-resort tool to enforce all AIA membership standards and qualifications.

- Will the dues model change for the new membership categories?
  - Components can expect to continue submitting dues amounts for all current categories.
    - For the new Academic category, components can opt-in to standard dues rates($199 estimated) in which revenue will be shared equally across membership tiers.
    - For the Internationally Licensed Architectural Professional, the current International Associate rate ($230) plus the annual increase determined by the component.
    - No dues rates need to be submitted for the student category since this membership is complimentary.
    - More information will be shared with components during the call for dues webinar on June 26, 2024. The deadline to submit 2025 dues will be September 15, 2024.

- Have dues rates for these new categories been set for 2025?
  - The Board of Directors will establish all dues rates in May 2024. The staff recommendations for new categories are outlined below. Please note that revenue will be shared equally across all tiers of AIA for the academic category.

Category	2024 Dues	2025 Dues
Internationally Licensed Architectural Professional	$230	$230 plus Core CPI *
Academic	N/A	$199 across three tiers **
Student	N/A	$0 across three tiers **

- How will this impact governance throughout AIA?
  - There are no changes to the governance structure for any existing membership category. With the expanded membership categories, Internationally Licensed Architectural Professionals will gain voting rights for many matters impacting AIA governance. For Allied, Academic, and Student- there are limited voting rights associated with each category. Many state and local AIA components may already have Allied, Academic, and Student membership categories with rights and responsibilities already defined in their Bylaws. Those categories' rights and responsibilities at the component level may differ from the chart below and are not required to change. For your convenience, we have included an AIA HQ Chart of Category Privileges below:

Category	**Architect**	**Internationally Licensed Architectural Professional**	**Associate**	**Allied**	**Academic**	**Student**
Vote on section, chapter, and state boards	Yes	Yes	Limited	No	Limited	No
Speak in component meetings on business matters and in elections	Yes	Yes	Yes	Limited	Yes	No
Vote in component meetings on business matters and in elections	Yes	Yes	Limited	No	Limited	No
Appointed as members of committees	Yes	Yes	Yes	Limited	Limited	Limited
Serve as a chapter delegate	Yes	Yes	Limited	No	No	No
Serve as a national officer, national director, or component officer or chair	Yes	Limited	Limited	No	No	No
Pin and Symbol	Yes	Yes	Yes	No	No	No
Designation	AIA/FAIA (or Member Emeritus)	Intl. Lic. AIA or Honorary FAIA (or Member Emeritus)	Assoc. AIA, Senior Assoc. AIA, Intl. Assoc. AIA (or Member Emeritus)	None	None	None
Statuses	Emeritus, Fellow	Emeritus	Senior, Int'l, Emeritus			
C.E. (HSW or L.U.)	18	6	6	N/A	N/A	N/A

The blue boxes above indicate areas of change; all non-shaded areas are unaffected.

- How will we handle migrating current members to these new categories?
  - Current International Associates meeting the Internationally Licensed Architectural Professional criteria will be sent information in late 2024 notifying them of their new membership category.
  - For Associates and Academics, AIA will not preemptively change any member's category as part of this expansion. Members who opt to change to Sr. Associate and Academic must submit an online change request to be moved to a new category. As part of that process, the members will acknowledge that they meet the criteria for the new membership. Please remember that the member must remain in the corresponding category to use the AIA, FAIA, or Associate AIA designations.

Internationally Licensed Architectural Professionals

- Why are only six (6) continuing education credits required for Internationally Licensed Architectural Professionals, less than the eighteen (18) hours currently required today?
  - To maintain their applicable license in the counties where they operate, Internationally Licensed Architectural Professionals must participate in defined amounts of continuing education (CE) each year or recurring period. Respecting the variability of these requirements globally, AIA will require 6-hours of CE for members in this category.

Associate

- Will current Associate AIA members be required to have six hours of CE for the 2025 renewal period?
  - Members who renew their Associate membership in 2025 will renew for an Associate category that requires continuing education. This is consistent with the forward-thinking standard that all members with a designation must have continuing education requirement to show dedication to the profession. These continuing education credits will not be required at the point of renewal and will only need to be completed in time for the 2026 continuing education audit cycle.

- What is the value proposition for switching to a Senior Associate?
  - As the profession continues to evolve, many architecture school graduates choose not to seek licensure and are still dedicated design professionals. As part of exploring the new membership structure, current Associate members reported a desire to signify their breadth of expertise and tenure as design professionals. The status and designation of "Senior" is earned through 10+ years of Associate membership.

- What changes can US-based International Associates expect with the new membership structure?
  - Members can be International Associates regardless of current residence location since the category is based on the location of the architecture degree (i.e., US degree vs. non-US degree).

Student

- Many AIAS students assume they are already members of the AIA. Will this new category confuse these students?
  - The current confusion is one of the reasons for this new category. AIAS is an independent organization and a member of the Architectural Alliance, but its members do not automatically become AIA members. By partnering with AIAS and other existing student organizations, AIA will be able to begin communicating earlier with this important segment, provide a seamless transition to the free 18-month New Grad membership, and help grow student involvement everywhere, even where an existing AIAS, NOMAS, or other student organization chapter is not present. This will support more architecture students and help all organizations expand their influence and offerings.

- Does a student need to be enrolled in an NAAB-approved architecture program to join the student membership category? What about related fields of study? Or non-NAAB and community colleges?
  - AIA is taking an expansive view of the architectural community, and we want to be as inclusive as possible for this pipeline of future architects and design professionals. As such, this category will be open to anyone in a post-secondary school interested in architecture.

- Will the free 18-month New Graduate membership promotion remain? Will it change to a graduated dues model?
  - The first 18 months after graduation will still be a $0-dollar New Grad Associate membership. We do not plan to implement graduated dues but are evaluating that possibility for the future.

Academic

- Why is there a new category dedicated to Academics when they could join as Architect or Associate Members in the past? Will this discourage educators from joining in other categories?
    - As part of exploring the new membership structure, Academics reported the desire to be a part of the AIA community. Still, many of the benefits are tailored to practicing architects or those on the path to licensure. This new category allows educators to engage with AIA at a reduced price but with a more suitable benefits set. Educators will still have the option to be an Architect or Associate member if they meet those requirements and may choose to use the AIA or Associate AIA designations.

- What are the parameters for this category?
    - This category will be for individuals teaching architecture in a post-secondary school who are not practicing architecture in a non-academic setting. This category is not intended for licensed individuals working outside an academic setting most of the time. Adjunct Professors working full-time as Architects must remain in the appropriate membership category to use the AIA, FAIA, and Assoc. AIA designations.

- Are academics teaching in non-NAAB schools and community colleges allowed to be AIA members?
    - Yes, individuals who teach architecture at all post-secondary schools will be eligible.

- What will be the financial impact on components? What if all academics shift to this category?
    - We do not anticipate that all academics will shift to this category. You must remain in those corresponding member categories to use the AIA, Associate AIA, and Fellow (FAIA) designations. This category will not be available for individuals who serve in adjunct professorial roles. Not having a designation will deter individuals who could be either Architects or Associate members and have the corresponding designation.

- How can we leverage academic members to influence architectural students?
    - Students who have professors who are AIA members have a greater appreciation and awareness for the organization. We intend to provide value to academic members by helping them increase their visibility as subject matter experts throughout the AIA community. This increased value will improve the affinity of educators toward AIA, which will be transferred to their students. As with other member categories, this begins with creating more value for these members.

Allied

- What changes are being made to the allied membership category?
    - The Allied Member Category currently exists at the National level, and the rights and privileges remain unchanged. The AIA HQ membership will only be for those individuals with a license in a key adjacent field or employed in professions licensed or otherwise that support the business of architecture.

- How will information be shared between HQ and components, and how will local allied members interface with this category?
    - Components will continue their current offerings to allied members as a standalone option in their markets.
    -

- Some individuals may be eligible for both Allied and Associate membership. Is there a process in place to counter confusion?
    - Associate membership is for individuals with a U.S. degree in architecture or practicing architectural design under the direct guidance of a U.S. licensed architect. Allied membership will be targeted at adjacent design professionals and vendors. In cases of confusion, AIA's membership team will be available to direct prospective members to the appropriate category.

- Currently, are all CE providers also Allied members?
  - AIA HQ does not bundle allied membership for CES providers. Being a provider does not make an individual (or company) an AIA member.

Category Designation Examples

Below are example signature block lines for the new or updated membership category designations. All other currently existing category designations will remain unchanged, including Fellow, Emeritus, and Honorary statuses. **There are no changes to the AIA designation for Architects.**

Category Updates	Proposed Designations
Internationally Licensed	John Smith, Intl. Lic. AIA
Senior Associate	John Smith, Sr. Assoc. AIA
International Associate	John Smith, Intl. Assoc. AIA (same as current category)

No designations are applicable for Academic, Student, and National Allied categories.

If you have additional questions, please contact:

- Mike Skiados, AIA Managing Director, Membership Strategy and Engagement
- Kevin Watkins, Chief Membership Officer

Dear AIA Board of Directors, 04 April 2024

Questions and serious concerns have arisen recently in various quarters about multiple issues within the AIA. We write to request that the Board of Directors examine these matters thoroughly and report their findings to the membership. We recognize such examinations may require time but members should begin hearing from the Board on these matters beginning with the Town Hall meeting scheduled for May 1, 2024 with additional information presented at the Annual Meeting June 5, 2024.

In addition to concerns about finances and management, claims are circulating about potential misspending, nepotism, cronyism, and the pursuit of personal gain.

The undersigned make no such allegations or claims, but express profound concern that speculation of this kind could stain the reputation of the organization, its members, and the profession itself. Clarification of these matters in the near term is essential.

Institute Finances.
Public records, such as ProPublic's *Nonprofit Explorer,* show that the Institute has been operating at a significant deficit and may continue to do so in coming years. The members, as represented by their delegates to the Annual Meeting, need a clear and explicit accounting of the reasons for these deficits and plans for how the AIA at the National Component will resolve them while minimizing any financial impacts on other levels of the organization. This includes an accounting of steps being taken or contemplated to increase revenues and to reduce costs, and the gist of any expert advice the AIA may have received from outside financial consultants or advisors.

Requested action: We ask the Board to direct an examination of the AIA's current financial situation, and specifically with respect to the $13.5 million deficit recently identified in remarks made to George Miller by leadership. This examination should be conducted by an independent auditor working with the AIA's Chief Financial Officer and its General Counsel, the two staff professionals who have independent fiduciary obligations to the organization and will report their findings to the Board. We also ask the Board to direct an independent analysis of the AIA's options to address its deficits, with such analysis conducted by a financial expert appointed by the Board to work with the Chief Financial Officer and the General Counsel, who shall report their findings directly to the Board, who shall also report such findings to the membership.

Staff Retreat Abroad.
Members have expressed astonishment and even outrage upon learning of a large staff retreat this year involving travel to a resort and casino complex outside of the United States. Please explain the decision to incur such expenditures during a stated period of financial difficulty. Beyond the costs of holding such a retreat, we note that the AIA strategic plan calls for full-force efforts to address global climate challenges. What is the justification for the "carbon footprint" associated with such travel? Members must be confident that policies and disciplines are in place to conserve financial resources and to abide by the AIA commitments to responsible environmental stewardship.

*Requested action***:** We request that the Board direct the CEO to provide to them contracts, agreements, and payments made for the March 2024 staff retreat in Punta Cana, Dominican Republic. This should include hotel contracts, flight and transportation reimbursements, and passport renewal reimbursements. Included should be the number of actual staff that attended the retreat. We also request that the Board direct the CEO to provide all contracts, agreements, and payments made for each of the quarterly staff meetings held in the District of Columbia in 2023, separated by meeting date.

Proposed Membership Initiative.

Proposals to amend the AIA bylaws and change membership categories signals a significant shift and a departure from its core mission: ". . . *to unite in fellowship the Architects of this continent, and to combine their efforts to promote the artistic, scientific, and practical efficiency of the profession.*"

Members are concerned that the further the AIA moves away from meeting the needs of practicing architects, the more it deviates from its basic purposes and from serving the interests of most members. The proposed approach to membership categories poses additional problems. Offering membership to people qualified in interior design and engineering is inappropriate when members are engaged in ongoing conflicts with those same professions over the right to practice architecture.

Separation of “academic” members from architect members is divisive and unlikely to achieve the unity of purpose our profession needs. Furthermore, the AIA has tried this approach in the past, without meaningful changes in membership or revenues. There is no reason to believe this time will be any different.

Requested action: Please share information on how the proposed new member categories have been evaluated from financial and policy perspectives, so members can evaluate whether these changes are appropriate and likely to deliver significant advantages to the AIA. This should include an assessment of the implications for the state and local components including their costs of attracting and servicing new members.

Management and Staffing.

Several employees of the national staff with substantial institutional experience and knowledge have departed in the past year or so. Members should be made aware of the qualifications, experience, and skills brought by new senior employees. In addition, members have expressed concerns about people now in senior AIA positions who have had or may still have business relationships with the CEO. Hiring must result from an open, transparent recruiting process, a clear understanding of needs and qualifications, and a thorough evaluation and resolution of any conflict-of-interest issues.

Action requested: Please direct the CEO to inform members about who is responsible for what at senior levels, and to introduce new employees filling senior positions, their backgrounds, their functions, and their value to the Institute.

Stipends for Senior Officer.
Except for the very last individual to join our ranks, every former AIA president has served on an entirely voluntary basis, with reimbursement, at cost, of travel and lodging expenses. Some of us support providing a financial stipend and a blanket expense allowance to senior elected officers, but this decision and the sums involved have never been presented or debated in an open member forum.

Furthermore, this step raises at least the *potential* implication of personal interests for those who chose to run for office and now hold office; they knew when they ran that there was no compensation and even if they recused themselves from a direct vote, they nonetheless *appear* to have awarded themselves a stipend.

Action requested: Please slate this matter for presentation, discussion, and possible further action during the Institute's annual business meeting.

Legal Dispute with Elected Officer.
Members report having learned that the Board was engaged in a dispute with an elected officer involving legal proceedings. This matter deserves elucidation to the fullest degree possible and assurances that all issues have been resolved to the complete satisfaction and protection of the interests of all involved.

Action requested: We request that the Board, in executive session, receive an oral report from the AIA General Counsel regarding any such matter. No other AIA employees should be included in this executive session, but the elected officer(s) who were affected should be in attendance.

Sale of Contract Documents Business.
Multiple questions have arisen from members about the sale of the AIA's contract documents business. We understand that this is a *fait accompli* and was completed after deliberations and due diligence by a former Board. Nonetheless, members should receive a report on the reasons for the sale of this asset, disposition of any lump sum payments received, any ongoing income from the sale and its implications for future budgets.

Renovation of the Headquarters Building.
1735 New York Avenue NW is the Institute's greatest financial asset and a flagship for the profession. Members have profound interest in the building and should receive a detailed report on the status of the schedule and the budget for its renovation, planning to retire any debt resulting from the renovation, as well as plans for its re-occupation and use after completion of the work. Additional questions have been raised regarding the potential designation of the Headquarters Building as historic structure or district. An explanation of decisions made to forgo such designations and their potential benefits should be provided to the members.

Disappearance of Magazine.
The publication *Architect* was among the benefits of AIA membership, serving as a vehicle for news of the profession, articles on topics of professional interest, and a showcase for architectural design. Once billed as the AIA's official publication, it now seems to have disappeared, without explanation. Members have asked if dues will be adjusted for this and should be informed of what to expect.

In closing, we wish to emphasize that no one among us disputes or wishes to usurp the operational and fiduciary responsibilities invested in the people elected and employed to fulfill them. However, these questions and concerns clearly show that members need to hear more frequently and in greater detail and transparency from the AIA Board and staff leadership.

All AIA members have a right and a duty to examine—and in some instances to debate and vote upon—any significant developments or proposed steps that affect their professional interests and the stature of their association. These rights and responsibilities cannot be completed without accurate and timely information.

Thank you for your time and consideration. We trust you know that our concerns and requests are submitted in good faith, with respect, and with certainty that the Board will take all steps needed to maintain the AIA's good name and its members' confidence.

Sincerely, [former Presidents agreeing to sign]

George Miller FAIA Chair, Council of Former Presidents

Randly Vosbeck FAIA

Donald J. Hackl, FAIA

Sylvester Damianos, FAIA

Jim Lawler, FAIA

L. William Chapin, II, FAIA

Raymond Post Jr., FAIA

Michael J. Stanton, FAIA

Ronald L. Skaggs, FAIA

Gordon H. Chong, FAIA

Thompson E. Penney, FAIA

Eugene C. Hopkins, FAIA

Douglas L. Steidl, FAIA

Katherine Lee Schwennsen, FAIA

RK Stewart, FAIA

Clark D. Manus, FAIA

Jeff Potter, FAIA

Helene Combs Dreiling, FAIA

Elizabeth Chu Richter, FAIA

Russell A. Davidson, FAIA

Thomas Vonier, FAIA

Carl Elefante, FAIA

17 April 2024

2024 AIA National Council of Architectural Component Executives (CACE)

Dear CACE Members,

On behalf of our colleagues from the Former Chancellors, the College of Fellows Executive Committee, AIA Former Presidents, and the Council of COF Regional Representatives, we want to make you aware of a Bylaw Amendment that AIA is proposing that effects advancement to Fellowship.

Some of you may be aware of the AIA Bylaw Amendment to Article 2.42 that would allow officers of the Board (President, President-Elect, Secretary and Treasurer) to be automatically advanced to Fellowship without formal submissions or vetting by a Jury of Fellows. This amendment is scheduled to be voted on by the Board at their 8 May 2024 meeting and if 2/3 of the Board vote in favor, it will be instituted without bringing it to the full membership at AIA'24.

We cannot let this happen!

The proposed amendment has generated widespread opposition from the Former Chancellors of the College, Former Presidents of the AIA, the COF Executive Committee, the Council of COF Regional Representatives, and numerous components from across the country.

Attached are the letters of opposition from our four groups and following is a listing of saliant points from those letters that are associated with this initiative:

- *Advancement to Fellowship involves a very rigorous process that includes a detailed submission and subsequent vetting by a distinguished Jury of Fellowship.*
- *Currently, recipients of the coveted Gold Medal, Kemper Award and Whitney Young Award are all eligible for direct advancement to Fellowship. These three award categories are based on superior career achievements of an architect and are the result of a very rigorous peer review process which is very similar to submissions for Fellowship – these individuals are certainly worthy of being automatically elevated to Fellow.*
- *Conversely, being an officer on the Board is certainly an important achievement but does not include the rigorous submission process as the above-mentioned Award recipients and should not entail automatic advancement to Fellows solely because of a position on the Board.*
- *Officers on the Board should go through the traditional submission process for Fellowship and if their career achievements rise to a certain level (beyond a Board position) the Jury will then have the opportunity to seriously consider advancement.*
- *Elevation to the College of Fellows has a clear and incomparable distinction from being elected to an office. Fellowship is a distinction that is achieved based on clear impact and "ripple effect" originating from the architect candidate and resonating through the profession or society bringing about solid and meritorious results. Serving as an officer may create such a ripple effect, but being elected does not.*
- *The proposed amendment would bypass the existing procedure evaluating candidates based on their extraordinary achievements by an established and highly regarded jury of their peers. The procedure that currently is in place is appropriate and should remain without change.*

AIA
College of Fellows

- *Although there certainly may be warranted slight adjustments to the Fellowship program and or Jury objectives, a thorough evaluation of this should occur with the assistance of the College of Fellows Executive Committee, the Former COF Chancellors, the Former AIA Presidents, the COF Regional Representatives, and a select group of former Jury Chairs. Prior to any changes, a comprehensive, transparent, diverse, and inclusive process to review any revisions to Article 2.42 must be undertaken across all strata of the AIA.*

- *The existing amendment was initiated without any of the above scrutiny and should be immediately removed from consideration!*

As you can see by these comments and the full language in the letters, the opposition to this amendment is universally wide-spread and to further this opposition we now need your help:

- *Please contact the members in your region/component to make them aware of the proposed Bylaw Amendment to Article 2.42 and alert them to the wide national opposition.*

- *Ask them to contact you with their opinion on this amendment….and if the majority are also opposed, please craft a simple email stating this and transmit to us so that we can use this information to further support our unified opposition.*

- *Additionally, you also can send comments directly to the AIA Board through Kimberly Dowdell, AIA (AIA President) and/or Britt Lindberg, FAIA (AIA Secretary) but because they have already received numerous communications on this, it is best to just transmit comments to us.*

A big thank you for your immediate help with defeating this amendment as the Board is scheduled to vote on 8 May 2024. With you and your members' additional opposition, we are hopeful that the Board will simply remove it from consideration.

Please feel free to contact us if you need any additional information or details.

Best regards,

John J. Castellana, FAIA
Chair, Council of Former Chancellors

George H. Miller, FAIA
Chair, Council of Former Presidents

Ronald B. Blitch, FAIA
Chancellor, College of Fellows

Stuart Pettitt, FAIA
Chair, Council of COF Regional Representatives

AIA
College of Fellows

The American Institute of Architects
1735 New York Ave NW
Washington, DC 2006-5292

Attn: Britt E. Lindberg, FAIA
Institute Secretary

Re: College of Fellows – ExCom Position on Proposed By-Law changes

Dear Britt:

The Executive Committee of the College of Fellows opposes the proposed Bylaw changes to grant Fellowship automatically to elected officers of the Institute, bypassing the existing path to Fellowship. Other major AIA awards (Kemper, Whitney, and the Gold Medalist) that grant Fellowship to the awardee go through a rigorous peer-reviewed process similar to the current Fellowship process.

We firmly believe that this matter warrants a comprehensive discussion involving diverse perspectives within the Institute. Rushing into such changes without thorough evaluation, involving every member of AIA and the College of Fellows, would be imprudent.

Yours very truly,

Ronald B. Blitch, FAIA
2024 Chancellor

Kate Schwennsen, FAIA
Vice Chancellor

FAIA

Jeanne Jackson, FAIA
Bursar

Steven Spurlock, FAIA
Secretary

Cc: AIA Board of Directors
George H. Miller FAIA, Chair, AIA Past Presidents Council
John J. Castellana FAIA, Chair, Former College of Fellows Chancellors Council

AIA College of Fellows

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25 March 2024

Kimberly N. Dowdell, AIA, NOMAC - President
The American Institute of Architects
1735 New York Avenue NW
Washington, DC 20006

Dear Kimberly,

On behalf of the Former Chancellors of the College of Fellows, this letter confirms our majority position that the proposed Bylaw Amendment that revises Article 2.42 should not be approved by the Board at the 8 May 2024 meeting and should not be presented to the membership at AIA'24. (See endorsement list that follows).

We understand that there was disappointment in the recent results of the College of Fellows Jury but to totally revamp automatic advancement to Fellowship for officers of the Board appears to be an overreach.

Currently, recipients of the coveted Gold Medal, Kemper Award and Whitney Young Award are all eligible for direct advancement to Fellowship provided that they have been AIA Members for at least 10 years. These three award categories are based on superior career achievements of an architect and are the result of a very rigorous peer review process which is very similar to submissions for Fellowship – these individuals are certainly worthy of being automatically elevated to Fellow.

Conversely, being an officer on the Board is certainly an important achievement but does not include the rigorous submission process as the above Award recipients (and also Honorary and International Fellows) and should not entail automatic advancement to Fellow solely because of a position on the Board.

Two members of our Former Chancellors, however, support the potential inclusion of only the AIA President to have the opportunity to be automatically advanced to Fellowship, but all are totally opposed in including other officers of the Board. We are unified that officers should go through the traditional submission process for Fellowship and if their career achievements rise to a certain level (beyond a Board position), the Jury will then have the opportunity to seriously consider advancement.

Being a Fellow of the American Institute of Architects is an extremely humbling and important milestone in the career of an architect. Being recognized by a Jury of Fellows for achievements related to one of six Objects as outlined in a comprehensive submission package maintains the integrity and tradition of this tremendous honor.

Opening up advancement strictly based on merely being elected to a leadership position is not enough of a reason to alter the present Bylaw and ***we strongly recommend that the Board reject the Bylaw amendment as presently written and remove it from consideration.*** *We further question the lack of transparency if the AIA Board modifies the Bylaws at a Board meeting even if legally allowable by the Bylaws or Rules of the Board.*

Our Former Chancellors stand ready to have an open conversation with the Board about this and help reach a consensus opinion as to whether the Bylaw (in the future) should be slightly altered or stay untouched.

One other consideration about the Jury of Fellows process – if the Board feels that the current process needs to be strengthened, as a Former Jury Chair in 2015, I am happy to organize a group of other Former Jury Chairs to partner with you to discuss potential improvements. Again, we stand ready to help!

Best regards,

John J. Castellana, FAIA
Chair – Former Chancellors of the AIA College of Fellows

cc: *Britt Lindberg, FAIA – AIA Secretary*
Former Chancellors
College of Fellows Executive Committee
George Miller, FAIA – Chair, Former AIA Presidents

AIA
College of Fellows

Endorsement by the following Former Chancellors:

L. Jane Hastings, FAIA
1992

Ellis W. Bullock Jr., FAIA
1996

Robert A. Odermatt, FAIA
2000

C. James Lawler, FAIA
2002

Sylvester Damianos, FAIA
2003

Betsey Olenick Dougherty, FAIA
2004

Ted P. Pappas, FAIA
2006

Carole J. Olshavsky, FAIA
2008

Donald J. Hackl, FAIA
2009

Edward J. Kodet, FAIA
2010

Ronald L. Skaggs, FAIA
2013

William J. Stanley III, FAIA
2014

Albert W. Rubeling, FAIA
2015

John R. Sorrenti, FAIA
2016

Lenore M. Lucey, FAIA
2017

Raymond G. Post Jr., FAIA
2018

Peter G. Kuttner, FAIA
2020

John J. Castellana, FAIA
2021

Roger Schluntz, FAIA
2022

Frances Halsband, FAIA
2023

AMERICAN INSTITUTE of ARCHITECTS

Council of Former Presidents

The American Institute of Architects

1735 New York Ave. NW

Washington, DC 2006-5292

Attention: Britt E. Lindberg, FAIA

Institute Secretary

March 25, 2024

Re: Proposed Bylaws Changes Article 2.42

Dear Secretary Lindberg and Members of the AIA Board of Directors,

The Former Presidents of the AIA have received and reviewed the proposed changes to the AIA's Bylaws Article 2.42. We are writing to oppose the revision that would automatically elevate the elected officers to the College of Fellows.

This proposal would bypass the existing procedure of evaluating candidates based on their achievements by an established jury of their peers. We believe the procedure that currently is in place is appropriate and should remain in place. While we recognize that those holding elected offices are competent in their roles, they should all follow existing submission requirements and apply for advancement to the College following the established submission process which places emphasis on a candidates accomplishments.

We understand that the Board will be discussing this revision during their upcoming meeting on May 8th. We join with the Executive Committee of the College of Fellows and the Former College of Fellows Chancellors Council in opposing this revision. We stand ready to review this proposal with the Board at their convenience.

Thank you for this opportunity to express our views on this significant and consequential matter.

With best regards and appreciation for your service,

AIA Former Presidents Council

George H. Miller FAIA, Chair

Former AIA Presidents in Support of the March 25th letter to AIA Secretary Lindberg

John McGinty
R. Randall Vosbeck
Donald Hackl
Ted Pappas
Sylvester Damianos
James Lawler
Susan Maxman
L. Willam Chapin
Raymond Post
Ronald Altoon
Michael Stanton
Ronald Skaggs
Gordon Chong
Thompson Penney
Eugene Hopkins
Douglas Steidl
Katherine Schwennsen
R. K. Stewart
George H. Miller
Clark Manus
Jeffery Potter
Mickey Jacob
Helene Dreiling
Russell Davidson
Elizabeth Chu Richter
Thomas Vonier
Carl Elefante
William Bates
Jane Frederick
Peter Exley
Daniel Hart
Emily Grandstaff-Rice

March 25, 2024

AIA Minnesota AIA Minneapolis AIA Northern Minnesota AIA St. Paul

April 18, 2024

President Kimberly N. Dowdell, AIA, NOMAC
American Institute of Architects
1735 New York Ave NW
Washington, DC 20006

Dear President Dowdell:

We have long appreciated your leadership and your partnership. Today, with respect and recognition of our shared purpose, we are reaching out on behalf of all four chapters of AIA in Minnesota to express growing concern about activities~~,~~ and decisions of AIA national that have been brought forward in widely circulated letters and posts.

We urge immediate communication to state and local leadership (staff and volunteer) to affirm that various letters and posts have been brought to the board's attention, that the questions and concerns they contain are being taken seriously, and that a third-party investigation will be conducted to determine what is factual, what is untrue, if anything is concerning from a nonprofit best practices perspective, whether any corrective action is needed, and what repair is necessary.

Some of the questions and concerns we are aware of (addressed in recent letters sent to the AIA Board of Directors from past AIA presidents and members of the Council of Fellows), about which we particularly look forward to communication from the Board once more is known, include:

- A recent trip to the Dominican Republic for a large number of staff members and related financial questions;
- Accusations of nepotism and lack of qualifications for senior leaders;
- Very high turnover of staff over the past two years;
- Current and recent staff allegedly experiencing an organizational culture where questioning and disagreement with leadership is not tolerated;
- The employment status of AIA's General Counsel; and
- A proposal that would make significant bylaws changes (elevating AIA officers to Fellowship) without substantive engagement with the College of Fellows or the broader membership.

Taken together, these questions and concerns rise to a level where the judgment of the staff and elected leadership is being called into question – not just by more senior members of the AIA but also by members of the Young Architects Forum and Emerging Professionals. We are concerned

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that reputational risk is growing with each passing day, as individuals are increasingly sharing what they are hearing and their thoughts about it (informed or not) on social media, by email, and in-person among national, state, and local volunteer leaders, to the broader membership, and to the broader public.

Immediate and succinct communication from the AIA Board of Directors is needed to convey that the Board is actively reviewing the questions and concerns raised, and working to evaluate and determine remedies. Once more answers are known, a more detailed communication should also be shared. We are concerned that the longer there is no communication from the Board on these matters, the longer that staff and volunteer leaders at all levels of the AIA – including those at lower ranks throughout AIA national – are left guessing and filling in blanks with rumor, and that they are susceptible to negative perceptions that will be difficult to undo.

Third-party review based on nonprofit best practices is crucial, as are corrective efforts necessitated by any findings. In addition, we also recognize that repair will be needed no matter what the outcome of such an investigation might be. Regaining trust will be tantamount for there to be respectful and effective working partnerships with the EVP/CEO, to inspire confidence in board governance and use of financial resources, and to reinforce the member-driven nature of the organization through transparent and member-engaged processes.

We are hopeful that your efforts will result in the ability of AIA staff leaders to engage in their roles cleared of any wrongdoing, supported in their work, and with the opportunity to reset, repair, and move forward in partnership with the volunteer leaders, staff, and membership of the AIA at all levels.

Thank you for hearing our concerns. While we do not seek a direct response to this letter, we do urge communications to state and local component leaders, Strategic Council members, and YAF and STAR representatives – both immediately and in the near term.

Sincerely,

Amy J Kalar

Amy Kalar, AIA
President
AIA Minnesota

D Larsen

Dagmara Larsen, AIA
President
AIA Minneapolis

Kevin Holm, AIA
President
AIA Northern Minnesota

Dantes Ha, AIA
President
AIA St. Paul

Karen Lu, AIA
Minnesota Strategic Council Representative
Representative

Kyle Palzer, AIA
Minnesota Young Architects Forum

Nicole Bauknight, Assoc. AIA
Minnesota State/Territories Associates Representative

cc:

Evelyn M. Lee, FAIA
AIA 2024 President-Elect

Britt E. Lindberg, FAIA
AIA 2023–2024 Secretary

Heather Philip-O'Neal, AIA
AIA 2024-2025 Treasurer

Illya Azaroff, FAIA
AIA 2023-2025 At-Large Director

Anne Hicks Harney, FAIA
AIA 2024-2026 At-Large Director

Latoya Nelson Kamdang, AIA
AIA 2024-2026 At-Large Director

Kevin M. Holland, FAIA, NOMAC
AIA 2022-2024 At-Large Director

Laura Lesniewski, FAIA
AIA 2022-2024 At-Large Director

Korey D. White, AIA
AIA 2023-2025 At-Large Director

Tannia Chavez, Intl. Assoc. AIA
AIA 2024 Associate Director

Colt Montgomery Brock, Assoc. AIA
AIA 2024 Student Director

Amber Kidd Lombardo
AIA 2023–2024 CACE Director

Carole Wedge, FAIA
AIA 2024 Director

Winston Yeo, AIA
AIA 2024 Director

Lakisha Ann Woods, CAE
EVP/Chief Executive Officer

AIA 2024 Jury of Fellows

April 2, 2024
To: AIA Delegates

Re: Proposed Revision to AIA Bylaws

We, the members of the 2024 AIA Jury of Fellows, all consider our service one of the highest honors in the Institute to be tasked with the responsibility to review each prospective candidate's submission and determine whether it supports elevation. As per clause 2.41 of the AIA Bylaws, the longstanding foundation for consideration of elevation by the jury is demonstration of whether candidates have "*contributed notably to the advancement of the profession of architecture."* Clause 2.42 allows for automatic elevation, without jury review, for those who have been awarded the Gold Medal or Edward C Kemper Award; both awards whose process involves a separate intensive jury review.

In January 2024, the Board of Directors approved a series of revisions to the Bylaws, to be considered for incorporation by the 2024 Conference delegates. Included is a revision to clause 2.42 that would award automatic elevation to all duly elected officers of the Board (President, President-elect, Secretary, and Treasurer). Given the historical standards that the Institute has maintained for elevation to Fellow, the 2024 Jury of Fellows does not support this proposed revision to the Bylaws for the following two reasons:

1. Elevation to Fellow has historically been based on professional achievement and positive individual impact made. Participation in signature projects, holding positions of importance, or simply doing your job well is not enough. Candidates must demonstrate how they leveraged their positions to further the profession and/or society. Elevating officers automatically to Fellow would create an imbalance where elevation is awarded solely on being elected to a position, irrespective of achievements or impact.
2. Serving on the AIA National Board, and in particular as an officer of the board, is a significant commitment of time and effort. Those members who seek to serve the Institute in this unpaid capacity do so as a commitment to professional service. Should this service result in achievements and a positive impact to the Institute and profession, members are often later acknowledged accordingly through elevation to Fellow. Should the proposed revision to clause 2.42 be passed, it risks attracting candidates to run for board officer positions to achieve elevation without demonstrating achievements, or going through the intensive Fellows application process, including review by a jury of their peers.

We have no objection to the addition of the Whitney M. Young Award to the Gold Medal and Edward C. Kemper Award for automatic elevation, as this is also a jury-reviewed award based on achievements, and not a popular vote.

We hope you consider our above concerns when reviewing the proposed Bylaw revisions and factor it into your vote.

Regards,
2024 Jury of Fellows

Lisa Lamkin, FAIA, Chair, Brown Reynolds Watford Architects, Inc., Dallas
Carl D'Silva, FAIA, Perkins + Will, Chicago
Sanford Garner, FAIA, NOMAC, RGCollaborative, Indianapolis
Margaret McFadden Carney, FAIA, Cornell University, Ithaca, N.Y.
Pamela Rew, FAIA, KSS Architects, Princeton, N.J.
Anne Schopf, FAIA, Mahlum, Seattle
Lourdes Solera, FAIA, MCHarry Associates, Miami

AIA
College of Fellows

April 8, 2024

Kimberly N. Dowdell, AIA, NOMAC - President
The American Institute of Architects
1735 New York Avenue NW
Washington, DC 20006

Dear President Dowdell,

On behalf of the Regional Representatives of the College of Fellows, this letter presents our overwhelming opposition to the proposed Bylaw Amendment that revises Article 2.42. This proposal should not be approved by the Board at the May 8, 2024 meeting and should not be presented to the membership at AIA'24. (See the Regional Representatives signatory list that follows).

Elevation to the College of Fellows has a clear and incomparable distinction from being elected to an office. Fellowship is a distinction that is achieved based on clear impact on the profession aligned with one of the Objects for Fellowship. It is the "ripple effect" originating from the architect candidate and resonating through the profession or society bringing about solid and meritorious results that elevates a candidate to this high honor bestowed on a very small percentage of architects. When a successful candidate for office is elected, they are on the precipice of achieving these results - the impact of their elected service is yet unknown and the ripple is not yet resonating but with high hope that it will. Thus, that necessary effect for the designation as a Fellow is not yet known or earned, at least not on the merits of that election alone. Nor should Fellowship be on the merits of this one act of service or achievement. Therefore, it is unconscionable to automatically declare an elected officer a Fellow only on this basis. Of course, many elected officers have had great success with significant impact and may pursue Fellowship. We encourage them to do that and we are here to help them.

As Regional Representatives to the College of Fellows most of us have worked with many Fellowship candidates in their endeavor to develop their submission. We jury pin ups, offer advice, and counsel them. Many of us have been references and sponsors. By this immense experience we know that it is not unusual for a candidate who served their chapter through the ranks of Board member and subsequently holding each and every office until they become Chapter President. This could be 5 to 10 years of consecutive service in an elected capacity. In every case like this we break it to them that holding an office alone is not sufficient. It is what you achieved and its resonating impact. Usually that elected service, while important, is a relatively minor factor for successful candidates. Similarly, it is very true with holding national office. This by itself is not enough until the rippling outcome of that service is known.

The Regional Representatives of the College of Fellows from every College of Fellows Region, including our International Region, stand united in opposition to this proposed bylaw change making any elected national officer automatically elevated to the College of Fellows. This is not the path that should be desired by these individuals or any other candidate. The process for College of Fellows elevation is proven. It should not be altered by selection, by election, or by popular preference. We strongly urge that this be defeated by the AIA Board of Directors on May 8, 2024, and not allowed to become a debate at the floor of the upcoming A'24 Business Meeting.

We stand open to supporting any of these elected individuals in their work toward elevation to the College of Fellows through the normal process just as we would be for any other candidate.

Thank you for your thoughtful consideration of this action with expectation and hope it brings you to vote down this proposal. In the future, we also encourage and welcome interface with the leadership of the College of Fellows in any matters affecting the College of Fellows.

Sincerely,

J. Stuart Pettitt

Stuart Pettitt, FAIA
2023-25 Chair of the COF Council of Regional Representatives

cc: Britt Lindberg, FAIA – AIA Secretary
John J. Castellana, FAIA - Chair – Former Chancellors of the AIA College of Fellows
College of Fellows Executive Committee
George Miller, FAIA – Chair, Former AIA Presidents

Endorsement by the following Regional Representatives:

California Region
Joyce Polhamus, FAIA
Aaron Hyland, FAIA
Michael Enomoto, FAIA
Robert L. Ooley, FAIA

Central States Region
James Walbridge, FAIA
Wendy Ornelas, FAIA

Florida Caribbean Region
Nathan Butler, FAIA
Martin Diaz-Yabor, FAIA

Gulf States Region
Kenneth Schwartz, FAIA
David Powell, FAIA

Illinois Region
Holly Gerberding, FAIA
John Syvertsen, FAIA

Michigan Region
Elisabeth (Lis) Knibbe, FAIA

Middle Atlantic Region
Jon Penndorf, FAIA
Suzanne Frasier, FAIA

New England Region
Emily Grandstaff-Rice, FAIA

Northwest & Pacific Region
Roderick Ashley, FAIA
Mary Johnston, FAIA

Ohio Valley Region
Bruce Sekanick, FAIA
Lisa Gomperts, FAIA

Pennsylvania Region
Christine Mondor, FAIA

South Atlantic Region
James Gantt Fausett, FAIA
Walton (Walt) Teague, FAIA
Tom Savory, FAIA

Texas Region
Wendy Dunnam Tita, FAIA
Gregory Ibanez, FAIA
Norman Alston, FAIA

The Virginias Region
Jane Cady Rathbone, FAIA

Western Mountain Region
Gregory Friesen, FAIA
Jon Sparer, FAIA

International Region
Steven Miller, FAIA
George Kunihiro, FAIA
Sherif Anis, FAIA

THE AMERICAN INSTITUTE OF ARCHITECTS

6 April 2024

Britt Lindberg, FAIA
Institute Secretary, 2023-2024
britt.arch1@gmail.com

Subject: Bylaws Proposal & Advancement to AIA Fellowship

Dear Britt,

In the process of reviewing the draft bylaws proposal, I've reread both the 2017 and 2023 College of Fellows History & Directory (aka COF Red Book). The 2023 version can be found online: https://issuu.com/aiacollegeoffellows/docs/2023_faia_ebook_f

The Board would find value in reading the full Red Book, however one purpose of this memo is to frame several details more succinctly for your and the Board's benefit, as you discuss the draft bylaws amendment on automatic advancement for officers.

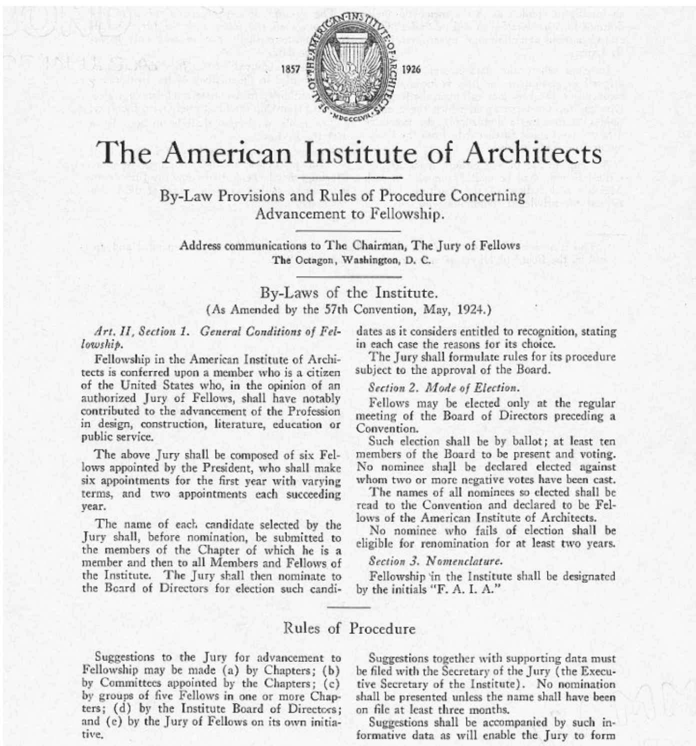
History of Advancement

The Red Book explains this in narrative well. An executive summary in chart form is below:

1857 - 1898	The title Fellow was generally self-initiated, with the Institute originally having two membership classes: Professional and Associate. Professional membership required an application to and election by the Board. The title "Fellow" appears to have been used interchangeably with "Professional Member." Note: This period pre-dates architect licensure, which was being adopted at the state level. Illinois being first in 1897. CA and NJ in 1901 and 1902. NY in 1915. NCARB being founded in 1919 as reciprocity was already an issue.
1889 *	Western Association of Architects (WAA) merged into AIA. All WAA members (they used the title Fellow) were allowed to retain that title as they became AIA members. To offset this imbalance, all Associate AIA members were elevated to Fellow (again this generally pre-dates architect licensure). The 1889 class size is noticeably larger than other years, and included Louise Blanchard Bethune, FAIA, who was elected to WAA Fellowship in 1885.
1898	Bylaws were revised to require 10-years of practice while an Associate member, and a Board approved nomination submitted by a chapter for fellowship. The Board would advance selected candidates for "consideration" (election) by members at convention meeting.
1919	Around this year member concerns were building that the Board was restricting the number of candidates to be advanced to fellowship by not presenting nominees to membership or holding them to review for an excessive period.
1920 - 1921	Due to concerns with the fellowship election process, no Board nominations were presented to membership during these years, resulting in no new fellows.

<table>
<tr><td>1922 – 1935</td><td>A Jury of Fellows was created to select nominated candidates to be presented to membership for election at convention.</td></tr>
<tr><td>1924 *</td><td>Bylaws from this year (image cited from Red Book, page-18) shows the 1924 process somewhat differently than described above. The Jury of Fellows presents candidates to both chapters and convention.

The Jury then nominates candidates to the Board for election. The board votes to elect members to fellowship. Ten board members are needed to approve a nomination; nomination fails if 2 or more no votes are cast. Failed nominees need to wait 2 years before being voted on again. An interesting note is the Board voted, 100-years ago, at least until 1935.


1857 1926
SEAL OF THE AMERICAN INSTITUTE OF ARCHITECTS MDCCCLVII

The American Institute of Architects

By-Law Provisions and Rules of Procedure Concerning Advancement to Fellowship.

Address communications to The Chairman, The Jury of Fellows
The Octagon, Washington, D. C.

By-Laws of the Institute.
(As Amended by the 57th Convention, May, 1924.)

Art. II, Section 1. General Conditions of Fellowship.
Fellowship in the American Institute of Architects is conferred upon a member who is a citizen of the United States who, in the opinion of an authorized Jury of Fellows, shall have notably contributed to the advancement of the Profession in design, construction, literature, education or public service.
The above Jury shall be composed of six Fellows appointed by the President, who shall make six appointments for the first year with varying terms, and two appointments each succeeding year.
The name of each candidate selected by the Jury shall, before nomination, be submitted to the members of the Chapter of which he is a member and then to all Members and Fellows of the Institute. The Jury shall then nominate to the Board of Directors for election such candidates as it considers entitled to recognition, stating in each case the reasons for its choice.
The Jury shall formulate rules for its procedure subject to the approval of the Board.
Section 2. Mode of Election.
Fellows may be elected only at the regular meeting of the Board of Directors preceding a Convention.
Such election shall be by ballot; at least ten members of the Board to be present and voting. No nominee shall be declared elected against whom two or more negative votes have been cast.
The names of all nominees so elected shall be read to the Convention and declared to be Fellows of the American Institute of Architects.
No nominee who fails of election shall be eligible for renomination for at least two years.
Section 3. Nomenclature.
Fellowship in the Institute shall be designated by the initials "F. A. I. A."

Rules of Procedure

Suggestions to the Jury for advancement to Fellowship may be made (a) by Chapters; (b) by Committees appointed by the Chapters; (c) by groups of five Fellows in one or more Chapters; (d) by the Institute Board of Directors; and (e) by the Jury of Fellows on its own initiative.
Suggestions together with supporting data must be filed with the Secretary of the Jury (the Executive Secretary of the Institute). No nomination shall be presented unless the name shall have been on file at least three months.
Suggestions shall be accompanied by such informative data as will enable the Jury to form</td></tr>
<tr><td>1935</td><td>Jury of Fellows authorized to make the sole decision on fellowship.</td></tr>
<tr><td>Pre-1951 note</td><td>"In special cases, the AIA bylaws grant Fellowships automatically. Recipients of the AIA Gold Medal and of the Kemper Award for service to the profession who are not already Fellows or Honorary Fellows receive the appropriate Fellowship honor without application to the Jury of Fellows.

"For a number of years, the Institute extended similar recognition to the presidents of the Royal Architectural Institute of Canada and the Federation of Colleges of Architects of the Mexican Republic. This tradition has been discontinued."</td></tr>
<tr><td>1952</td><td>Bylaws amendment to create the College of Fellows</td></tr>
</table>

1954	Honorary Fellowship member category created (for non-citizen/resident architects practicing outside of the domain of the Institute).

* = Date is within a bracketed period immediately above

Questions & Suggestions for Future Research

	When did automatic fellowship begin for the Gold Medal? • Note: The AIA website does not include FAIA after Wright in 1949 and Maybeck in 1951.
	When did automatic fellowship begin for the Edward C. Kemper Award? • Note: Kemper was Executive Director from 1914-1948.
	What is the history on the fellowship extension to presidents of the Royal Architectural Institute of Canada and the Federation of Colleges of Architects of the Mexican Republic? Who was elevated? Were they made fellows or honorary fellows? Was it for the year of their service only?
	A detailed review of membership numbers for each year could be identified, charted, and included in future Red Books. Specifics on total membership with breakdown of total number of fellows and non-fellows, and fellowship percentage of total membership would be helpful. Seeing these numbers in context with the number of architect members (when architect categories exist) and fellowship percentage to that total would also be helpful. Numbers in the current Red Book could be used, however some of this data may be consolidated elsewhere already. I would be interested in assisting in this endeavor, but don't want to duplicate efforts.

Findings

For the first half of the Institute's history, a board vote played a role in fellowship advancement. Fellowship however has changed dramatically since 1924 or 1935, particularly due to distinct fellow and architect member categories likely I surmise because of the introduction and success of architect licensure in every U.S. jurisdiction.

Juried fellowship advancement has been standard practice for 89 years, since 1935 – just over half of the Institute's existence. The Institute's Jury of Fellows is the primary path to elect individual architect members nominated by a chapter to fellowship.

Automatic advancement coupled with receiving a juried award is relatively limited (Gold, Kemper and Whitney), but in those instances the jury is nominating individuals for Board election. In recent years this election has been a shared responsibility of the Board and Strategic Council.

- I personally disagree with the Council voting on these awards; I would argue this authority was primarily given to the Council during repositioning as a sweetener to create the council and shift existing regional directors off the Board. The council's role should be reevaluated in future years.

- The bylaws only allow for advancement to fellowship for the Gold Medal and Kemper. The current practice of advancing Whitney Young recipients, as allowed for by the rules of the board, is in nonconformity with the bylaws; I question where the board authority for this nonconformity derives. Fortunately, I've only heard consensus in supporting adding the Whitney Young award to the bylaws to correct this lack of express authority.

Automatic advancement coupled with a political election would be a new approach altogether, and one many members disagree with, myself included.

An alternative pathway for officers could be an individual board vote, with some guardrails. An express vote by the Board on advancement for individual officers based on personal merit, would be more judicious than automatic officer advancement coupled with one's political election at convention and it would be in greater alignment with juried Institute tradition. The board acting as a jury will not be satisfactory to those who only support a Jury of Fellows approach, but this type of bylaws modification should be member implemented and not made by the Board alone.

Implementation via Bylaws Amendment

Parts 1 and 2 below could be separate motions, or one combined motion.

- Part 1 addresses Whitney M. Young Jr. Award and improves text readability.

- Part 2 provides an alternative board juried approach with some guardrails in lieu of the draft automatic advancement approach. The guardrails of 2/3rd vote (currently 10/15 board members) in favor and not 2 in opposition align in spirit with the 1924 bylaws.

Part 1	Revise existing 2.42 as follows: 2.42 ***Election of Fellows.*** ***2.42.1*** Authority of the Jury of Fellows. The Jury of Fellows has the authority and power to advance or deny advancement to Fellowship, except ***as otherwise provided in these Bylaws.*** ***2.42.2 Automatic Advancement.*** ~~that an~~ ***An*** Architect member who wins the Gold Medal***, Whitney M. Young, Jr.,*** or the Edward C. Kemper Award of the Institute shall automatically be elevated to fellowship~~, without regard to the above qualifications~~.

Part 2	Add following paragraph: ***2.42.3 Election by the Board. An Architect member duly elected as an officer as provided in Section 6.1, may be elevated to fellowship by two-thirds (2/3rds) affirmative vote of the Board's membership, provided a negative vote of two (2) or greater is not received. Abstentions shall not be counted as a negative vote.***

Let me know if you have any questions. Depending on how this develops, I may be making one or both motions to amend at the 2024 business meeting when the bylaws proposal is pending.

Best Regards,
Jonathan M. Taylor, AIA
AIA Rhode Island

Member: Strategic Council, SAC, Resolutions Committee
AIA Richard Upjohn Fellow
AIAri Morse Stone Fellow

cc. Secretary's Advisory Committee
2024 Board of Directors, via Institute Secretary
Ronald B. Blitch, FAIA – 2024 Chancellor, College of Fellows
Lisa Lamkin, FAIA – 2024 Chair, Jury of Fellows

2024 Resolution Submittal

TITLE: GOVERNING BODY AMENDMENT

SPONSOR: AIA CONNECTICUT

INTENT OF RESOLUTION

To expand the Board by elevating nine members of the Strategic Council to voting Board Members. These nine members shall be selected by the Strategic Council and chosen evenly from small, medium, and large State memberships across the geographic United States. The nine Strategic Council members shall serve only so long as they are members of the Strategic Council. The resulting Board of Directors then becomes a direct reflection of the members, broadening member representation in AIA governance.

TEXT OF RESOLUTION

WHEREAS. The American Institute of Architects is a membership organization and deserves elected representation at the Board.

WHEREAS. The AIA is a bottom-up organization, not a top-down organization; its strength emanates from the Components.

WHEREAS. The limited number of members on the Board of Directors is not representative of the membership at large, does not foster transparency, and restricts Components' representation and influence on matters of governance.

WHEREAS. The Strategic Council's purpose is to serve as "the member's voice in the national AIA conversation."

WHEREAS. The AIA leadership should require a team that can effectively advocate for the Components and their members.

WHEREAS. Member participation at all levels, including at the Annual Conference, is critical for a healthy membership organization.

WHEREAS. The term on the Strategic Council is three years. For the initial terms of the nine members selected to serve the first year this is enacted, five members would be selected for a two-year term and four members for a one-year term, with rolling reselection of two-year terms thereafter.

NOW, THEREFORE LET IT BE RESOLVED. That AIA policy be amended to incorporate the intent of this resolution as quickly as possible after this Conference.

NOW, THEREFORE, LET IT BE FURTHER RESOLVED. That the AIA Board of Directors directs the AIA Secretary to prepare amendments to the Bylaws and Rules of the Board to accommodate these changes.

NOW, THEREFORE LET IT BE FURTHER RESOLVED. That the Board of Directors and the AIA Secretary present such amendments for action by delegates at the 2025 AIA National Conference.

INDIVIDUAL SUPPORTERS:

FORMER PRESIDENTS
William Chapin, FAIA
Sylvester Damianos, FAIA Emeritus
Donald J. Hackl, FAIA
Eugene C. Hopkins, FAIA
C. James Lawler, FAIA Emeritus
Clark D. Manus, FAIA
Ted P. Pappas, FAIA
Thompson E. Penney, FAIA Emeritus
Raymond G. Post, FAIA Emeritus
Elizabeth Chu Richter, FAIA
Ron L. Skaggs, FAIA Emeritus
Michael J. Stanton, FAIA
RK Stewart, FAIA
Thomas V. Vonier, FAIA Emeritus
Randall Vosbeck, FAIA Emeritus

FORMER CHANCELLORS
Ellis W. Bullock FAIA Emeritus
John J. Castellana, FAIA
Sylvester Damianos, FAIA Emeritus
Donald J. Hackl, FAIA
Jane Hastings, FAIA Emeritus
Edward Kodet, FAIA
C. James Lawler, FAIA Emeritus
Robert A. Odermatt, FAIA Emeritus
Betsey Olenick Dougherty, FAIA
Ted Pappas, FAIA
Raymond G. Post, FAIA Emeritus
Roger Schluntz, FAIA Emeritus
Ron L. Skaggs, FAIA Emeritus
John R. Sorrenti. FAIA,
James D. Tittle, FAIA Emeritus

Sponsor contact authorized to answer questions and approve changes suggested by the Resolutions Committee:

Name: Susan Wyeth, AIA

Telephone: 860-227-9304

Email: swyeth@centerbrook.com

Person completing this form:

Name: Gina Calabro, Executive Director, AIA Connecticut

Email: gcalabro@aiact.org

MOTION | AIA Virginia Board of Directors
FRI 26 APR 2024

Item

AIA Additional Items

Background

AIA is contemplating/has proposed action on a number of issues including:

- membership categories
- automatic elevation of AIA Board members to Fellowship

To ensure that all delegates, volunteer leaders, and components are informed about the bylaw amendments, AIA will host several townhall sessions for delegates, volunteers, and component leaders:

- May 1, 2024 (3 pm ET)**:** AIA Townhall for AIA Members to review and discuss bylaw changes and resolutions. Register here - Meeting Registration - Zoom
- May 7, 2024 (12 pm ET)**:** AIA Townhall for AIA Members to review and discuss membership category bylaw changes. Register here - Meeting Registration - Zoom
- May 15, 2024 (10 am ET)**:** AIA Townhall for AIA Members to review and discuss membership category bylaw changes. Register here - Meeting Registration - Zoom

These issues are not without controversy. As evidenced by the letters included herewith, these proposals have provoked a strong response – as regards both their substance and the manner in which they are being enacted. Additional letters are being contemplated/developed by numerous parties.

President Callahan will serve as delegate during AIA'2024: the Conference on Architecture and will cast votes on behalf of AIA Virginia. However, given what is known about the manner in which these issues are being managed, there is some urgency. Some of these items may be acted upon by the AIA Board independently, at its Meeting scheduled for 8 MAY 2024. Additionally, some local chapters and our Large States partners are curious about our position. **This unit of the Board Packet has been provided to the leadership of the local chapters for their consideration, along with an invitation to provide comment. What, if any, further communication might be provided will be determined by the Board at the meeting.**

Action:

The Board will need to:

- *determine its position on each of the issues*
- *provide direction to President Callahan to consider as delegate during AIA'2024*
- *determine whether, and how, it will make its position known*

Options to communicate our position(s) include:

- *writing our own letter(s)*
- *becoming a co-signatory to one or more of the letters in circulation*

The Board will also need to determine to whom the letter(s) will be addressed and/or shared.

Motion(s):

That the AIA Virginia Board of Directors [description of position on the issue(s)]

That the AIA Virginia Board of Directors direct President Callahan, as delegate, to vote [specific direction, including any conditional direction, for the issue(s)]

That the AIA Virginia Board of Directors make its position on [specify issue(s)] known by [method of communicating position, further stipulating addressee and manner of delivery]