

## **Announcing New Majority Investment in AIA Contract Documents by WCAS** FAQs

https://wcas.com/news/wcas-announces-strategic-growth-investment-in-aia-contract-documentsthe-gold-standard-for-risk-management-within-the-construction-industry/

## AIA Contract Documents (ACD)-FAQs

### 1. Who owns AIA Contract Documents (ACD)?

In 2020, AIA partnered with private equity firm True Wind Capital, which purchased a majority stake in the AIA Contract Documents business. This meant, as part of a long-term strategy, AIA sold a majority of the business to a private equity partner while retaining meaningful equity in ACD, content governance through the AIA Documents Committee, and brand rights to ensure the product's trusted reputation remained closely tied to AIA.

In July, a majority of ACD was sold by True Wind Capital as part of their investment strategy to Welsh, Carson, Anderson & Stowe (WCAS), a well-established private equity firm with offices in New York and San Francisco focused on the technology and healthcare industries. The AIA both benefited financially from this transaction and continues to be a meaningful equity owner in ACD as does True Wind Capital. While AIA did not control the sale, we continue to be excited and optimistic about the partnership.

# 2. How did the sale of AIA Contract Documents—and the resulting investments—align with AIA's long-term financial and strategic goals?

In addition to its core revenue sources (e.g. membership dues, conferences), AIA historically had two key financial assets—the headquarters building and the documents intellectual property—both of which required significant investment to ensure long-term sustainability.

The AIA Board made a deliberate, forward-looking decision to divest majority ownership of the documents program, selecting an equity partner with the scale and expertise to modernize and grow the platform.

Proceeds from the sale were used to both fund a much-needed headquarters renovation and create an investment fund, balancing operational improvements with long-term financial planning.

The AIA headquarters renovation loan carried a collateral requirement that necessitated temporary budget reductions, a tough but necessary decision to maintain fiscal discipline and compliance.

We are now positioned to retire the AIA headquarters renovation loan entirely through proceeds from this phase of the documents transition—while still retaining a meaningful equity stake, board seat, and the content governance and brand rights associated with the initial transaction.

This move eliminates AIA's debt, reduces ongoing costs, and strengthens our financial position, allowing us to invest in the future with confidence and resilience.

#### 3. How was the original 2020 sale communicated to members?

In 2020, AIA shared news of the sale through multiple channels:

- Emails to ACD customers
- FAQs on the AIA website
- Social media announcements
- A press release
- Coverage in the media

Communications about the sale in 2020 described it as a "partnership" because AIA retained meaningful equity in ACD and continued to play a role in guiding its content through the AIA Documents Committee. However, we recognize this language may have caused confusion. The reality is that the transaction was a sale of the majority of the business—AIA no longer controlled ACD but retained a board seat, minority financial stake, content governance, and brand connection to the product.

#### 4. What benefits have AIA members seen since the 2020 sale?

Significant investment since the 2020 sale has strengthened AIA Contract Documents (ACD), expanded content, and modernized the platform.

- ACD's customer base has grown to over 40,000 active users, increasing its impact and visibility across the AEC industry. AEC industry engagement has broadened significantly:
  - o Contractors now make up nearly 50% of users
  - Owners represent over 15%
  - Law firms account for over 10%
- This expanded use strengthens the AIA brand and reinforces the architect's standard of practice and essential role in the AEC ecosystem.
- The platform's growth has generated billions of marketing impressions for the AIA brand among owners, contractors, engineering firms, and law firms.
- AIA members have directly benefited through:
  - Voice in content development via the ACD Documents Committee, made up of AIA Members
  - Product discounts
  - Early access to new features
  - o Technology that better supports their work

#### 5. What does the most recent majority sale mean for AIA and its members?

The recent sale created additional financial value for AIA while positioning the product for a new phase of growth and agility. AIA will receive proceeds from its original equity stake while retaining a continued equity share in the new entity, ensuring ongoing support for mission-driven programs that benefit members. In addition:

- AIA will hold a seat on the new entity's Board of Directors, maintaining influence over the platform's strategic direction and ensuring it continues to serve the architecture profession and AIA members.
- AIA will continue to oversee the Contract Documents Committee, preserving the quality, reliability, and integrity of the content members rely on.
- The AIA brand will remain prominently associated with the product, reinforcing its value and trustworthiness for members and the broader industry.
- AIA members will continue to receive discounts and preferred access to new features and product enhancements.

#### 6. Where can I find more information?

For additional details, visit <u>https://wcas.com/news/wcas-announces-strategic-growth-investment-in-aia-contract-documents-the-gold-standard-for-risk-management-within-the-construction-industry/</u> or contact boardofdirectors@aia.org.