

BYLAWS OF THE SOUTHERN NEVADA CHAPTER OF THE INTERNATIONAL CODE COUNCIL



SOUTHERN NEVADA
CHAPTER



UPDATED AND AMENDED APRIL 8, 2010

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INTERNATIONAL CODE COUNCIL

**ARTICLE I
NAME**

This organization shall be known as the Southern Nevada Chapter of the International Code Council, a non-stock, nonprofit, Nevada corporation. Where in these bylaws, the term "Chapter" may be substituted for the full name.

**ARTICLE II
OBJECTIVE**

The objectives of the organization are:

- (a) To investigate and discuss the principles underlying safety in construction and occupancy of buildings and other related structures;
- (b) To develop, recommend and promote uniform regulations and legislation pertaining to building construction;
- (c) In collaboration with the design and construction industries, to develop, maintain and promote the adoption of nationally recognized codes and standards, regional codes and related documents;
- (d) To advance the cause of regional uniformity in the adoption, application and interpretation of regulations for the construction, alteration, conservation, maintenance, preservation or repair of buildings, structures, equipment and fixtures;
- (e) To advise and assist in administration of building laws and ordinances and the development of appropriate management and enforcement programs and related activities;
- (f) To serve as experts on technical code requirements and code administration matters to local, regional and state elected officials, state agencies, and local boards, commissions, and councils;
- (g) In collaboration with the design and construction industries, to support and participate in educational seminars and training programs relating to building design and construction procedures and practices;
- (h) To advance the technical and professional skills of those engaged in the administration and enforcement of building laws;
- (i) To place the public welfare above all interests and to apply the special knowledge and skill of code enforcement professionals to the benefit of the public;
- (j) To advance the effective operation of building departments in Southern Nevada through adequate staffing, compensation and appropriate placement of the building official within the organizational structure;

- (k) To promote communication and understanding between building and fire department professionals and the design and construction industries;
- (l) To represent the interests of Chapter members in national or quasi-national associations, coalitions, affiliations and similar groups whose purpose is to further the common interests of code enforcement professionals, local jurisdictions, and members of the design and construction industries;
- (m) To do all other things which are incidental to or desirable for the attainment of the above stated objectives.

ARTICLE III MEMBERS

The following provisions establish, define and regulate Chapter membership:

Section 1 – Membership

The members of the Chapter shall be divided into seven categories as follows: 1) Government Jurisdiction Primary Member; 2) Government Jurisdiction Employee Member; 3) Government Associate Member; 4) Industry Associate Member; 5) Student Member; 6) Honorary Member and 7) Retired Member; Membership shall be open to all active and retired building officials, building and fire department employees as members of a department of a governmental entity operating under the provisions of the locally adopted national and regional codes, and any interested individuals of the building industry, the general public or students.

Section 2 – Membership Categories:

The following defines the Chapter membership categories

- (a) Government Jurisdiction Primary Member is an employee of a department or entity that is a subdivision of the State such as an incorporated city, county or district that is charged with the responsibility for the adoption and enforcement of national and regional construction codes and standards and includes building officials, fire officials, and employees of consultant firms or corporations that assume full-time full-service code administration and enforcement responsibilities (plan review, permitting and inspection) on behalf of a Government Jurisdiction Primary Member and designated as the Primary Member for that department or entity.

- (b) Government Jurisdiction Employee Member is an employee (other than a Government Jurisdiction Primary Member) of a department or entity that is a subdivision of the State such as an incorporated city, county or district that is charged with the responsibility for the adoption and enforcement of national and regional construction codes and standards and includes building and fire department personnel and employees of consultant firms or corporations that assume full-time full-service code enforcement responsibilities (plan review, permitting and inspection) on behalf of a Government Jurisdiction Primary Member.
- (c) Government Associate Member is an employee of a department or entity that is a subdivision of the State such as an incorporated city, county or district that is charged with the responsibility for the adoption and enforcement of national and regional construction codes and standards and includes building and fire department personnel and employees of consultant firms or corporations that assume full-time full-service code enforcement responsibilities (plan review, permitting and inspection) on behalf of a Government Jurisdiction Primary Member, not designated as a Government Jurisdiction Employee Member.
- (d) Industry Associate Member is an employee of a State or County Agency (other than building and fire officials and building and fire department personnel), a professional association, firm or corporation, including consultants under contract on a limited or part-time basis with a Government Jurisdiction Primary Member, engaged in the design, construction or inspection of buildings and structures regulated by the adopted national and regional codes and standards.
- (e) Student Member is a full or part-time student of a public or private university, state or community college or other institution of higher education located in the region covered by the Chapter engaged in building, architectural, engineering, construction, public or business administration, or a related study area as determined by the Board of Directors.
- (f) Honorary Member is an individual who has rendered outstanding and meritorious service in the furtherance of the objectives of the Chapter as nominated by the Board of Directors and confirmed by a majority vote at a regularly scheduled meeting of the Chapter.
- (g) Retired member is a Government Jurisdiction Primary Member, Government Jurisdiction Employee Member, Government Associate Member or Industry Associate Member in good standing with this Chapter who retires.

Section 3 – Voting Rights and Membership Privileges

The following provisions define the voting rights of each category of Chapter membership:

- (a) Government Jurisdiction Primary Members, ~~and~~ Government Jurisdiction Employee Members and Government Associate Members shall be entitled to hold office, serve on committees, bring up matters for discussion, participate in meetings and discussions, make and second motions and vote on all matters pertaining to the business of this Chapter.
- (b) Industry Associate Members may not hold office, may serve on committees in a non-voting advisory or consulting capacity, may bring up matters for discussion; may propose and second motions, but may not vote upon any matter pertaining to the business of this Chapter except as provided for in Section 1 of Article VI of these Bylaws.
- (c) Student members may bring up matters for discussion, propose and second motions and serve on committees without voting privileges, but may not vote on matters pertaining to the business of this Chapter nor hold office.
- (d) Honorary Members: Shall have all rights and privileges associated with their previous membership category or, if the honorary member was not a previous member of the Chapter, the membership category to which the honorary member would be eligible under the provisions of these Bylaws.
- (e) Retired members shall have all rights and privileges associated with their previous membership category or, if the retired member was not a previous member of the Chapter, the membership category to which the retired member would be eligible under the provisions of these Bylaws.

Section 4 - Member Dues:

Dues for each category of Chapter membership specified in Section 2 of this Article shall be established annually by majority vote of the Board of Directors.

Section 5 - Non-Member Charges

Individuals participating in Chapter events, meetings and activities may be assessed a charge as determined by the Board of Directors sufficient to recover the cost of participating in such events. Such charges may be assessed for meals, registration, and similar costs related to an event, meeting or activity.

Section 6 - Forfeiture of Membership

The Board of Directors, by majority vote of the Board, may declare a membership forfeited for any of the following reasons:

- (a) Nonpayment of dues after a six (6) month period of delinquency;

- (b) Conduct as determined by the Board of Directors to be adverse to the best interests of the Chapter;
- (c) Violation of the Code of Ethics that requires forfeiture of Chapter membership.

Section 7 - Resignation

Any member may resign by filing a written resignation with the secretary/treasurer but such resignation shall not relieve the member resigning of the obligation to pay any dues, assessments or other charges that have accrued and remain unpaid.

ARTICLE IV OFFICERS

Section 1 - Chapter Officers.

The officers of the Chapter shall be: President, First Vice President, Second Vice President, Secretary/Treasurer and Immediate Past President. The officer positions of President, First Vice President, Second Vice President and Secretary/Treasurer shall be elected annually by a majority vote of Chapter voting members. Chapter officers shall be full-time members of the Chapter.

Section 2 - Officer Eligibility

Only Government Jurisdiction Primary Members and Government Jurisdiction Employee Members shall be eligible to serve as Chapter officers. When an officer ceases to be employed by a Government Jurisdiction Member established by these Bylaws, he will automatically be relieved from office, unless retired, in which case, he may serve out his elected term.

Section 3 - Nominating Committee

The Immediate Past President shall form a Nominating Committee that shall present a report with recommendations for individuals to fill the offices of President, First Vice President, Second Vice President and Secretary/Treasurer at the November Chapter meeting. The annual election of officers shall be conducted at the December Chapter meeting. Before the election at the regular meeting in December, additional nominations from the floor shall be permitted.

Section 4 - Election of Officers

The officers shall be elected to serve a one year term of office and the term of office shall begin January 1st.

EXCEPTION: At the discretion of the newly elected President, the Secretary/Treasurer may be appointed with the consensus of the new Board of Directors.

Section 5 - Officer Term Limits

No member shall hold more than one office at a time and no member shall be eligible to serve more than two consecutive terms in the same office.

EXCEPTION: At the discretion of the President, the Secretary/Treasurer may serve more than two consecutive terms.

Section 6 - Officer Vacancy

A vacancy in the office of President shall be filled by the First Vice-President. A vacancy in the office of First Vice President shall be filled by the Second Vice President. A vacancy in the office of the Second Vice President or Secretary/Treasurer shall be filled by a majority vote of the membership present at any regular or special meeting. An appointment to serve an officer vacancy shall not be considered as a term for the purposes of the consecutive term limitation established in Section 5 of this Article.

EXCEPTION: At the discretion of the newly elected President, the Secretary/Treasurer may be appointed with the consensus of the new Executive Board.

Section 7 - Duties of Officers

- (a) Duties of President. The President shall be the chief executive officer of the Chapter and preside at all business meetings of the Chapter and the Board of Directors. The President shall appoint all committees subject to approval of the Board of Directors, call special meetings of the Board of Directors when deemed necessary, and be an ex officio non-voting member of all standing committees. The President shall file or caused to be filed with ICC an annual report in the designated ICC format. He shall have such other duties as are prescribed by these Bylaws and as may be required by his office, the Board of Directors or these Bylaws.
- (b) Duties of First Vice President. The First Vice President shall assist the President in his duties and in the absence of the President, shall assume the duties of the President, including any duties on any committee. The First Vice President shall serve as the Legislative Liaison and coordinate the activities of the Chapter related to review of, and response to, State legislation and have powers and perform other duties as may be prescribed by the Chapter President, the Board of Directors or these Bylaws.

- (c) Duties of Second Vice President. In the absence of both the President and First Vice President, the Second Vice President shall assume the duties of the President, including any duties on any committee. The Second Vice President shall have powers and perform other duties as may be prescribed by the Chapter President, the Board of Directors or these Bylaws.
- (d) Duties of the Secretary/Treasurer. The Secretary/Treasurer shall:
 - 1. Keep, or cause to be kept, minutes of all meetings called by the President.
 - 2. Keep, or cause to be kept, a register showing the names and addresses of all Chapter members.
 - 3. Give, or cause to be given, notice of all Chapter and committee meetings.
 - 4. Serve as signatory for Chapter bank accounts.
 - 5. Review and approve expense claims submitted to the Chapter for reimbursement.
 - 6. Determine the financial status of the major expense accounts and their relation to the amounts budgeted by the Chapter, and to report major discrepancies promptly to the Chapter President.
 - 7. Make a financial report at the annual meeting and each quarter during a regularly scheduled Chapter meeting.
 - 8. Monitor the financial affairs of the Chapter.
 - 9. Coordinate and report an annual audit of the finances and assets of the Chapter.
 - 10. Have other powers and perform other duties as may be prescribed by the President, the Board of Directors or these Bylaws.
- (e) Duties of the Past President. The Past President shall serve in an advisory capacity to the President and the Board of Directors and take on assignments as requested by the President.

Section 8 - Removal from Office

Upon recommendation of the Board of Directors, any officer who fails to perform the officer duties as specified in these Bylaws may be removed from office by majority vote of the Chapter voting members.

ARTICLE V MEETINGS

Section 1 – Schedule of Regular Meetings

Regular meetings of the corporation shall be held as determined by the Board of Directors.

Section 2 – Annual Business Meeting

The regular meeting in December shall be known as the Annual Business Meeting and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise,

Section 3 – Special Meetings

Special meetings may be called by the President or when requested by a majority of voting members or the Board of Directors.

Section 4 – Quorum Requirements

Ten Government Jurisdiction or Government Jurisdiction Employee members of the Chapter shall constitute a quorum.

ARTICLE VI BOARD OF DIRECTORS

Section 1 – Members of the Board of Directors

The officers of the Chapter, including the Immediate Past President, and two Industry Primary Member(s) or Industry Employee Member(s) selected annually by the officers of the Chapter including the Immediate Past President to serve at Directors-at-Large, shall constitute the members of the Board of Directors. All members of the Board of Directors are voting members of the Board. Members of the Board of Directors shall be full-time members of the Chapter.

Section 2 – Affairs of the Chapter

Affairs of this Chapter shall be managed by the Board of Directors. Members of the Board of Directors must be residents of the State of Nevada and an active Government Jurisdiction Member, Government Jurisdiction Employee Member, Industry Member, or Industry Employee Member in good standing. The Board of Directors shall adopt policies and procedures for the administration of the Chapter.

Section 3 – Board of Directors Meetings

The Board of Directors will meet at least once a quarter and at other times upon request of the President, a majority of Chapter members or the Board of Directors.

Section 4 – Annual Report

The Board of Directors shall render a full report in writing at each annual business meeting of the condition, interests, activities and accomplishments of the Chapter and making such recommendations with respect thereto as it deems appropriate.

ARTICLE VII COMMITTEES

Section 1 – Program Committee

In collaboration with the President, the Program Committee is responsible for setting the program for monthly Chapter meetings. The President shall annually appoint a Program Committee chairperson and individual members to serve on the Program Committee. The First or Second Vice President shall serve on the Program Committee in the capacity as designated by the President.

Section 2 – Education Committee

The EduCode Committee is responsible for all Chapter educational efforts including planning, organizing and conducting EduCode offerings and other Chapter educational programs. The President shall annually appoint an EduCode Committee chairperson or co-chairpersons and individual members to serve on the EduCode Committee. The First or Second Vice President shall serve on the EduCode Committee in the capacity designated by the President.

Section 3 – Ethics Committee

A Standing Ethics Committee shall be nominated by the Board of Directors and ratified by a majority vote of the membership each year in March. The Committee shall be comprised of three members and shall not include a current officer of the Chapter. A Committee Chairman shall be selected by the Committee and be so recorded in their first meeting. The Standing Ethics Committee shall meet at a minimum annually to complete a review of the Code of Ethics, submitting any recommended changes to the Chapter for adoption through majority vote. The Committee shall further meet as necessary for administration of the current adopted Code of Ethics. At least annually, the Ethics Committee shall conduct training of Chapter members on ethics, including

a discussion of the Chapter Ethics Policy and Rules of Procedures for Enforcement.

Section 4 – Finance and Assets Review Committee

Pursuant to Section 5 of Article VIII of these Bylaws, the Chapter President shall, at least every two years, appoint three Chapter members to serve on a Finance and Assets Review Committee to review the finances and assets of the Chapter and report its findings to the Chapter members. The President shall appoint a chairperson to the Finance and Assets Review Committee. No more than one member of the Board of Directors shall serve as a voting member of the Finance and Assets Review Committee.

All current and past officers of the Chapter, members of the Board of Directors, and Chapter member shall, upon request, provide full and complete information to the Finance and Assets Review Committee.

Section 5 – Appointment of Committee Members

All committees and their Chairmen, standing or special, shall be appointed by the President, with the exception of the Ethics Committee, as the Chapter or the Board of Directors shall from time to time deem necessary to carry on the work of the Chapter. The President shall be ex officio a member of all committees except the Nominating Committee and the Ethics Committee.

ARTICLE VIII FINANCES AND ASSETS

Section 1 – Calendar Year

The calendar year of the Chapter shall be January 1 through December 31.

Section 2 – Budgets and Appropriations

Prior to the beginning of every calendar year, the Board of Directors, by the concurring vote of two-thirds of its total membership, shall adopt an annual budget showing in detail the anticipated income and expenditures of the Chapter for the immediately succeeding year.

Section 3 – Expenditure Limitations

No member, officer, director, committee, employee or agent of the Chapter shall have any right, authority or power to expend any money of the Chapter, incur any liability for or in behalf of the Chapter, or make any commitment that will or may be deemed to bind the Chapter to an expense or liability unless such expenditure, liability or commitment has been budgeted and authorized by the Board of Directors or granted specific approval by the membership at a meeting of the Chapter.

The Board of Directors shall not expend or authorize expenditures in any calendar year that exceeds the estimated income of the Chapter for the year unless specifically authorized to do so by a two-thirds majority vote of the membership at a meeting of the Chapter, provided, however, that the Board of Directors may enter into leases to be funded with a portion of Chapter income in one or more calendar years, which may be expended in subsequent years without regard to estimated or actual income or expenditures for such years.

Section 4 – Emergency Expenditure of Funds

In the event of an emergency or unusual circumstance, and the Board of Directors desires to expend unbudgeted funds in response to that emergency or unusual circumstance, and where there is insufficient time to obtain approval of the Chapter members before said expenditure, the Board of Directors, by a two-thirds majority vote, is hereby authorized to expend Chapter funds in response to that emergency or unusual circumstance. Thereafter, the Board of Directors shall request approval of the Chapter members for the expenditure at the next regularly scheduled meeting of the Chapter.

Section 5 – Review of Financial and Assets Records

At appropriate intervals, but no greater than every two calendar years, the Board of Directors shall employ a firm or appoint a committee pursuant to Section 4 of Article VII of these Bylaws to prepare a compilation of the financial records and assets of the Chapter as the basis for a financial and asset report to the Chapter members. The report shall include an asset inventory of the furniture, equipment, machines, books, codes, computers and any other items belonging to the Chapter, specifying the location of each asset and the Chapter member in responsible charge of the asset.

**ARTICLE IX
CONTRACT SERVICES**

In the event the Board of Directors determines that the need for specific services exceed the capacity of Chapter member volunteers, the Board is empowered to enter into contracts with individuals or firms to provide those services. To the greatest extent feasible, the Board shall develop a contract services selection process that will facilitate the participation all qualified individuals and firms in a competitive selection process. The Board of Directors shall not enter into a contract for services with an individual or firm based upon a non-competitive selection process unless specifically approved by a majority vote of the Chapter members.

**ARTICLE X
LIABILITY, INDEMNIFICATION AND INSURANCE**

Section 1 – Liability

In the absence of misconduct, civil or criminal violation, fraud or bad faith, the present and former officers, directors and persons acting in any other capacity at the request of the Chapter shall not be personally liable for its debts, obligations or liabilities.

Section 2 – Indemnification

If a present or former officer, director or person acting in good faith in any other capacity at the request of the Chapter is made a party to any civil or criminal action or proceeding arising from the performance by the officer, director or other person of his duties on behalf of the Chapter, then, to the full extent permitted by law, the Board of Directors, by affirmative vote of a quorum of its members who are not parties to the action or proceeding, may indemnify such officer, director or person for all sums paid by him in the way of judgments, fines, settlements and reasonable expenses, including attorney fees actually and necessarily incurred, in conjunction with the action or proceeding.

Section 3 – Insurance

The Board of Directors may authorize the purchase and maintenance by the Chapter of such insurance on behalf of the present and former officers, directors and persons acting in any other capacity at the request of the Chapter as may protect them against any liability asserted against them in such capacity, whether or not the Chapter would have the power to indemnify such persons under applicable law.

**ARTICLE XI
PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Chapter may adopt.

**ARTICLE XII
AMENDMENTS**

These bylaws may be amended at any regular meeting of the Chapter by a two-thirds vote, provided that the amendment has been submitted in writing at the previous regular meeting. A copy of all bylaws amendments shall be forwarded to ICC.

PASSED AND ADOPTED THIS 8TH DAY OF APRIL, 2010.

Neil Burning, President

Doug Evans, 1st Vice President

Valarie Loper, 2nd Vice President

Michael Bouse, Immediate Past-President

ATTEST:

Don White, Secretary/Treasurer