

Bylaws of the Southern Nevada Chapter of the International Code Council (SN-ICC)

Article I: Name

This corporation shall be known as the Southern Nevada Chapter of the International Code Council (SN-ICC), a non-stock, nonprofit, Nevada corporation. In these bylaws, the term “Chapter” may be substituted for the full name and for the word "corporation."

Article II: Objectives

The objectives of the Chapter are:

1. To promote the vision and mission of the SN-ICC and the ICC to support our stakeholders in the creation and maintenance of a safe-built environment;
2. To investigate and discuss the principles underlying safety in construction and occupancy of buildings and other related structures;
3. To develop, recommend and promote uniform enforceable regulations and legislation pertaining to building construction and occupancy;
4. To collaborate with the design and construction industries, to develop, maintain and promote the adoption of nationally recognized codes and standards, regional and local codes and related documents;
5. 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;

6. To advise and assist in administration of building laws and ordinances and the development of appropriate management and enforcement programs and related activities;
7. To serve as a source of information on technical code requirements and code administration matters to local, regional and state elected officials, state agencies, and local boards, commissions, and councils;
8. 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;
9. To advance the technical and professional skills of those engaged in the administration and enforcement of building laws;
10. To place the public safety above all interests and to apply the special knowledge and skill of code enforcement professionals for the benefit of the public;
11. To advance the effective operation of building and fire prevention departments in Southern Nevada;
12. To promote communication and understanding among building and fire department professionals and the design and construction communities;
13. To represent the interests of Chapter members in 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;
14. To participate in other activities 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 five (5) categories as follows: 1) Government Member; 2) Industry Associate Member; 3) Student Member; 4) Honorary Member and 5) 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, and students.

Section 2 – Membership Categories

The following defines the Chapter membership categories

1. Government 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, regional and local construction codes, and standards and includes building officials, fire officials, and employees of consultant firms or Chapters that assume full-time, full-service code administration and enforcement responsibilities on behalf of a government jurisdiction.
2. Industry Associate Member is an employee of a professional association, firm or Chapter, including consultants under contract on a limited or part-time basis with a Government Member, engaged in the design, construction or inspection of buildings and structures regulated by the adopted national and regional and local codes and standards.
3. Student Member is a full or part-time student of a public or private university, or high school, or 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. Student Members must submit to the Chapter documentation, such as a Student Identification Card, that they are enrolled as a student in an institution of higher education to be accepted as a Student Member of the Chapter.

4. 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.
5. Retired member is a Government 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:

1. Government 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.
2. Industry Associate Members may serve as Industry Director at Large in the Chapter, serve on committees, vote on committees, bring up matters for discussion, propose and second motions, but may not vote on any matter pertaining to the business of this Chapter except as provided for in Article VI, Section 1 of these Bylaws.
3. 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.

4. 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.
5. Retired Members shall have all rights and privileges associated with their previous membership category.

Section 4 – Member Dues

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

Dues shall be payable annually on or before the renewal date established by the Board of Directors. Members whose dues are not paid within thirty (30) days after the due date shall be considered delinquent.

The Chapter shall provide at least one written notice of delinquency. If dues remain unpaid sixty (60) days after the due date, the member's rights and privileges, including voting rights, event participation at member rates, and committee service, may be suspended until payment is received.

Membership shall be terminated if dues remain unpaid ninety (90) days after the due date, unless otherwise determined by the Board of Directors. Reinstatement shall require payment of all past-due amounts and any applicable reinstatement fee as established by the Board.

Member Contact Information and Notice. Each member is responsible for maintaining current contact information with the Chapter, including primary email address, mailing address, employer/affiliation, and membership category (e.g., Government, Industry Associate, Student, Retired, Honorary). Members shall report any changes—such as a change of employer or retirement—within thirty (30) days using the **Membership Information Update Form** found here: <https://www.snicc.org/update-contact-info/>

Section 5 – Non-member Charges

Nonmember 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:

1. Nonpayment of dues after a ninety (90) day period of delinquency;
2. Conduct as determined by the Board of Directors to be adverse to the best interests of the Chapter;
3. Violation of the SN-ICC Code of Ethics that requires forfeiture of Chapter membership.

Except for item 1 above, the following due process procedure will be followed: If a member is determined by the Ethics Committee to have violated the SN-ICC Code of Ethics or engaged in conduct adverse to the best interests of the Chapter, the member shall be notified in writing and informed that they have sixty (60) days to make a written request to appear before the Ethics Committee for a hearing. The notice shall include a detailed outline of the charges from the Ethics Committee. If the Ethics Committee votes by a majority vote to rescind the member's membership, the member shall be notified in writing and informed that they have sixty (60) days to make a written request to appear before the Board of Directors for a formal hearing. The notice shall include a detailed outline of the charges from the Ethics Committee. If the Board of Directors votes by a majority vote to rescind the member's membership, the decision shall be final and effective immediately.

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, and Second Vice President shall be elected annually by a majority vote of Chapter voting members. The Secretary/Treasurer shall be appointed by the Board of Directors. Chapter officers shall be government members in good standing of the Chapter.

Section 2 – Officer Eligibility

Only Government Members shall be eligible to serve as Chapter officers. When an officer ceases to be employed by a Government Jurisdiction established by these Bylaws, they will automatically be relieved from office, unless retired, in which case, they may serve out their elected term. If a vacancy in an officer position cannot be filled by a current Government Member after reasonable efforts by the Board, the Board of Directors may appoint a retired Government Member not currently employed in the private sector, in good standing to serve in that position for the remainder of the term or until the next regular election, whichever occurs first.

Section 3 – Nominating Committee

See Article VII, Section 6 for details on the Nominating Committee.

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: The Secretary /Treasurer shall be appointed by the Board of Directors.

Section 5 – Officer Term Limits

No officer shall hold more than one office at a time nor be eligible to serve more than two consecutive terms in the same office.

EXCEPTION: At the discretion of the Board of Directors, 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 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: The Secretary/Treasurer shall be appointed by the Board of Directors.

Section 7 – Duties of Officers

1. Duties of President. The President shall be the chief elected officer of the Chapter and preside at all business meetings of the Chapter and the Board of Directors. The President shall appoint all committee chairs 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 serve as one of the three signatories authorized for Chapter bank accounts. The President shall file or caused to be filed with ICC an annual report in the designated ICC format. They shall have such other duties as are prescribed by these Bylaws and as may be required by their office or the Board of Directors.
2. Duties of First Vice President. The First Vice President shall assist the President in his/her 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 may serve as one of the three signatories authorized for Chapter bank accounts. 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.

3. 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 oversee the Chapter's Membership Recognition Program as described in the Chapter's Strategic Plan. 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.
4. 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 one of the three signatories authorized 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 all discrepancies promptly to the Board of Directors.
 7. Make a financial report at the annual business 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.
 11. Assist in the examination of the Chapter financial records as requested by the Financial Assets Oversight Committee.
5. Duties of the Past President. The Past President shall chair the Nominating Committee and shall serve in an advisory capacity to the President and the Board of Directors and take on assignments as requested by the President. The Past President may serve as one of the three signatories authorized for Chapter bank accounts.

Section 8 – Removal from Office

All actions taken under this Section shall be recorded in the Board minutes and reported at the next regular Board meeting, in accordance with Article VI, Section 5 (Resignation, Disqualification, Removal and Vacancies).

The hearing shall be conducted by a special committee composed of two (2) Past Presidents of the Chapter (excluding the Immediate Past President) and the Chair of the Ethics Committee (or their designee). The special committee shall investigate the allegations and make written findings. If, by majority vote, the committee determines that removal is warranted, its decision shall be final and effective immediately.

No Chapter officer or director shall be removed from office without due process as provided in this Section. If an officer or director is determined, by a majority vote of the voting members of the Board of Directors, to have failed to perform the duties of their office as specified in these Bylaws or to have engaged in conduct adverse to the best interests of the Chapter, the officer or director shall be notified in writing of the charges and afforded sixty (60) days to submit a written response and request a hearing.

Article V: Meetings

Section 1 – Schedule of Regular Meetings

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

Section 2 – Annual Business Meeting

The regular Chapter 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 of the Chapter or of the Board of Directors.

Section 4 – Requirements for Chapter Meetings

Ten (10) Government Members in good standing representing two (2) or more local government jurisdictions of the Chapter shall constitute a quorum for any Chapter meeting.

Section 5 – Quorum for Board of Directors Meetings

Quorum. At all meetings of the Board of Directors, two-thirds (2/3) of the voting directors then in office shall constitute a quorum for the transaction of business.

Act of the Board. With a quorum present, actions approved by a majority of voting directors present are deemed acts of the Board, unless a higher threshold is required by law or these Bylaws.

Clarification: Unless otherwise stated, all references to 'majority' in these Bylaws mean more than half of those entitled to vote.

Failure or Loss of Quorum. If a quorum is not present at any meeting of the Board of Directors, the directors present may adjourn the meeting from time to time, without further notice, until a quorum is present. If a quorum is lost after a meeting is called to order, no further business shall be transacted other than adjournment, unless proceeding under the Reduced Quorum provision below.

Reduced Quorum for Time-Sensitive Business. If, after reasonable notice and good-faith efforts to obtain a quorum, fewer than two-thirds (2/3) of the voting directors then in office are present, the Board may transact time-sensitive business with a Reduced Quorum consisting of a majority (>50%) of the voting directors then in office, provided that the President or the First Vice President is present. Any action taken under this subsection:

1. requires the affirmative vote of a majority of all voting directors then in office (not merely those present);
2. shall be reported to the Board at the next meeting at which a full quorum is present; and
3. shall be placed on that agenda for ratification, unless otherwise prohibited by law or these Bylaws.

This Reduced Quorum provision does not apply where a greater vote is required by law or these Bylaws.

Section 6 – Voting Methods and Procedures

Eligibility to Vote: Voting rights are granted as defined in Article III, Section 3.

Voting Methods: Voting on Chapter business may occur through the following means:

1. In-person voting at a duly called meeting.
2. Virtual voting during electronic meetings via an approved platform, ensuring real-time discussion and interaction.
3. Email voting, limited to time-sensitive matters that cannot be postponed until the next scheduled meeting.

Virtual and Email Voting Procedures:

- A motion for an email or virtual vote must be authorized by the Board of Directors.
- All voting members shall receive clear instructions, including the motion text, discussion period (if applicable), and a voting deadline (not less than 48 hours, unless urgency requires otherwise).
- Quorum for virtual or email votes shall be determined based on responses received by the deadline, consistent with Article V, Section 4.
- The Secretary/Treasurer and/or Executive Director shall record and report the results at the next Board or Chapter meeting, at the discretion of the President.

Limitations on Email Voting:

- If a voting member requests discussion, the matter shall be deferred to the next in-person or virtual meeting.

Section 7 – Promotional Materials at Meetings and Events

Members requesting to distribute flyers, brochures, or other promotional materials related to their organizations or professional activities at Chapter meetings and events, shall be subject to approval by the Board of Directors. Distribution shall be conducted only at locations and times designated by the presiding officer or event coordinator, in a fair and non-disruptive manner, and shall not imply endorsement by the Chapter. Venue rules and sponsor agreements, if any, take precedence. The Board may suspend or revoke distribution privileges for noncompliance.

Article VI: Board of Directors

Section 1 – Members of the Board of Directors

The Board of Directors shall include:

1. President
2. First Vice President
3. Second Vice President
4. Secretary/Treasurer

5. Immediate Past President
6. Two (2) Industry Associate Directors at Large

All members of the Board of Directors are voting members of the Board. Members of the Board of Directors shall be members in good standing of the Chapter. The two (2) Industry Associate Directors at Large shall be appointed by the officers of the Board of Directors and shall serve a staggered two-year term.

Section 2 – Affairs of the Chapter

Affairs of this Chapter shall be managed by the Board of Directors. The Board of Directors may assign, delegate and contract services for the management of Chapter affairs, programs and events to qualified individuals, organizations and entities, such as, but not limited to, an Executive Director and EduCode Director. Members of the Board of Directors must be residents of the State of Nevada and must be a current Government or Industry Associate 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 by either the President, a majority of Chapter members or a majority the Board of Directors.

Section 4 – Annual Report

The President shall render a full report in writing at the Annual Business Meeting of the condition, interests, activities and accomplishments of the Chapter and make recommendations with respect thereto as he/she deems appropriate.

Section 5 – Resignation, Disqualification, and Vacancies

A. Resignation. A member of the Board of Directors may resign at any time by providing written notice to the President or the Secretary/Treasurer. Unless a later effective date is

specified in the notice (and accepted by the President), the resignation is effective upon receipt. The resignation shall be recorded in the minutes.

B. Disqualification. A Board member is disqualified if they cease to meet the eligibility requirements for their position as stated in these Bylaws (e.g., officer positions must be Government Members per Article IV, Section 2; Industry Associate Directors-at-Large must be Industry Associate Members per Article VI, Section 1). Upon disqualification, the position shall be deemed vacant and filled in accordance with Subsection D below. Removal for cause is governed exclusively by **Article IV, Section 8 (Removal from Office)**.

C. Removal. Procedures for removal from office, including due process, are set forth in **Article IV, Section 8 (Removal from Office)**. This Section does not create an alternative removal process.

D. Vacancies and Interim Appointments.

1. **Officer Vacancies.** Vacancies in officer positions shall be filled as specified in **Article IV, Section 6 (Officer Vacancy)**.
2. **Industry Associate Director-at-Large Vacancies.** For a vacancy in an Industry Associate Director-at-Large position, the officers may recommend, and the Board of Directors shall appoint, an interim Industry Associate Member in good standing to serve until the next regular election or until the unexpired term is filled pursuant to these Bylaws.
3. **All Other Board Vacancies.** For any other vacancy on the Board, the Board of Directors shall appoint a qualified member, in good standing and eligible for that position under these Bylaws, to serve until the next regular election or until the unexpired term is filled pursuant to these Bylaws.
4. **Term Limits.** An appointment to fill a vacancy shall not be considered a term for the purpose of consecutive term limits.

E. Record of Action. All vacancies, interim appointments, and related actions shall be reported at the next Board meeting and recorded in the minutes.

Section 6 – Remote Participation and Written Actions

1. **Written Action Without a Meeting:** Unless otherwise restricted by these Bylaws, any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if all voting members of the Board of Directors consent in writing. All written consents shall be filed with the minutes of the Board of Directors.

2. **Participation by Teleconference or Electronic Communication:** Members of the Board of Directors may participate in a meeting through the use of conference telephone, video communication, or other electronic communication equipment if all the following conditions are met:

- i. Each participating director can communicate with all other directors concurrently.
- ii. Each director is provided the means of participating in all matters before the Board, including the ability to propose or object to specific actions.
- iii. The Chapter adopts and implements procedures to verify both: a. That participants are directors or individuals authorized to attend; and b. That all votes or actions are taken only by the directors.

Section 7 – Committee Oversight and Reporting

The Board of Directors shall maintain general oversight of all Chapter committees. Each committee shall have a designated Board liaison who will serve as the point of communication between the committee and the Board.

Committee chairs shall submit written or verbal reports to the Board of Directors at least quarterly, or more frequently as directed by the President or Board. These reports shall include committee activities, recommendations, and any matters requiring Board action or approval.

Article VII: Standing Committees

Section 1 – Chapter Committees

The Board of Directors may implement special committees, as necessary to conduct business, in addition to these standing committees described herein. Each committee chair shall provide an activity report during each chapter meeting when requested by the Board of Directors. All volunteers on all Chapter committees, whether standing or ad hoc, must be members in good standing of the Chapter

Section 2 -- Code Development Committee

The Code Development Committee participates in the International Code Council code development process by performing the following functions:

1. Draft proposed changes for the Chapter for inclusion into the International Codes that are adopted in Southern Nevada. All proposed changes developed by the Committees will be submitted to the Board of Directors and emailed for review by the Southern Nevada Building Officials (SNBO) prior to submission to the International Code Council (ICC). The committees or the Board of Directors may, on its own, schedule hearings on the proposals and invite testimony from the Chapter members.
2. Review amendments proposed through the ICC consensus process. Position statements on proposed amendments will be submitted to the Board of Directors and emailed for review by Southern Nevada Building Officials (SNBO). The committee or the Board of Directors may, on its own, schedule hearings on the proposals and invite testimony from the Chapter members.
3. Represent the Chapter in the Southern Nevada/regional amendment process and related hearings. The President shall appoint a Chapter member to serve as the Code Development Committee Chair. At the direction of the Board, the Chair and/or committee members may attend and testify at hearings to present the Chapter's positions. The Chair (or designee) is authorized to make technical or non-substantive adjustments at hearings to address testimony or administrative requests, provided the adjustments do not materially alter the intent or

impact of the proposal and are approved by the current SN-ICC President and SNBO President (or their designees). Material modifications shall be referred back to the Board and SNBO for direction. All actions taken under this item shall be reported to the Board, the Committee and SNBO at the next regular meeting.

Section 3 – Education Committee

The Education Committee is responsible for Chapter educational efforts, including those conducted during the monthly chapter meetings. The President shall appoint an Education Committee chairperson or co-chairpersons and individual members to serve on the Education Committee. The First or Second Vice President shall serve on the Education Committee in the capacity designated by the President.

Section 4 – EduCode Committee

The EduCode Committee is responsible for planning, organizing and conducting the Chapter’s annual EduCode conference and expo. The President and the EduCode Director may appoint an EduCode Committee Chair or co-chairs to serve on the committee.

Section 5 – Ethics Committee

An Ethics Committee shall be nominated by the Board of Directors at its first regular Board meeting and ratified by a majority vote of the membership at the following regular Chapter meeting. The Committee shall be comprised of three members and shall not include a current officer of the Chapter. A Committee Chair shall be selected by the Committee and be so recorded in their first meeting. The 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 6 – Finance and Assets Review Committee

The 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. The Secretary/Treasurer shall serve as the sole voting member of the Board of Directors on the Finance and Assets Review Committee. Upon every two years or upon vacation of the Secretary/Treasurer's office, the Board of Directors may authorize an external review of the books.

Section 7 – Industry Advisory Committee

The Industry Advisory Committee shall confer and discuss topics and issues of importance and significance to industry and provide advice to the board of directors on those topics and issues. The Committee shall be comprised of SN-ICC Industry Associate Members in good standing. The Committee shall be chaired and co-chaired by the two Directors at Large on the Chapter's board of directors.

Section 8 – Membership Committee

The Membership Committee shall focus on member engagement, encompassing both recruitment and retention, by enhancing membership benefits and fostering a stronger sense of ownership among the members. To achieve this, the President shall appoint a Membership Committee Chair or co-chairs to lead the committee. These efforts should underscore a commitment to providing members with opportunities to learn and grow professionally while enjoying the camaraderie of their peers. The committee should provide an informal platform for members to discuss industry trends and share insights from their professional experiences.

Section 9 – 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 10 – Public Outreach Committee

The Public Outreach Committee is responsible for all Chapter community engagement efforts, including planning, organizing, and conducting events such as grants and scholarships, communications, and other programs that benefit the public and promote awareness of Chapter initiatives.

The President shall appoint a Public Outreach Committee Chair or Co-Chairs to lead the committee. The Public Outreach Committee shall include the following standing subcommittees:

- **Scholarship Subcommittee** – Responsible for administering the Chapter’s scholarship programs
- **Communications Subcommittee** – Responsible for planning and directing Chapter communications and social media campaigns (strategy, content calendars, key messages, and metrics) in coordination with the Executive Director and the Public Outreach Chair. Routine execution—publishing, sending, and posting on official Chapter platforms—is performed by the Executive Director. When the Executive Director is unavailable (e.g., time off, travel) or when expressly delegated, the Subcommittee (through its chair or designee) is authorized to execute approved communications in accordance with Board-adopted policies, and brand standards.

All members of subcommittees must be Chapter members in good standing. The Public Outreach Chair shall coordinate with subcommittee leads to ensure consistent branding, timely outreach, and reporting to the Board of Directors. Monthly updates shall be provided to the Board and Chapter as requested.

Section 11 – Workforce Development Committee

The Workforce Development Committee shall be responsible for developing, implementing, and promoting programs that equip individuals with training, resources, and industry connections in support of the Chapter's efforts to strengthen careers, the construction workforce pipeline, and a safe-built environment. The committee may coordinate with educational institutions, industry partners, and governmental entities to offer relevant programming, internships, job placement support, and other workforce initiatives.

The SN-ICC Workforce Development Committee is committed to ensuring a present and future skilled workforce by equipping individuals with training, resources, and industry connections available to members, partners, and the public.

The President shall appoint a Workforce Development Committee Chair or Co-Chairs to lead the committee. The committee should include at least one Government Member and one Industry Associate Member. Contracted or staff workforce development coordinators may serve as non-voting advisors to the committee.

The Workforce Development Committee shall also coordinate with the Scholarship Subcommittee (under Public Outreach) to align training opportunities with available educational funding and career pathways.

Section 12 – Appointment of Committee Members

All committees and their Chairs, 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 and the Ethics Committees.

Article VIII: Finances and Assets

Section 1 – Fiscal Year

The fiscal year of the Chapter shall be July 1 through June 30. The terms of office of the Board of Directors shall be based on a calendar year and the membership dues year shall be based on a calendar year.

Section 2 – Budgets and Appropriations

Prior to July 1st of every calendar year, the Board of Directors, by the concurring vote of a majority of Government Members in attendance at the June Chapter meeting, shall adopt an annual budget showing in detail the anticipated income and expenditures of the Chapter for the immediately succeeding year.

Section 3 -- Authorization to Sign Checks

Three officers of the Chapter are authorized to be signatories for the Chapter bank accounts. The President and the Secretary/Treasurer shall be signatories for the Chapter's bank accounts. The Immediate Past President and the First Vice President may be signatories for the Chapter's bank accounts. Only one signature is required on any check. Checks for \$10,000 and more must be approved, in writing, by the Secretary/Treasurer and one other member of the chapter's Board of Directors. No authorized signatory may sign any check made out to him/herself.

Section 4 – 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 on 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 fiscal 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, 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 4A – Funding Motions from the Floor (Outside Adopted Budget)

No Same-Meeting Action. Funding motions raised from the floor shall not be decided at the meeting in which they are introduced. Such motions are tabled and referred to the Board of Directors for review under the Chapter’s funding request process.

A motion brought by the membership from the floor at a Chapter meeting or event that proposes an expenditure outside the adopted annual budget—including, but not limited to, community engagement, workforce development, or other charitable initiatives consistent with the Chapter’s mission—shall:

- Be submitted via the Chapter’s Funding Request Form, available on the Chapter website (currently at <https://www.snicc.org/chapter-programs/funding-requests/>);
- State the requested amount, intended purpose, timing, and anticipated outcomes/benefits to the Chapter and/or community; and
- Affirm consistency with the Chapter Objectives set forth in Article II.

Fiscal Review. The Secretary/Treasurer (or designee) will prepare a fiscal impact note (e.g., available capacity, timing, constraints) to support Board deliberation. If a fiscal note cannot reasonably be prepared at the meeting, it shall be provided in writing within five (5) business days and included in the Board’s review materials.

Review and Decision; Communication. The Board of Directors (and the Finance and Assets Review Committee, as applicable) shall evaluate the request for fiscal impact and mission alignment. A written decision shall be communicated to the requester within two (2) regularly scheduled Board meetings following receipt of a complete request, unless extended for good cause with notice to the requester. The decision and rationale shall be reported at the next Board meeting and recorded in the minutes.

Decision Threshold: The Board of Directors shall approve or deny such requests by majority vote, unless a higher threshold is required by these Bylaws.

Cross-References. Such motions are subject to Section 4 (Expenditure Limitations), Section 5 (Emergency Expenditure of Funds), and Article V, Section 6 (Voting Methods and Procedures). Where membership approval is required by these Bylaws, the Board shall place the item on the next feasible Chapter meeting agenda.

Section 5 – 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 unanimous vote, is hereby authorized to expend Chapter funds in response to that emergency or unusual circumstance and report said expenditure to the membership at the next regular Chapter meeting.

Section 6 – 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 5 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 bank and investment accounts of the Chapter, 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 – Governance and Administrative Policies

Section 1 – Conflict of Interest Policy

All officers, directors, and committee members shall disclose any potential or actual conflict of interest in any matter under consideration by the Chapter. A “conflict of interest” exists when a

person's personal, financial, or business interest may conflict with the best interests of the Chapter.

Upon disclosure, the Board of Directors shall determine by majority vote whether a conflict exists. If a conflict is found, the affected individual shall abstain from discussion and voting on the matter. The minutes of the meeting shall reflect the disclosure and the Board's determination.

The Chapter shall maintain a written record of all disclosures and related Board determinations.

Section 2 – Record Retention and Access

The Chapter shall maintain accurate books, records, and governing documents in accordance with applicable law. Records include but are not limited to: meeting minutes, financial statements, committee reports, official correspondence, contracts, and significant Chapter publications.

Historical records of the Code Development Committee, including proposal history, hearing testimony, and vote records, shall be preserved as part of the Chapter's permanent records.

Records shall be retained for the following minimum periods unless otherwise required by law:

- Permanent: Articles of Incorporation, By-Laws, Board and Membership meeting minutes, Code Development Committee history.
- Three (3) Years: Financial statements, tax returns, audits, grant records.
- Six (6) Months: Routine correspondence, membership applications.

Members in good standing may request access to records in writing. Access will be granted at a reasonable time and place as determined by the Board of Directors.

Section 3 – Dispute Resolution Policy

The Chapter encourages the prompt and fair resolution of disputes involving members, committees, or the Board.

- **Informal Resolution:** Disputes should first be addressed directly between the involved parties in an effort to resolve the matter informally.
- **Mediation:** If informal efforts fail, the matter may be referred in writing to the President, who shall appoint a neutral mediator acceptable to the parties.
- **Formal Review:** If mediation does not resolve the dispute, the matter shall be referred to the Board of Directors or a special committee appointed by the Board for a hearing and final determination.

The decision of the Board of Directors shall be final and binding on all parties within the Chapter.

Article X: Contract Services

In the event the Board of Directors determines that the need for specific services exceeds 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 of all qualified individuals and firms in a competitive selection process.

Article XI: 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 their 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 them 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, members and persons acting in any other capacity at the request of or on behalf 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 XII: Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Chapter 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 XIII: Dissolution

In the event of the dissolution or final liquidation of the Chapter, all remaining assets and property of the Chapter, after paying or making provision for all liabilities and obligations, shall be transferred to one or more organizations which:

1. Dedicate such assets and property to public and/or charitable purposes; and
2. Qualify as tax-exempt organizations under Section 501(c)(3), Section 501(c)(4), or Section 501(c)(6) of the Internal Revenue Code.

If the Chapter owns or controls any affiliated programs, projects, trade names, or entities — including but not limited to *EduCode International*— the Board shall determine whether such

assets are to be transferred, sold, or dissolved in accordance with applicable law and IRS requirements.

Any sale, transfer, or dissolution of such affiliated programs or entities shall require:

- A two-thirds (2/3) vote of the Board of Directors; and
- A majority vote of Government Members present at a duly noticed membership meeting.

No Chapter assets shall be distributed to any officer, director, member, employee, or private individual, except for reasonable compensation for services rendered.

Article XIV: Amendments

These bylaws may be amended at any regular meeting of the Chapter by a two-thirds vote of a quorum of Government Members in attendance, provided that the amendment has been submitted in writing before, during or at the previous regular meeting. A copy of all bylaws amendments shall be forwarded to the International Code Council.

Passed and adopted this 11th day of December, 2025

Nathan Ball, President DocuSigned by:
Nathan Ball
BCAF731600A842E...

Mike Clifford, 1st Vice President Signed by:
Mike Clifford
BF758FEE6B8E4A6...

Andrew Kelly, 2nd Vice President DocuSigned by:
Andrew Kelly
628F4448FDF4433...

Linda Gallant, Immediate Past President DocuSigned by:
Linda Gallant
59C0310D912D48F...

Amanda Moss, Industry Director Signed by:
Amanda Moss
DB6B27DA6B4B4EA...

Christy Theisen, Industry Director Signed by:
Christy Theisen
E8CDE35A1FEC452...

Attest: Jonathen Nichols, Secretary/Treasurer Signed by:
Jonathen Nichols
0414174C16FC446...