



Draft By-laws  
January 11, 2006

## **BY-LAWS OF ICC NORTHEAST REGIONAL COALITION**

### **ARTICLE I – ORGANIZATION**

#### **Section 1.**

The name of this organization shall be ICC Northeast Regional Coalition. It shall be organized as a non-stock, not-for-profit corporation under Section 501 (c)(6) of the Internal Revenue Code and the laws of the state of [\_\_\_\_\_?].

#### **Section 2.**

The corporate office shall be located within the boundaries of ICC [International Code Council] Northeast Region, defined as the states of Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island and Vermont. The organization may have such other office or offices as the business of the organization may require, in such other place as the members may designate.

### **ARTICLE II – PURPOSE**

#### **Section 1.**

The purpose of this organization, within the ICC Northeast Regional Coalition area, shall be to bring together regulatory agencies, organizations, associations, groups and individuals engaged in the promulgation, administration, enforcement and implementation of safety, health and welfare in the construction, maintenance and protection of buildings and structures in order to:

- a. Enhance public safety, health and welfare through regional cooperation and coordination of all groups and organizations involved;
- b. Assist and encourage the inception, maintenance and advancement of professional standards of training for all individuals involved in construction, maintenance and protection of buildings and structures, and promote continuing education and competency training for licensure, certifications, registrations for all affected parties;
- c. Disseminate and share information, experience and policy; exchange ideas; discuss mutual problems and establish uniformity in interpretation, application and enforcement of all applicable codes through regular meetings, seminars and an integrated information network among jurisdictions;
- d. Provide direction to the ICC Board of Directors regarding common regional issues and interests at regional and national forums, participate in code formation processes, and encourage voluntary service on national committees where technical expertise and experience can be contributed;
- e. Support and promote efficient adoption, administration and enforcement of uniform building, maintenance and fire protection codes and other related codes and standards, and promote programs of legislation of benefit to the public which will develop increased levels of safety, health and welfare in buildings and other structures;
- f. Coordinate and cooperate with related governmental agencies involved in the administration of building and safety regulations, with design professionals and their

- respective organizations, and with the trades, manufacturers and associations within the construction industry;
- g. Promote and promulgate the understanding of interpretations and enforcement issues of uniform codes and standards;
  - h. Create a better public understanding and appreciation of safety, health and welfare regulations and their importance to the stability and prosperity of the communities; and promote the maximum benefits to safety of life, health and property within acceptable risk factors and at reasonable costs;
  - i. Foster personal and professional support through aid, education and assistance to members in the pursuit of all goals and objectives of this organization; secure and maintain support of state and local governmental agencies and officials in those goals and purposes; and uphold and improve the knowledge and professionalism of all members.

## **Section 2. Prohibitions**

This organization may engage in formulating building, fire or other related codes or standards for adoption by any legislative authority. It may endorse and recommend adoption or revisions of any nationally recognized model code or standard, to ICC Northeast Regional Coalition chapters provided that any recommendation must be approved by a majority of the board members present and voting at any regular or special meeting.

## **Section 3. Means and Methods**

Achieving the purposes and objectives of this organization shall be accomplished by:

- a. Promoting, for all jurisdictions in our region, the adoption of coordinated building, maintenance and fire protection codes, based upon unbiased judgment and developed in a public forum;
- b. Facilitating the exchange and dissemination of information pertaining to construction, maintenance and protection of life and property and the coordination of mutual response to disasters in the region;
- c. Recognizing and endorsing recommendations of established building code organizations and standards authorities so long as they are consistent with sound safety practices and the goals of this organization;
- d. Working together to amend or eliminate statutes that conflict with established national technical provisions;
- e. Involving the several states and their administrations, public officials, and associations in the process;
- f. Publicizing the purposes and activities of this organization through contact with public officials in other branches of government and representatives of the design and construction industry;
- g. Maintaining a high degree of integrity and openness in public relations;
- h. Creating good fellowship and mutual understanding among members and with industry through meetings and similar activities;
- i. Establishing and collecting dues, fees and other income for the furtherance of the objectives of the organization;

## **ARTICLE III – POWERS**

### **Section 1. By Laws**

The organization shall have the power to adopt by –laws, which may provide for:

- a. Various classes of membership and fixing the qualifications thereof;
- b. Designation of a Board of Directors, it’s Officers, their duties, methods of election, terms of office;
- c. Establishing standing, special and ad-hoc committees;
- d. Holding of regular and special meetings;
- e. Amending of this constitution and it’s bylaws;
- f. Any other matters as may be necessary for the fulfillment of the objectives of the organization.

## **ARTICLE IV - MEMBERSHIP**

Membership shall be classified as Active, Associate, or Honorary.

### **Section 1. Active**

Active membership shall be limited to persons and groups actively engaged in the promulgation, administration and/or enforcement of safety, health and welfare regulations within region VI.

### **Section 2. Associate**

Associate membership shall be limited to national, regional and state organizations; architects, engineers and similar design professionals and individuals concerned with the creation of buildings and structures; building materials and systems manufacturers and their organizations; trade and construction industry organizations and individuals.

### **Section 3. Honorary**

Honorary membership may be conferred upon any individual by majority vote of members present at any regular meeting of the organization, upon the recommendation of the Board of Directors or by a 2/3 vote of the membership present.

## **ARTICLE V**

### **A. BOARD OF DIRECTORS**

#### **Section 1. Representation**

To insure uniformity of representation, the Board of Directors shall be comprised of:

- a. Three (3) representatives chosen at the state level by each of the member states, all of which shall be ICC members.

- b. If the eligibility of any Director of this organization ceases during their term in office due to death, disability or employment status, the state, chapter or organization represented by that Board member shall name a successor from among its eligible candidates.
- c. Term of office shall be by state determination. Notice of selection and the term of office shall be sent by certified mail, return receipt requested, to the Secretary/Treasurer.

## **Section 2. Meetings; Quorum**

The Board of Directors shall meet at such time and in such places as determined by the majority of the Board upon call of the Chairman of the Board. At any meeting of the Board, a simple majority of the elected Board members shall constitute a quorum. Each Board member may have an alternate member who shall be available for, and take the place of, their respective member in their absence. Alternates shall be seated in the absence of their respective member, and be entitled to participate fully in all business of the Board. Alternates shall be appointed or elected, as the case may be, in the same manner as the Board member for whom he or she would function. A written proxy form must be submitted to the Secretary/Treasurer.

With approval of the Executive Committee, any meeting or vote of the ICC Northeast Regional Coalition Board of Directors may be conducted by teleconference or other electronic means and shall be binding upon the Coalition.

## **Section 3. Notice of Meeting**

Each member of the Board shall receive notice of meetings not less than ten (10) days prior to the meeting unless so waived by the majority of the Board members

## **Section 4. Duties**

The Board of Directors shall propose new items of business and make recommendations to the body at the regular meetings. Such business and recommendations shall be consistent with the purposes of the organization as outlined in Article II, Section 1 of the constitution.

The Board shall authorize the depository of any funds of the organization and designate the Secretary/Treasurer or other Board member to draw on such funds. A minimum bond as to be determined by the Board may be required of those so designated. The Board shall determine expenditures either within an approved budget or by resolution designating the officer or officers authorized to approve expenditures within specified limits. In the interim, between meetings of the Board, the Chairman and/or Vice Chairman of the Board shall approve ordinary expenses necessary to conduct the business of the organization, and furnish an accounting thereof to the Board for approval at the next regular meeting of the Board. The fiscal affairs shall be audited and certified annually by the incoming Board.

## **Section 5. Conduct of Meetings**

Business conducted at all meetings of the Board shall follow Robert's Rules of Order. The Chairman of the Board shall designate a Parliamentarian.

## **B. OFFICERS**

### **Section 1. Executive Committee**

The Officers of this organization shall be Chairman, Vice-Chairman, and Secretary/Treasurer who shall form the Executive Committee. The Board of Directors at the first meeting of the Board and bi-annually thereafter shall elect the Officers. At no time shall two or more Officers be from the same state.

### **Section 2. Duties and Powers**

The duties and powers of the Officers shall be the duties normally prescribed to their respective offices. It shall be the responsibility of the Officers to plan, pursue and implement policies that will promote the purposes of the organization.

### **Section 3. Succession**

In the event of a vacancy in any office, the Board will, by election, fill the vacancy for the unexpired term.

### **Section 4. Term of Office**

All officers shall be elected for a term of two (2) years.

## **C. COMMITTEES**

### **Section 1. Establishment of Committees; Appointment**

The Board shall, from time to time, determine and establish the standing and special committees necessary to effectively carry out the program of the organization. The duties, responsibilities, limitations, and other directives to the committees shall be clearly stated in the resolutions establishing them.

The Chairman shall appoint the members of all committees with the advice and consent of the Board.

## **ARTICLE VI – ADOPTION AND AMENDMENTS**

### **Section 1. Effective Date**

This constitution and the bylaws of this organization shall become effective upon their adoption by a majority vote of the Board of Directors of the organization present and voting at the first announced general membership meeting.

### **Section 2. Amendments**

Amendments to the Constitution or By-Laws, as adopted in accordance with Article VI, Section 1, of this document shall require an affirmative vote of 2/3 of the Board of Directors present at any general membership meeting of this organization provided that not less than thirty (30) days notice of any proposed changes shall have been provided to each member. All other amendments

to rules and procedures shall require a simple majority vote of the Board of Directors of 50 % of ICC Chapters, by State, represented in the Northeast Region.

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