



**CONSTITUTION AND BY-LAWS OF THE NAPA-SOLANO CHAPTER
OF THE INTERNATIONAL CODE COUNCIL**
(As Approved by the Executive Board)

Article I
Name and Objectives

Section 1. Name:

- a) The organization shall be known as the NAPA-SOLANO CHAPTER OF THE INTERNATIONAL CODE COUNCIL [Chapter].

Section 2. Objectives of the organization are:

- a) To place the public welfare above all other interests and to apply the special knowledge and skill of the building official to the benefit of society.
- b) To build up the prestige of the building official to provide sufficient, qualified personnel adequately compensated; to establish minimum standards of what a Building Safety Department or Division is; and to secure adequate recognition and proper place in the administrative organization.
- c) To investigate and discuss the principles underlying safety in the construction, occupancy, and location of building and related structures.
- d) To develop, recommend, and promote uniform regulations and legislation pertaining to the building construction and to encourage uniformity in code interpretation.
- e) To develop, maintain, and promote the adoption of the International Code Council codes and related documents and other codes adopted by the State of California, and to become active members of the International Code Council.
- f) To advise and assist in administration of building laws and ordinances.

- g) To advance the professional skills of those engaged in the administration and enforcement of building codes by developing, supporting and participating in continuing education and professional mentoring.
- h) To do all such other things as are incidental to or desirable for the attainment of the above objectives.

Section 3. Area Served:

- a) The Chapter shall include all the counties, cities, and towns in the vicinity of Napa and Solano Counties.

Article II
Membership

Section 1. The membership shall be confined to:

- a) Active members. Building officials, building, plumbing, mechanical, electrical inspectors and building safety personnel at the cities and counties represented by the Chapter.
- b) Associate members. Members of the industry and other personnel interested in or allied with building construction.
- c) Honorary members. Members or other individuals voted to this status having rendered outstanding services to the Chapter.
- d) Student members. An individual who has enrolled in a recognized educational program¹ pertaining to the building and construction industry during the year of membership and not otherwise eligible for other membership categories.

¹ A "recognized educational program" shall be, but not limited to, a program offered through the community college system or other educational program approved by the Board.

Section 2. Voting:

- a) Only active, associate, and honorary members in good standing are eligible to vote on code development or code ratification items and in elections and motions brought before the chapter. Students may not vote and cannot have voting rights. Each voting member shall have one vote and one vote only. Voting shall occur during regular monthly meetings in person or virtually as provided.
- b) For the purpose of bringing up matters for discussion, all members, regardless of classification, may make and second motions. All members shall be entitled to participate in meeting discussions. Only active, associate, and honorary members in good standing are eligible to participate on committees and to hold office in accordance with Article III. Students cannot hold an office.

Article III Officers

Section 1. Duties of the board shall be as follows:

- a) Any Chapter member in good standing shall qualify to hold office on the board. As specified in Article II section 2(b).
- b) The Board of Directors shall be composed of the following officers: President, Vice President, Secretary, Treasurer, and Immediate Past President.
- c) The President, Vice President, Secretary, and Treasurer shall be elected for a term of one (1) year starting with the first regular meeting of each calendar year. No officer shall serve more than two (2) consecutive terms in the same position.
- d) A vacancy in the office of the President shall be filled by the Vice-President. A vacancy in the office of the Vice President, Secretary, or Treasurer shall be filled by a majority vote of the Chapter in attendance at any regular meeting.
- e) Default. When any officer ceases to qualify to hold office on the board as required by Article II, Section 1 above, or if they move from the area and are unable to function as an officer.
- f) The President shall preside at all meetings and shall be an ex officio member of all committees.

- g) In the absence of the President, the Vice President shall preside, and in the absence of both President and Vice President, the Secretary shall preside.
- h) The Treasurer is entrusted with the financial affairs of the Chapter and shall make such receipts and disbursements of the Chapter funds as directed.
- i) The officers and immediate Past President shall constitute the Board who shall be responsible for conducting the affairs of the Chapter.

Section 2. Executive Board:

- a) President:
The President shall preside at all meetings of the Chapter, oversees Chapter communications via information technologies, and assigns or adjusts board duties as necessary. Appoints and oversees members of committees as established by the board and provides direction as needed.
- b) Vice President:
The Vice President shall act as President in the Presidents absence, perform the duties of other officers during their absence, coordinates dates for upcoming meetings, arranges and coordinates with the speaker for regular meetings, coordinates with the webmaster on meeting dates and times for posting to the Chapter website.
- c) Secretary:
The Secretary shall prepare and distribute the minutes and agendas of all Chapter meetings, assist with information technologies, receive, and respond to communications as directed by the President or the Chapter. Emails Chapter members the agendas within ten (10) days prior to meeting and Chapter meeting minutes within ten (10) days after each meeting. Shall provide agenda, minutes, etc. to the webmaster for posting. Oversees the Chapters presence on social media. Maintains the historical records of the Chapter.
- d) Treasurer:
The Treasurer shall receive, disperse, and account for all money and/or property of the Chapter, maintain the Chapter exempt status by completing all required reporting / paying / filing of corporation business. CA Registry of Charitable Trusts (RRF-1), CA Statement of Information (SI-100), business license, and tax return. The Treasurer shall collect dues, and maintain membership status and contact information. Provides a written monthly treasury report which includes starting balance, all deposits, expenditures, and final balance for each regular meeting.

Article IV Meetings

Section 1. Rules:

- a) Regular meetings will be held monthly, the first Wednesday of each month, at a time and place selected by the Chapter, to transact such business as the Chapter may select. Special meetings shall be held as needed or when called by the President or when requested by the Chapter.
- b) Complete records shall be kept by the Secretary of all proceeding and actions that transpire at all regular or special meetings.
- c) The Treasurer or their designee shall require all attendees to sign-in and verify membership level. Members owing dues, dinner fees or other monies shall be provided a receipt and be included in the monthly Treasurer's report.

Article V Amendments

Section 1. Changes:

- a) Proposed amendment(s) of this Constitution and By-laws may be submitted at any regular or special meetings. All proposed amendment(s) shall be signed by five (5) members of the Chapter.
- b) The proposed amendment(s) shall be discussed, and all Chapter members notified.
- c) All proposed amendment(s) shall be voted upon at the next regular meeting by the Chapter and must pass by a majority vote of 2/3 of the Chapter in attendance and qualify under Article II, Section 2 for final adoption.
- d) Amendment(s) shall be submitted to the Executive Board of the International Code Council for approval. The effective date of the amendment(s) shall be thirty (30) days after ratification of the Executive Board of the International Code Council.

Article VI Dues

Section 1. Annual dues:

- a) Dues shall be reviewed and set by the Board and approved by the membership on the last meeting of each year. The Treasurer shall maintain the record of annual dues.

Article VII Distribution of Assets

Section 1. Dissolution:

- a) On the dissolution or winding up of this association, its assets remaining after payment of or provision for payment of all its debts and liabilities shall be forfeited and surrendered to:

International Code Council.
200 Massachusetts Ave, NW Suite 250
Washington DC 20001

Article VIII Annual Reports

Section 1. Reports:

- a) The Treasurer shall render an annual financial report to the membership on the last meeting of the fiscal year and provide the report to the webmaster for posting and review by the Chapter. Annual report to be submitted to ICC to maintain chapter status.

Section 2. Chapter budget:

- a) The Executive Board shall establish a yearly budget during the first quarter of each year. The budget shall include projected incomes and expenses.
- b) Expense items to be included but not limited to:
 - Projected income and its sources
 - Chapter meeting expenses
 - Chapter training seminar expenses

- Equipment expenses
 - Memorial expenses
 - Convention expenses
 - Miscellaneous items as needed
 - Establish maximum spending limits for Chapter annual picnic
 - Establish maximum spending limits for Executive Board not requiring approval by the Chapter
- c) The Chapter as approved in the by-laws shall approve the budget. The members of the Chapter as provided in the by-laws must approve monies for items not included in the budget. The money for items approved in the budget may be spent at the Executive Board's discretion.
- d) Chapter fund raising training seminars.
- Chapter members that provide the venue in their jurisdiction to host a training seminar shall receive no more than two (2) education vouchers for jurisdictional attendees at the seminar.

Article IX Order of Business

Section 1. **Procedure:**

- a) Parliamentary procedure shall be as defined in *Robert's Rules of Order*.

Section 2. **Order: (Agenda)**

- b) The order of business of this organization shall be as follows:

- 1) Call to order
- 2) Self introductions
- 3) Pledge of allegiance
- 4) Approval of previous meeting minutes
- 5) Treasurers report / Board reports
- 6) Dinner
- 7) Guest speaker
- 8) Code quiz
- 9) Committee reports
- 10) Agency reports
- 11) New business
- 12) Old business
- 13) Open discussion
- 14) Adjournment

PASSED AND ADOPTED THE 7th DAY OF February 2024

[PRINT]

[SIGNATURE]

Rick ISHIBASHI




PRESIDENT

Nandi Loggins-Glover



VICE-PRESIDENT

Brian Frenger



SECRETARY

TREASURER

Erik Hagstrom



ATTEST:

[PRINT]

[SIGNATURE]

Brian Frenger



SECRETARY

I certify that the forgoing is a true and correct copy of the constitution and By-Laws of the Napa-Solano Chapter of the International Code Council passed and adopted on [DATE]