



CP#20-03 – The Nominating Committee and Procedures for the Eligibility, Recruitment and Review of ICC Board of Directors Candidates

Approved: 01/17/04 | Revised: 09/09/24

1.0 Purpose of Council Policy: This policy establishes the role, purpose and procedures for the Nominating Committee and eligible Board of Directors candidates.

2.0 Name of Committee: Nominating Committee

3.0 Rules and Procedures of Committee:

3.1 Recruitment: The Nominating Committee will query the current Board of Directors and the CEO for a list of potential Board members and the value they would add to the organization both in skill and temperament. The individuals provided by the Board of Directors and the CEO, self-nominated individuals, previous Nominating Committee lists, and others identified by the Nominating Committee shall be provided opportunities to understand more about the role of Board Director. The Nominating Committee should retain a list of potential board candidates for utilization of future Nominating Committees.

3.1.1 Potential Board candidates will be given electronic access to pertinent ICC policies, guidelines, and bylaws.

3.1.2 Potential Board candidates will be given an opportunity to hear directly from the CEO, COO/CFO, and Board President regarding the state of the organization and what will be expected of the Board of Directors in the near future.

3.1.3 Potential Board Candidates will be given an opportunity to attend a presentation of “Serving Others, Promoting Safety: Guidelines for Service on the ICC Board of Directors” and ask questions of staff and the Nominating Committee Chairperson.

3.2 Eligible Candidates: To be considered for election at the Annual Business Meeting, candidates for the Board of Directors and candidates for officer positions on the Executive Committee shall submit a letter of interest to the Chairperson of the Nominating Committee at least 60 days prior to the date of the Annual Business Meeting. The letter of interest shall contain the Board seat(s) sought, a current resume, correspondence indicating support of their Board service from their political jurisdiction and any other documents they feel necessary to support their candidacy.

3.2.1 Items submitted pursuant to Section 3.2 shall be assessed by ICC staff for completeness and conformance with Council Policy and Bylaws.

3.3 Publicly Available Candidate Information: Items submitted pursuant to Section 3.2 shall be posted to an ICC-hosted Board elections webpage along with any letters of support sent to ICC staff or the Nominating Committee Chairperson. Additionally, candidates are encouraged to participate in a publicly available, web-hosted forum

(hereafter referred to as “Candidate Forum”) moderated by the Nominating Committee Chairperson.

- 3.3.1 The forum shall be recorded and available on the Board elections webpage for public viewing until after the Annual Business Meeting elections.
- 3.3.2 During the forum, before any questions are asked, each candidate will be given two minutes to speak to the audience.
- 3.3.3 The Nominating Committee shall compile a list of possible questions for Sectional and At-Large seats and a separate list for Executive Committee seats. Questions are meant to give candidates an opportunity to demonstrate their knowledge and the responsibilities associated with being a Board Director. Each candidate will be given the list of possible questions at least 7 days in advance of the forum.
- 3.3.4 Each candidate will be given the same number of questions to answer, and to the extent possible, the questions will be of similar difficulty. Each candidate will be given two minutes to answer each question. Nominating Committee members may ask follow-up questions, to which candidates will have one minute to respond. No other members may ask questions of candidates during this forum.

3.4 Candidate Review: In its review, the Nominating Committee shall take into consideration previous service on ICC and Industry Committees and Boards, interpersonal and administrative skills, knowledge of Council Policies, knowledge of fiduciary responsibilities, support of their Board service by their political jurisdiction, experience in activities of and support by a Chapter or other code enforcement group(s), geographical location of the candidate, any special education, professional registrations, licenses, certification(s) in codes administration, or professional memberships, utilization of the ICC Codes, and the active support of the ICC mission and goals. The Committee shall also look for strategic, forward-thinkers who can add value to the future of the ICC Family of Solutions.

3.4.1 **Matrix for the Announcement Prior to the ABM in Section 5.2.2 and the Elections in 5.2.3:** The Nominating Committee shall create a matrix of criteria for the evaluation of candidates. The matrix shall give each candidate a score in a variety of categories/criteria. Scores shall be tallied showing an overall ranking of candidates. Rankings/scores shall be included in the Report of the Nominating Committee.

3.4.1.1 The Matrix shall remove the individual scores in each of the categories and display the Candidates Participation in Nominating Committee Activity Score and their total overall ranking.

3.4.2 Sectional and At-Large seats shall use the same matrix criteria. Executive Committee seats may use separate matrix criteria more tailored to the responsibilities and duties of the Executive Committee, with at a minimum include an “At-Large” score for use in other seats.

3.4.3 Sample matrices are included hereto within Annex A.

3.5 Meetings: All meetings of the Nominating Committee are closed meetings and no other persons are permitted to attend except by a majority vote of the Committee.

3.6 Expenses: ICC will provide reimbursement for all reasonable travel expenses in accordance with CP#4 – Members & Volunteer Travel Reimbursement when members of the Nominating Committee incur such expenses while attending and traveling to and from scheduled meetings, provided the travel has been preauthorized by the ICC CEO or their designee.

3.7 In accordance with CP#7, the Nominating Committee shall be considered a standing non-technical committee.

4.0 Committee Organization and Structure:

4.1 Appointments: The Nominating Committee shall have no more than seven members, nor more than one representative from any one state, province, or territory, and the Committee shall be composed of Governmental Voting Member Representatives or Honorary Members having a reasonably distributed geographical representation. Members of the Nominating Committee shall be selected by the President with confirmation by the Board of Directors. No more than two members of the Nominating Committee shall be reappointed to the Committee in consecutive years and no member shall serve more than two consecutive years. An individual who serves on the Nominating Committee shall not be eligible to run for an ICC Board of Directors seat for a minimum of two (2) Annual Business Meetings after the completion of their service on the Nominating Committee. Notwithstanding the foregoing, members of the 2023 Nominating Committee may run for an ICC Board of Directors seat at the 2025 Annual Business Meeting.¹

4.1.1 In order to give the most lead time, appointments shall be confirmed by the Board of Directors as close as possible to the beginning of the President's term.

4.1.2 Nominating Committee members will be given access to pertinent ICC policies, guidelines, Bylaws and current Governmental Member Voting Representatives.

4.2 Chairperson: The Chairperson of the Nominating Committee shall be the Immediate Past President of the ICC Board of Directors. The Chairperson shall preside at all meetings of the Nominating Committee and shall make known any additional rules of conduct for the meeting.

5.0 Report of the Nominating Committee:

5.1 Mid-year Report: At the Board of Directors' summer meeting, the Chairperson of the Nominating Committee shall present activities and key milestones of the Committee as a Regular Session agenda item. The mid-year report shall include but not be limited to recruitment, interviews, staff engagements, advertisements, and educational sessions.

5.2 Annual Conference Reports:

5.2.1 **For the Candidates:** The Nominating Committee shall meet with each candidate before the day of the Annual Business Meeting and before the scored matrices are shared with the membership. The Nominating Committee shall share the candidate's scores with them and share the

¹ This limitation applicable to the 2023 Nominating Committee shall sunset at the conclusion of the 2025 Annual Business Meeting, whereupon this sentence shall automatically be deleted from this CP-20.

matrix of the other candidate ranks without showing the other candidates' names. The Nominating Committee will inform the candidate of all of the seats that they are eligible for.

5.2.1.1 Candidates will be provided the opportunity to withdraw from any seat(s) that they wish to be excluded from during the election.

5.2.1.2 Candidates will be informed of their opportunity to withdraw from the elections entirely.

5.2.1.3 The Nominating Committee shall not place the candidate on any matrix or list that the candidate has identified that they wish to be excluded from or withdrawn from.

5.2.2 **Announcement Prior to the Annual Business Meeting:** The report of the Nominating Committee shall be available prior to the Annual Business Meeting and also be delivered to the Members at the Annual Business Meeting by the Chairperson or a member of the Committee designated by the Chairperson. The report shall include all eligible Candidates for each position of the Board of Directors which is subject to election due to either a vacancy or expiration of term, and may include a preferred candidate for any or all seat(s). The report shall indicate the matrix criteria used for the review of candidates as identified in Section 3.3 and the overall ranking for each candidate. The matrices shall also be available in the Annual Business Meeting mobile app.

5.2.3 **During the Annual Business Meeting:** The Report of the Nominating Committee described in Section 5.2.2 shall be provided when the agenda item concerning nominations for elections has been reached in accordance with CP#19.

5.3 Candidate Withdrawal: A candidate may withdraw at any time. Any candidate who withdraws will not be included in candidate matrices, provided that timely notification of withdrawal is given to the Nominating Committee Chairperson. Any Candidate who has asked to be withdrawn relinquishes their right for reconsideration.

6.0 All deliberations of the Committee shall be confidential. Committee members shall not speak at the Annual Business Meeting on behalf of or in opposition to any candidate.

ANNEX A – SAMPLE MATRICES

At-Large and Sectional Seat Sample Matrix

Candidate Name	Demonstration of Fiduciary Prowess	Local/Regional Leadership	Understanding of Board Role and Committee Assignments	Previous ICC Service	Participation in Nominating Activities	Total	Overall Ranking
Candidate 1							
Candidate 2							
Candidate 3							
Candidate 4							
Candidate 5							
Candidate 6							

Executive Committee Seat Sample Matrix

Candidate Name	Demonstration of Fiduciary Prowess	Local/Regional Leadership	Understanding of Executive Committee Role	Previous ICC Service	Participation in Nominating Activities	Knowledge of the ANSI and Code Development Processes and Bylaws	Communication	At-Large Total	Overall Ranking	Ex. Comm. Total	Ex. Comm. Ranking
President											
Vice President											
Sec/Tres Candidate 1											
Sec/Tres Candidate 1											
Sec/Tres Candidate 1											

Here's an example of what the Committee's scoring system might look like: (Score ranges could be a 0-5, or a 1-10, etc.)

1: A completely insufficient answer that indicates a lack of competence

2: A partially inadequate answer that does not demonstrate the required competence

3: A satisfactory answer that indicates the minimum requirements are met

4: A strong answer that indicates proficiency

5: An excellent answer that indicates a high level of competence