



Proposed Bylaws Amendments

Bylaws for the International Code Council, Inc. A California Nonprofit Public Benefit Corporation

ARTICLE II — MEMBERSHIP

2.1 Categories of Membership - The Council shall have the following categories of voting membership:

2.1.1 Governmental Member - A Governmental Member shall be a governmental unit, department or agency engaged in the administration, formulation or enforcement of laws, ordinances, rules or regulations directly relating to the public health, safety and welfare in the built environment. The Chief Administrative Authority of each~~Each~~ Governmental Member shall designate, in writing, Voting Representatives as specified in Table 2.1.1. The Chief Administrative Authority of the Governmental Member shall be permitted to change the designation of Voting Representatives in accordance with ICC policies.

Table 2.1.1.	
<u>Population</u>	<u>Voting Representatives</u>
<u>0 to 50,000</u>	<u>4</u>
<u>50,001 to 150,000</u>	<u>8</u>
<u>Over 150,000</u>	<u>12</u>

2.1.1.1 Governmental Member Designee – A Governmental Member shall designate an individual its Primary Representative who shall~~will~~ receive benefits of membership, other than voting privileges, in the Council on behalf of the Governmental Member as determined by the Board of Directors. ~~from time to time.~~

2.1.1.12 Governmental Member Voting Representatives - ~~Each~~ Governmental Member Voting Representatives shall exercise voting privileges of the Governmental Member for:

- (a) Election of Directors in accordance with Article V and Election of Officers in accordance with Article VI;
- (b) Amendments to the bylaws and other business of the Council that is transacted at the Annual Business Meeting or Special Meetings conducted in accordance with Article IX;
- (c) Code changes and other actions transacted at public hearings of the Code Development Process in accordance with Article X; and
- (d) Ratification of amendments to the bylaws and other business of the Council that is submitted to the Governmental Member for ratification by written or electronic ballot.

2.1.1.3 Governmental Member Voting Representative Qualifications – Individuals designated to serve as the Voting Representatives of a Governmental Member shall meet the following qualifications:

- (a) Shall be employed, contracted by, or serve as an appointed or elected public official of the Governmental Member; and
- (b) Shall be actively engaged, either full or part time, in the administration, formulation or enforcement of laws, ordinances, rules or regulations directly relating to the built environment.

For the purposes of this section, service on local, state or federal boards of appeals, zoning or planning commissions, advisory committees, and similar bodies shall not by itself qualify an individual to serve as a Voting Representative of a Governmental Member.

~~its right to vote through its designated Governmental Member Voting Representatives, and shall be entitled to the number of Governmental Member Voting Representatives as specified in Table 2.1.1.1. Governmental Member Voting Representatives shall be designated in writing, by the Governmental Member, and shall be employees or officials of the Governmental Member or departments of the Governmental Member, provided that each of the designated voting representatives shall be an employee or a public official actively engaged either full or part time, in the administration, formulation or enforcement of laws, ordinances, rules or regulations relating to the public health, safety and welfare. The designation of a Governmental Member Voting Representative may be changed by the Governmental Member, in writing, from time to time.~~

Population	Voting Representatives
0 to 50,000	4
50,001 to 150,000	8
Over 150,000	12

2.1.2 Honorary Member - An individual who has rendered outstanding service to the Council, and whose name shall be proposed by the Board of Directors and confirmed by a majority vote of the Governmental Member Representatives at an Annual Business Meeting.

2.1.3 Non-voting categories: The Board of Directors shall establish the non-voting categories of membership as may be necessary for the adequate representation of all parties interested in association with the International Code Council. Non-voting categories shall provide for membership of individuals and corporate entities and shall include, but not necessarily be limited to, employees of governmental units, design professionals, corporations, educational institutions, not-for-profit associations, and other individuals interested in the purposes and objectives of the Council.

2.2 Classification by the Board of Directors - All applications for membership shall be subject to classification by and approval of the Board of Directors. Applicants shall be eligible for membership on approval of the membership application by the Board and on timely payment of such dues and fees as the Board may fix from time to time. This authority may be delegated by the Board of Directors to the Chief Executive Officer.

2.3 Dues - The annual dues for each membership category shall be established by the Board of Directors. In no case shall a person be considered in good standing, or be qualified to exercise membership participation or entitled to receive any privilege of membership, who is default in payment of dues for three months, except as may be extended by the Board of Directors.

2.4 Termination - A membership in the Council shall terminate on occurrence of any of the following events:

- (a) Resignation of the member;
- (b) Expiration of the period of membership, unless the membership is renewed on the renewal terms fixed by the Board;
- (c) The member's failure to pay dues, fees or assessments, as set forth by the Board, after they are due and payable;
- (d) Any event that renders the member ineligible for membership, or failure to satisfy membership qualifications.

2.5 Nonliability of Members - A member of the Corporation shall not be personally liable, solely because of membership, for the debts, obligations, or liabilities of the Corporation.

ARTICLE X — CODE DEVELOPMENT PROCESS

The Board of Directors shall adopt a policy, ~~which may be amended from time to time,~~ on the Code Development Process for the International Codes®. The Board of Directors shall have the authority to amend the policy, and to take action that it deems necessary in order to protect the integrity of the Code Development Process.

ARTICLE XVIII — AMENDMENTS TO BYLAWS

18.1 Proposals - Proposed amendments to these Bylaws, to be considered at an Annual Business Meeting, shall be signed by at least ten Governmental Member Representatives and shall be presented to the Board of Directors at least 90 days prior to the opening of an Annual Business Meeting or must be proposed through resolution of at least ten of the members of the Board of Directors at least 90 days prior to the opening of an Annual Business Meeting.

18.2 Notice of Actions - The Board of Directors shall cause proposed amendments to the Bylaws to be printed in the Annual Business Meeting notice and shall present its recommendations, if any, at the Annual Business Meeting. These proposed amendments may be discussed and amended at the Annual Business Meeting, and if passed by a two-thirds vote of those Governmental Member Voting Representatives present ~~and voting~~, shall be sent by ~~letter~~ ballot, as amended on the floor, to all Governmental Member Representatives of the Council for ratification. To be considered, the ballots submitted by the Governmental Member Representatives shall be received within 30 days of distribution. A two-thirds majority of the ballots submitted by Governmental Member Voting Representatives ~~voting~~ is required for adoption. The returns shall be certified by the President if the necessary majority for adoptionapproval is received.

18.3 Effective Date - The approved amendments become effective ten days thereafter unless otherwise provided in the amendment.