



Meeting Minutes

ICC Boards of Directors Meeting

December 6, 2024 | 08:30 AM EST

PGA National Resort

Palm Beach Gardens, FL

Call to Order

President Spencer called the meeting to order.

Roll Call

Secretary-Treasurer McDaniel called the roll. A quorum was established with all directors present.

David Spencer, President

Mike Boso, Vice President

Steve McDaniel, CPCA, Secretary-Treasurer

Stuart Tom, PE, CBO, FIAE, Immediate Past President

Jack Applegate, CBO, CPI, CHI

Ben Breadmore

Ron Clements

Ron Hampton, MCP, CBO

JC Hudgison, MPA, CBO, CFM

Christina Jackson, PMO, CZA

Andre Jaen, MCP, CBO, CSP

Randy Metz, MPA, EFO, CFO, FM (virtually)

Sam Palmer, PE, CBO, CFM

José Roig, CBO, CCEA

Michael Savage, MCP, CBO, CFPS, CEI-M

Jim Sayers

Sean Toomey, PE

Angie Wiese, PE, CBO

ICC staff present included CEO Dominic Sims, COO/CFO John Belcik, Executive Vice President of Content & Services Mark Johnson, Executive Vice President of Customer

Engagement Whitney Doll, General Counsel Jordana Rubel, Deputy General Counsel Will Coffman, Executive Vice President of Finance and Administration Gosia Furman, Senior Vice President of Government Relations Gabe Maser, and Executive Events and Operations Manager Jessica Franklin. Chief Knowledge Officer Joan O'Neil and Senior Vice President of Tech Services Russ Manning attended the meeting virtually.

Review and Approval of Agenda

Motion made and seconded to move Item C2.2 to R5.0. Motion passed unanimously.

Motion made and seconded to move Item C3.0 to R6.0. Motion passed unanimously.

Motion made and seconded to approve the Agenda as amended. Motion passed unanimously.

Consent Agenda (C)

C1.0 Draft Meeting Minutes: October 19, 2024

C2.0 Proposed Appointments:

C2.1 ICC Foundation Board of Governors

C2.3 ICC-ES Board of Managers

C2.4 ICC-SRCC Board of Directors

Motion made and seconded to approve the Consent Agenda. Motion passed unanimously with Director Breadmore abstaining from the vote.

Regular Session (R)

R1.0 President's Update (20)

President Spencer welcomed the board and acknowledged its work as a team.

President Spencer discussed his recent conversations with AIA.

President Spencer discussed his recent chapter visits.

President Spencer referenced CP-25 – Board of Directors Expenses, which was included as an Informational item to the Agenda, and reminded Board members to re-familiarize themselves with it each year.

President Spencer discussed certain Board protocols.

President Spencer discussed the Board's previous action with respect to expanding the Council of Past Presiding Officers to include Past ICC Directors. A discussion ensued.

R1.1 Report on 2024 ICC Bylaw Amendment

President Spencer discussed the proposed 2024 ICC Bylaw Amendment and its failure to be approved by the membership. President Spencer tasked the Bylaws Committee with revisiting the issue in conjunction with ICC legal counsel. He further tasked the Committee with developing an advocacy plan, including examples, for the Board to consider and

approve by no later than the Summer 2025 Board meeting, and, if approved by the Board, submission for consideration by the membership at the 2025 Annual Business Meeting.

R1.2 Sunsetting of Ad Hoc Committee on Evolving Member Needs

President Spencer mentioned the Ad Hoc Committee on Evolving Member Needs was formed by past presiding officer Michael Wich, and staff has received the requisite feedback from the Committee and members involved. He then officially sunsetted this ad hoc committee.

R1.3 Sunsetting of Board Task Force on Pandemics

President Spencer sunsetted the Board Task Force on Pandemics, acknowledging the work of the Committee.

R1.4 Proposed Appointments to 2025 Nominating Committee

President Spencer appointed Tom Peterson, Alan Boswell, Lisa Hartwig, and Andy Lorenz to the 2025 Nominating Committee.

R2.0 CEO Update (10)

President Spencer introduced CEO Sims, who discussed his career beginnings in the Palm Beach, FL area.

CEO Sims acknowledged this to be his last Board meeting as CEO and thanked the Board and staff for all their support.

CEO Sims discussed the recent positive ruling from the United States District Court for the District of Columbia in connection with ICC and ICC-ES's lawsuit against IAPMO. General Counsel Rubel elaborated on the merits of this order. A discussion ensued.

Motion made and seconded to move into Executive Session. Motion passed unanimously.

R3.0 Digital Strategy Update (15)

President Spencer introduced Chief Knowledge Officer Joan O’Neil, who provided a digital strategy update.

R4.0 Update on Revisions to Appeals and Standards Development Council Policies (30)

CP Review Committee Chairman Jaen provided an update on the Committee's progress thus far in evaluating proposed revisions to CP-12, CP-1 and CP-28 with respect to the appeals and standards development processes. He then introduced SVP Manning, who provided specifics on the high-level concepts that would be changing as part of these CP revisions. A discussion ensued.

A point was made that the proposed CP revisions will be provided to the Board in the coming months after the Committee's review.

The board recessed for lunch.

R5.0 Membership Council Governing Committee (moved from C2.2)

Director Savage discussed his time on the Major Jurisdictions Committee (MJC) and the current open seats on the MJC. Motion made and seconded to appoint the recommended appointments as well as Jason Gray and Tom Peterson to the MJC. A discussion ensued. Motion passed unanimously.

R6.0 Chapter Application: American Association of Code Enforcement (moved from C3.0)

Director Roig discussed the make-up of the American Association of Code Enforcement (AACE) and its activities. A discussion ensued regarding what will come of the subchapters of AACE and the certifications it administers.

A discussion ensued regarding AACE's eligibility as a chapter.

Motion made and seconded to approve AACE as a chapter. Motion passed unanimously.

Executive Session (E)

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[REDACTED]

[REDACTED]

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[REDACTED]

Adjournment

Motion made and seconded to adjourn. Meeting adjourned at 5:10pm EST.