

Constitution and By-Laws

Building Officials Association of Louisiana (BOAL)

ARTICLE I – NAME, OBJECTIVE AND PURPOSES

Section 1. Name

The name of this organization shall be the **BUILDING OFFICIALS' ASSOCIATION OF LOUISIANA** (hereinafter "the Association"), which shall be organized as a State Chapter of the International Code Council (ICC).

Section 2. Objective & Purposes:

The **BUILDING OFFICIALS' ASSOCIATION OF LOUISIANA** shall be a nonprofit, nonpolitical organization, the objectives and purposes of which shall be:

- a. To promote safety to life, health, and property at minimum building costs through the education and training of building officials of Louisiana's local governments.
- b. To pursue, by means of education, a better public understanding and appreciation of the proper administration of building regulations and their importance to the safety, welfare and prosperity of the local governments of Louisiana.
- c. To improve the professionalism of building officials enforcing building regulations and promote higher standards of efficiency in the administration of building laws through education, training, the provision of scholarships, and by example.
- d. To assemble with government officials and others concerned with building regulations at educational events, conferences, seminars, and meetings to exchange ideas and discuss issues of mutual concern.
- e. To actively promote energy conservation throughout the State of Louisiana as it relates to the built environment by providing continuing education and disseminating information to building officials, government officials, and design and construction industry professionals relative to the means and methods of energy conservation.

By resolution of the Board of Directors, the Association may actively promote the adoption and enforcement of specific building codes and standards by any political subdivision of the State.

ARTICLE II – MEMBERSHIP

Section 1. Liability

There shall be no personal, individual, or other liability whatsoever on the part of any member of the Association either for debts of the Association or for acts or omissions of the Association or of any officer, agent or employee thereof.

Section 2. Membership, Application and Classes

Application for membership shall be made in writing in the form prescribed by the Board of Directors. Upon approval and payment of dues herein provided for, each member shall be issued a membership certificate, carrying with it all the rights and privileges of Association members of that class.

There shall be the following classes of members:

- a. Active members – any Building Official or Building Code Enforcement Officer, jurisdictionally registered with the Louisiana State Uniform Construction Code Council as required by law, who is actively engaged in the administration and enforcement of building regulations as the jurisdiction having authority, and any Board validated ICC certified Permit Technician may, upon approval of the Board of Directors, become an active member of the Association and hold voting powers as provided for in these by-laws.
- b. Associate members – any registered third-party code enforcement official, or organization, association, institute, corporation, partnership, architect, engineer, builder, contractor, planner, manufacturer or dealer in building materials or equipment; or any other individual representing a government entity, or an association or corporation, having a legitimate interest in the purpose and objectives of the Association, shall be eligible to apply for associate membership.
- c. Student members – any student enrolled in an accredited school in any construction-related field. Student members shall be non-voting.
- d. Honorary members – in appreciation of services rendered, honorary memberships may be awarded by the Board of Directors. Active Members may hold the designation of Honorary Member without forfeiting their Active Member status. Honorary Members who are not Active Members shall be non-voting. Honorary members shall be exempt from annual membership fees and from annual conference registration fees.
- e. Retired members – any former active member who is retired. Retired members shall not hold any office nor shall they have a general membership vote. Any retired member may be appointed to serve on a committee and vote within that committee. Retired members shall receive a 40% discount on annual conference registration fees and a 25% discount on quarterly training sessions.

ARTICLE III - OFFICERS

Section 1. Titles of Officers

The officers of the Association shall be a President, President-Elect, Secretary, and Treasurer. If one is appointed, the Executive Director shall also be an officer of the Association.

Section 2. Appointment of Officers

The office of President shall, at the annual meeting, be assumed by the President-Elect for a term of one (1) year, or until the successor takes office. Upon assuming office, the President shall be in good standing as an active member of the Association.

The President-Elect shall be elected by the Board at a meeting of the Board of Directors, not less than 30 days and no more than 60 days prior to the start of the annual conference, which shall elect a Board Member who is a Building Official, qualified as provided for in these by-laws, to serve in this office until assuming the office as President. Candidates for election to the office of President-Elect shall hold one of the following jurisdictional job titles: Building Official, Chief Building Official, Deputy Building Official, or Assistant Building Official. Candidates shall also be ICC Certified Building Officials, jurisdictionally registered with the Louisiana State Uniform Construction Code Council as required by law, and in good standing as an active member of the Association at the time of their election by the Board.

The offices of Secretary and Treasurer, which may be combined by decision of the Board of Directors, shall be appointed annually by the President from the elected members of the Board of Directors present at a meeting of the Board held in conjunction with the annual meeting and shall serve for a term of one (1) year, or until their successor takes office.

An Executive Director may be appointed by the Board of Directors. Such appointee shall serve as an officer of the Association and as a member of the Board, but shall have no vote in its proceedings. As an officer of the Association, the Executive Director shall report directly to the Board.

In the event of disqualification, resignation, incapacity, or death of the President, the President-Elect shall assume the office of President, and the Board of Directors shall appoint a new President-Elect from the qualified members of the Board of Directors, with an election of a qualified new member to the Board of Directors at the next subsequent meeting of the Association.

In the event of disqualification, resignation, incapacity, or death of the President-Elect, the Board of Directors shall appoint a new President-Elect from the qualified members of the Board of Directors, with the resulting vacancy for a member of the Board of Directors being filled as provided for in these by-laws.

Section 3. Duties of Officers

The President shall preside at the annual meeting and at meetings of the Board of Directors. The President shall also act as provided for in these by-laws or policies established thereunder by the Board of Directors. In the absence of the President, the President-Elect shall serve.

In conjunction with the President, the Secretary shall keep all records and minutes of meetings; and the Treasurer shall keep account of and administer all funds belonging to the Association.

The duties and responsibilities of the Executive Director shall, as required, be adopted and amended by the Board of Directors. The President and President-Elect shall annually review and report to the Board on the performance of the Executive Director.

ARTICLE IV – BOARD OF DIRECTORS

Section 1. Composition

There shall be a Board of Directors consisting of the President, who shall be in good standing as an active member of the Association; the President-Elect, who shall be in good standing as an active member of the Association elected in accordance with these bylaws; seven (7) active members, who shall be elected in accordance with these bylaws and from whom the Secretary & Treasurer shall be appointed; the Immediate Past President; and the Association's Executive Director, if appointed, as a non-voting member of the Board. The Board may appoint an Associate member to the Board who shall be a voting member of the Board. The Board may remove the Associate member from the Board at any time should the Board deem it to be in the best interest of the Association.

Section 2. Quorum

For the conduct of the business of the Association, six (6) voting members of the Board shall constitute a quorum.

Section 3. Appointment & Vacancies

The members of the Board of Directors shall be elected, at the annual meeting, as provided for in these bylaws, to staggered three (3) year terms.

In case of a vacancy for any elected member of the Board, the remaining members may select a successor to serve until the next annual meeting at which time, the active membership shall be given an opportunity to elect a successor to serve for the unexpired term.

Section 4. Duties of the Board of Directors

The property, business, and policies of the Association shall be administered by a Board of Directors who shall, unless restricted by law or otherwise provided in these bylaws, be collectively invested with all legal

powers necessary or required to transact the business of the Association, manage its finances and work toward the attainment of its objectives. All members of the Board of Directors shall have full rights of participation and voting in all business transacted by the Board. In any tied vote, the motion shall fail.

Section 5. Attendance of Board Members

All elected members of the Board of Directors are expected to and shall attend at least 75 percent of the annually scheduled Board meetings and shall not miss more than three (3) consecutive meetings. Failure to comply with said attendance expectations shall be a basis for removal from the Board. In case of emergencies, a Board member may call the President and request that their absence be excused. In such cases, an excused absence shall not count against the attendance requirements stated herein.

ARTICLE V – ELECTION OF OFFICERS AND BOARD MEMBERS

Section 1. Timing of Elections:

Members of the Board of Directors shall be elected at the annual meeting of the Association.

Section 2. Nominations:

Not more than sixty (60) nor less than thirty (30) days prior to each annual meeting, the President shall appoint a Nominating Panel from the active members. The Nominating Panel shall seek and publish, in the program for the annual meeting, qualified nominations for filling such vacancies and appointments to elective office as may be required of the active membership at that annual meeting.

Section 3. Voting:

For the purpose of electing board members, each Louisiana Political Subdivision or jurisdiction having authority and having an active membership of the Association shall be limited to one (1) vote for each open position being balloted at the meeting. The Board shall adopt rules to govern balloting arrangements and shall supervise their administration at the annual meeting.

For all other matters on which a vote of the membership is required, whether at the annual meeting or otherwise, each Louisiana Political Subdivision or jurisdiction having authority and having an active membership of the Association shall be limited to one (1) vote for each proposition. The Board shall adopt rules to govern balloting arrangements and shall supervise their administration. In any tied vote, the proposition shall fail.

ARTICLE VI – MEETINGS

Section 1. Annual Meeting

An annual meeting shall be held at a time and place appointed by the Board. The annual meeting shall transact business of the Association as required under these bylaws and shall incorporate professional education sessions.

Section 2. Special Meetings

Special meetings may be called by the President at the direction of the Board of Directors, or shall be called at the written request of representatives of not less than one-third of the active members. Members shall be given not less than thirty days' notice, in writing, of the purpose of any special meeting, the agenda for which shall be confined to the scope of the notice.

Section 3. Meetings of the Board

At the conclusion of each annual meeting, the Board of Directors shall meet to organize and transact such business as may be necessary. The Board of Directors shall also meet at such times as may be called by the President, or upon the request of five (5) members of the Board of Directors.

Section 4. Educational Seminars

In addition to the annual meeting of the Association, there shall be not less than one educational meeting each year. Educational meetings shall be held in locations across the state as determined by the Board after consultation with the membership. Such events shall be regarded as meetings of the Association.

ARTICLE VII - FINANCE

Section 1. Level of Dues

The annual dues for membership in the Association shall be for the calendar year in the following amounts:

- a. Active Member
\$100.00
- b. Associate Member
\$150.00
- c. Student Member
\$20.00
- d. Retired Member
\$20.00

Section 2. Administration of Finances

The fiscal year of the Association shall be the calendar year.

Dues and other revenues shall be collected by the Treasurer and held in readiness for use by the Association. Expenditures from revenues may be made by check signed by the President and countersigned by the Secretary or Treasurer.

Section 3. Audit

The Board of Directors may order or authorize an audit of the books at the end of each fiscal year, which shall include an inventory of all equipment. A report of such audit or financial report shall be presented at the annual meeting.

ARTICLE VIII – COMMITTEES AND COUNCILS

Section 1. Type & Number of Committees

The board shall establish and maintain standing committees as follows:

- a. The Executive Committee of the Board - constituted by the President as chairman, and the President-Elect, Secretary, Treasurer, and Immediate Past President. The Executive Committee shall manage the Association's budget; and negotiate services from the Accountant and/or Director LMA, presenting draft contracts and agreements to the Board for adoption. The Executive Committee shall also serve as an advisory panel for the President.

- b. The Legislation Committee - which shall receive, consider, and make recommendations on such matters as are referred for its attention by the Board or the President, with the expectation that the committee will engage in such research and discussion as may be necessary to enable the Board to make informed decisions on matters of legislative policy.
- c. The By-Laws Committee - which shall consider and make recommendations to the Board on proposals for amendment of the Association's bylaws as the need may arise from time to time and shall advise the Board on procedural matters as necessary to ensure the good and lawful conduct of the Association's affairs.
- d. The Education & Meetings Committee - which shall, under the direction and guidance of the Board, plan and administer the annual meeting of the Association; and deliver a program of other association meetings to support the professional development of members. The committee shall present its plans for such training and meeting activities to the Board for approval.
- e. The Professional Standards Committee - which shall consider and advise the Board on matters of code enforcement official qualifications, best practices and similar matters related to professional conduct and standards.
- f. The Membership Development Committee – which shall identify potential membership for the organization and shall market the organization, by means approved by the Board, with the goal of growing the membership. The Membership Development Committee shall also review new membership applications and make recommendations to the full Board regarding the appropriate class of membership of the applicant.
- g. Advisory Committees - The board may also establish, from time to time and as the need arises, Ad Hoc Advisory Committees, the specific term and purpose of which shall be defined at the time of its appointment. Such committees shall be restricted in their actions to the defined purpose for which they were formed and shall exist at the pleasure of the Board.
- h. Past Presidents' Advisory Council – which shall be open to all Past Presidents of the Association who actively served full terms on the Board as President and Immediate Past President. The serving President and Immediate Past President of the Association shall be ex-officio members of the Advisory Council, with the Immediate Past President serving as chair. In the absence of the chairperson, the most recent holder of the office of Immediate Past President who is present shall serve as chair.

Section 2. Size of and Appointments to Committees

The President of the Association shall be an ex officio member of all committees. Other committee members shall be appointed by the Board and the President shall designate one of the appointed members as chairman of the committee.

No committee shall be appointed with fewer than three (3) members of the Board being appointed to serve thereon; and no committee shall have more than six (6) members including the President. Only the President and members appointed by the Board shall have the right to vote on any matter under consideration within a committee. At least half of the members of a committee shall be required for a quorum. In any tied vote, the motion shall fail.

All members appointed to a committee shall be members of the Association in good standing and shall maintain that standing throughout their membership on the committee, failing which their service on the committee shall be terminated.

Section 3. Operation of Committees

Committees shall meet as required to discharge their business and such meetings may be held with members in attendance in person, by electronic means, or by correspondence and shall be held without

reimbursement from the Association. Committees may be called to meet by action of the Board, or of the President, or of the chairman.

Minutes of each meeting of a committee shall be maintained and a report of each meeting submitted to the President and board as soon as practicable after each meeting. Such minutes and reports shall be kept confidential by the Board and the committee until such time as they are released by the Board for wider circulation.

In the event of a vacancy on any committee, the President shall appoint a replacement member or chairman to fill the vacancy and shall report such action to the Board as soon as practicable.

Section 4. Limits on Committee Authority

All committees shall be advisory to the Board and no committee shall be empowered to make any decision on behalf of the Association, nor to bind the Association in any manner without valid occasion-specific or continuing written authority previously granted by a recorded decision of the Board.

ARTICLE IX – AMENDMENTS

Section 1. Process for Amendment

The Constitution and By-Laws may be changed or amended by action of the Board of Directors presenting the proposed changes to the active membership for adoption.

Section 2. Notice of Proposed Amendment

The proposed changes shall, at least 30 days prior to the proposed effective date, be published in writing and/or electronically to the active membership by the President and/or Secretary. Such notice shall identify all substantive textual changes and provide an explanation of the reasons for the proposed changes.

Section 3. Adoption Without Vote

If, within thirty (30) days of publication of the required notice, objections are received from less than ten (10) percent of the active membership, the proposal shall be deemed to have been adopted and shall become a part of the Constitution and By-Laws.

Section 4. Adoption by Voting

If, within thirty (30) days of publication of the required notice objections are received from at least ten (10) percent of the active membership, the proposed amendment shall not be implemented until such time as it shall have been voted on by the membership. Such vote shall, at the discretion of the Board, be by mail ballot, electronic voting, or voting at a meeting of the Association for which at least thirty (30) days' notice of the intended vote has been given. A two-thirds majority of the votes counted shall be required for the amending proposal to prevail.