



BUILDING OFFICIALS ASSOCIATION OF GEORGIA BY-LAWS

ARTICLE I

SECTION 1 NAME. The name of this organization shall be the *Building Officials Association of Georgia* and shall be referred to as “**BOAG**”.

SECTION 2 PURPOSE. The purpose and objectives of BOAG shall be the following:

- a) To promote safety to life, health, and property through the education and training of individuals involved in the administration, enforcement, and development of building codes and related ordinances.
- b) To create a better public understanding and appreciation of the proper administration of building codes and related ordinances and their importance to the health, safety, welfare, and prosperity of municipalities and counties.
- c) To improve the professionalism of building officials, building inspectors, and related code enforcement officers by the promotion of high standards of efficiency in the administration of building codes and related ordinances through continuous education and training.
- d) To meet with other government officials and organized groups concerned with building codes and related ordinances to exchange ideas and discuss mutual problems.
- e) To develop courses of instruction singularly or in cooperation with recognized educational institutions, to promote proper interpretations, enforcement, and administration of building codes and related ordinances.
- f) To assist jurisdictions and counties in Georgia in the organization and maintenance of adequate building departments, building codes, and related ordinances.
- g) To provide professional assistance and technical advice to legislative and other governmental bodies in the promulgation and administration of building codes and related ordinances.
- h) To function as a chartered chapter of the International Code Council, actively pursuing the adoption and implementation of those codes, as adopted by the Department of Community Affairs (DCA) as the States Codes of Georgia, most beneficial to those persons or jurisdictions served by the membership.
- i) To support the chapters of the International Code Council in the State of Georgia.
- j) To promote the objectives of the International Code Council and participate in the building code review and development process.

ARTICLE II - MEMBERSHIP

SECTION 1 MEMBERSHIP CATEGORIES

- a) **Active Member:** An individual who is actively employed or contracted by a Georgia governmental entity or individual employed by a provider of services to a Georgia governmental entity and is actively engaged in the administration and enforcement of residential and/or commercial development and building codes and all related ordinances shall be eligible to become an Active Member upon the payment of membership dues, as established by the Board of Directors. Active Members are entitled to one vote per member.
- b) **Active Chapter Member:** Any verified and approved BOAG Chapter Member may be awarded all the benefits of a full Active Member.
- c) **Chapter Member:** All individuals, as described above, which are current members of a BOAG affiliated local chapter are automatically, deemed a Chapter Member. All affiliated local chapter presidents must provide BOAG with a current membership roster by March 1st of each year in order to register their current local members. Chapter Members are not allowed voting privileges but may participate in meetings and serve on committees.
- d) **Associate Member:** Any research organization, student, architect, engineer, contractor, private home inspector, inspection service provider, planner, attorney, manufacturer or dealer in building materials or equipment, or elected/appointed official of a county or municipality interested in the purposes and objectives of BOAG shall be eligible to become an Associate Member upon the payment of membership dues as established by the Board of Directors. An Associate Member shall have all the rights and privileges of an Active Member however, an Associate Member shall have no voting privileges nor be eligible to hold any office or other elected position.
- e) **Honorary Member:** Any person, firm, association, or corporation rendering outstanding services to BOAG may be approved by the Board of Directors as a Honorary Member. An Honorary Member shall have all the rights and privileges of an Active Member, however, an Honorary Member shall have no voting privileges nor be eligible to hold any committee, office, or other elected position.
- f) **Retired Member:** Any Active Member who retires from a county or municipality may retain all Active Member privileges upon payment of membership dues, as established by the Board of Directors. Retired Members are entitled to one vote per member. Active Members must request Retired Member status immediately upon retirement from a valid jurisdiction, with no gap in service time between the time of being an Active Member and becoming a Retired Member. The new membership classification will be reflected on the next membership renewal.

- g) **Lifetime Member:** An individual who has rendered outstanding service to BOAG, has maintained Active, Associate, or Retired Member status, whose name shall be proposed by the Board of Directors, and is confirmed by a majority of the Active Members present at the Annual Meeting, shall be considered a Lifetime Member. Lifetime Members shall not be required to pay annual dues or registration fees to annual conferences. Lifetime Members shall have all the rights and privileges of an Active Member.
- h) **Affiliated Local Chapter:** Each association or chapter that is recognized by the International Code Council (ICC) as an official chapter of ICC shall be eligible to become an Affiliated Local Chapter of BOAG. Each Affiliated Local Chapter shall have one (1) director to serve as representation on the Board of Directors and shall be approved by the Board of Directors and by the Active Members at the Annual Meeting.

SECTION 2 VOTING PRIVILEGES

- a) Active, Active Chapter, Retired, and Lifetime Members shall have one (1) vote on any motion(s) at all membership meetings at which they are in attendance.
- b) Chapter and Associate Members are not allowed voting privileges but may participate in meetings and serve on committees.

ARTICLE III – BOARD OF DIRECTORS

SECTION 1 – The property, business, and policies of BOAG shall be managed by and be under the authority of the Board of Directors.

SECTION 2 – The Board of Directors shall consist of the President, First Vice President, Second Vice President, one (1) Director from each of the BOAG approved local chapters, three (3) Directors At-Large, and the Immediate Past President. The Immediate Past President shall be a non-voting member of the Board of Directors.

Each member of the Board of Directors shall, at all times during his or her tenure in office, be a full-time active code enforcement official, employed full-time by a local municipality, county, or State of Georgia governmental agency or be a full-time active code enforcement official employed by a private provider serving a Georgia governmental entity. Every elected position or office shall maintain an Active Member status during their tenure. Every Affiliated Local Chapter shall maintain an Active Member status to retain representation on the Board of Directors.

SECTION 3 – The members of the Board of Directors shall be elected at the Annual Meeting by a majority vote of the Active Members present and voting.

SECTION 4 – Terms of Office

- a) President. One (1) year and shall serve no more than two (2) consecutive terms.
- b) Immediate Past President. Same as the newly elected President.
- c) First Vice President. One (1) year and shall serve no more than two (2) consecutive terms.
- d) Second Vice President. One (1) year and shall serve no more than two (2) consecutive terms.
- e) Director At-Large. Four (4) year term and shall not serve more than two (2) terms. However, nothing in this section shall preclude a Director At-Large from being elected to serve an unexpired term and then being elected to a full term.
- f) Affiliated Chapter Director. Four (4) year term and shall serve no more than two (2) consecutive terms.

SECTION 5 – Qualifications

- a) President. A person shall have served one (1) year (the year preceding becoming President) as First Vice President and at least three (3) years on the Board of Directors.
- b) First Vice President. A person shall have served one (1) year as Second Vice President and at least two (2) years on the Board of Directors.
- c) Second Vice President. A person shall have served two (2) years on the Board of Directors.
- d) Director At-Large. A person shall be an Active Member in good standing to be eligible for this position.

SECTION 6 – Vacancies

- a) Absenteeism. Any member who is absent for three (3) consecutive meetings of the Board of Directors shall automatically be dropped from the membership of the Board of Directors. A written statement may be submitted, explaining such absences, on or before the date of the next Board of Directors meeting and if such written explanation is accepted by at least a two-thirds (2/3) majority of the members of the Board of Directors, then the member will not be dropped from membership from the Board of Directors.

- b) Vacancies. A vacancy in the office of President shall be filled by the First Vice President. A vacancy in the office of First Vice President shall be filled by the Second Vice President. A vacancy in the office of Second Vice President, Director At-Large, or Affiliated Chapter Director, by means, including but not limited to, absenteeism, death or resignation, shall be filled by appointment of the Board of Directors. Such appointment shall be for the duration of the unexpired term and be an Active Member of BOAG.

SECTION 7 – Removal from Office

- a) Any officer, Affiliated Chapter Director, or Director At-Large who fails to maintain an Active Member status shall automatically forfeit his or her office. Any officer, Affiliated Chapter Director, or Director At-Large may be removed from office for proven cause, upon the vote of two-thirds (2/3's) of the active members present and voting at the Annual Meeting.
- b) Affiliated Chapter Directors shall maintain local chapter and BOAG membership while representing their chapters as a BOAG Director.

SECTION 8 – Duties of the President

The President shall preside at all meetings, including the meetings of the Board of Directors. The President shall be the principal executive officer of the organization and, subject to the control of the Board of Directors, and shall, in general, supervise and control all of the affairs of the organization. In general, he or she shall perform all duties that are incidental to the office of the President and other such duties as may be prescribed by the Board of Directors from time to time.

SECTION 9 – Duties of the First Vice President

In the absence of the President or in the event of the President's death, inability or refusal to act, the First Vice President shall perform the duties of the President and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The First Vice President shall perform other such duties as from time to time may be assigned by the President or by the Board of Directors.

SECTION 10 – Duties of the Second Vice President

In the absence of the Executive Secretary or in the event of the Executive Secretary's death, inability or refusal to act, or during any period of time in which the Executive Secretary's position is vacant for any reason, the Second Vice President shall perform the duties of the Executive Secretary. The Second Vice President shall perform other such duties as from time to time may be assigned by the President or by the Board of Directors.

SECTION 11 – Quorum

Fifty-percent (50%) plus one (1) of the Board of Directors shall be present at any duly called meeting to constitute a quorum.

ARTICLE IV – ADMINISTRATION

SECTION 1 – Executive Secretary

There may be an Executive Secretary appointed by the Board of Directors who shall serve at the pleasure of the Board of Directors and whose salary shall be fixed by the Board of Directors.

SECTION 2 – Duties

The Executive Secretary shall have the following duties:

- a) To act as the technical coordinator for BOAG;
- b) To keep all records of BOAG and to exercise the general management and supervision of its business – when required by the Board of Directors
- c) To act as custodian of all funds and properties – when required by the Board of Directors;
- d) To properly maintain accurate financial records including any and all payments, which may be necessary from time to time, and maintain accurate financial records of all monies received;
- e) To assist members, building officials, and governmental agencies in connection with their technical problems and other matters of mutual interest;
- f) To edit and publish the authorized publications of BOAG for the benefit of the continuing education of its members;
- g) To attend the Annual Educational Conference, assist with conference registrations, class certificates, and other matters as may be required. The hotel room expense will not be paid by BOAG if the Executive Secretary attends the Annual Educational Conference with another registered conference attendee.

- h) To properly file, maintain, and/or renew the association’s governing authority certifications and licenses (Secretary of State, etc.) and to properly notify the Board of Directors when the filings have occurred;
- i) To have such authority and perform such duties as are provided in these bylaws and as the President or Board of Directors may from time to time assign;
- j) To be a non-voting member on all committees;
- k) To serve as the secretary to the Board of Directors;
- l) To attend all Board of Directors meetings;
- m) To keep minutes of all Board of Directors meetings and send these draft minutes out to the general membership within three (3) business days of the meeting of the Board of Directors:
- n) To send out annual renewal membership applications by December 10th of each year and to maintain a current membership roster: and
- o) To send out annual conference notices and registration forms.

SECTION 3 – Representing BOAG

The President may designate the Executive Secretary or any other Active Member of BOAG to represent BOAG at education seminars, conferences, legislative assemblies, public hearings, etc. which are relevant to BOAG’s purpose, goals, and objectives, and authorize standard (with the Board of Director’s prior approval) reimbursable expenses for this representation.

SECTION 4 – Legislative Lobbyist

The President may appoint and register an Active Member to serve as a legislative lobbyist and authorize standard (with the Board of Director’s prior approval) reimbursable expenses for the lobbyist. All State of Georgia laws, registration requirements, and legal guidelines for lobbyists will be adhered to and followed.

SECTION 5 – President’s Travel

The Board of Directors may authorize expenditures from the general financial account for use by the President to attend business meetings and other functions relative to purpose, BOAG’s Annual Meeting, and any called meetings. Expenses shall be limited to travel, room, board, and registration costs.

SECTION 6 IN MEMORY DONATIONS

The President may designate up to \$250.00 upon the death of any current member to be used for flowers or donations to be made in their name as per the request of the members' family. The Board of Directors must approve any expenditure over this amount prior to incurring the expense. Any expense for past members shall first be approved by the Board of Directors.

ARTICLE V – COMMITTEES

SECTION 1 – Types of Committees

The President, with the approval of the Board of Directors, shall appoint the following committees no later than the second board meeting following the Annual Meeting with the exception of the Nominating Committee. All committee members shall serve for one (1) year unless reappointed by the President and approved by the Board of Directors.

- Bylaws Committee
- Building Official of the Year
- Governmental Affairs Committee
- Nominating Committee
- Code Interpretation Committee
- Annual Conference Committee
- Finance Committee
- Certification Committee
- Advisory Committee
- Membership Committee
- Scholarship Committee
- Public Relations Committee
- Resolutions Committee

SECTION 2 – Bylaws Committee

The Bylaws Committee shall be composed of three (3) Active Members whose duties shall be to receive, edit, and review proposed amendments to the BOAG Bylaws. Committee reports and/or recommendations shall be submitted to the Board of Directors prior to the Annual Meeting for review. A member of the Board of Directors shall serve as committee chair.

SECTION 3 – Building Official of the Year Committee

The Building Official of the Year Committee shall be composed of five (5) members whose duty shall be to select one (1) or more members of BOAG and publically recognize that person or persons for outstanding service and dedication to the code enforcement profession, the building

industry, and BOAG. The committee shall have full power and authority to establish its own procedures and methods of selection, recognition, and awards. Costs exceeding five hundred dollars (\$500.00) must have prior approval by the Board of Directors before expending such funds.

The chairperson of the Building Official of the Year Committee shall be the last recipient of the award. Nominations for Building Official of the Year shall be received by the committee no later than March 10th of each year. The committee shall meet and make a decision no later than April 1st of each year.

SECTION 4 – Governmental Affairs Committee

The Governmental Affairs Committee shall be composed of five (5) members. The members shall be the President, First Vice President, Second Vice President, and two (2) at-large members. The committee shall keep BOAG and the Board of Directors informed on all legislative, governmental affairs, and issues relative to BOAG’s purpose.

SECTION 5 – Nominating Committee

The Nominating Committee shall be composed of three (3) members and shall be appointed at least ninety (90) days *prior* to the Annual Meeting. The committee shall submit, at the Annual Meeting, nominations for President, First Vice President, Second Vice President, and any vacancies in Director At-Large and Affiliated Chapter Directors.

The chair of this committee shall not be a current member of the Board of Directors. Any member of this committee who is nominated for any vacant office or position shall *immediately* recuse himself or herself from further serving on this committee. The President will appoint a replacement committee member when this occurs.

SECTION 6 – Code Interpretation Committee

The Code Interpretation Committee shall consist of one (1) member from each approved local chapter. The chapter shall appoint one (1) member from its current membership with all appointments being approved by the Board of Directors. The Code Interpretation Committee will elect its own chair and determine the procedure in which it will operate. All official code interpretations from the Code Interpretations Committee will be filed with the Executive Secretary of BOAG within 10 business days of rendering such interpretation.

SECTION 7 – Annual Conference Committee

The Annual Conference Committee shall consist of three (3) members. The members shall be one (1) from the previous Annual Conference hosts, one (1) from the current Annual Conference host, and one (1) designated as the prospective Annual Conference host.

SECTION 8 – Finance Committee

The Finance Committee shall consist of five (5) members. The members shall be the Second Vice President, a Director At-Large, two (2) Affiliated Chapter Directors, and the Executive Secretary.

The purpose of this committee shall be to prepare and present an annual budget to the Board of Directors, to review the annual income and expenses of the association, to provide quarterly financial reports (including all recent bank statements) to the Board of Directors, and to review and recommend membership dues changes to the Board of Directors.

SECTION 9 – Certification Committee

The Certification Committee shall consist of three (3) members. A member of the Board of Directors shall serve as committee chair. The members shall be responsible for the review and issuance of professional BOAG inspector certifications. The committee shall develop the certification criteria and submit to the Board of Directors for review and approval.

SECTION 10 – Advisory Committee

The Advisory Committee shall consist of three (3) members. The Immediate Past President of BOAG shall serve chair. The committee members will be past presidents of BOAG; unless the minimum number of members cannot be obtained then the President shall appoint any Active Member to serve on this committee.

The purpose of this committee is to advise the President on such matters as he or she may deem appropriate.

SECTION 11 – Membership Committee

The Membership Committee shall consist of five (5) members. A member of the Board of Directors shall serve as committee chair. It shall be the function of this committee to plan, recommend, and pursue a plan to increase the membership of this association. The committee shall review all new membership applications and shall recommend approval or denial to the Board of Directors. The committee shall also maintain a current roster of the membership of this association.

The committee shall hear any and all evidence in action toward revoking of membership and shall submit their recommendation to the Board of Directors.

SECTION 12 – Scholarship Committee

The Scholarship Committee shall consist of three (3) members. It shall be the function of this committee to develop all necessary policies, procedures, and strategies in order to provide scholarship awards to a member's son or daughter or other qualifying relative. All policies, procedures, and strategies must be approved by the Board of Directors *prior* to implementation.

In order to qualify for the scholarship awards, the member must be in good standing and the student must exhibit academic achievement and have a financial need.

SECTION 13 – Public Relations Committee

The Public Relations Committee shall consist of three (3) members. A member of the Board of Directors shall serve on this committee. It shall be the purpose of this committee to publicize BOAG and to gain recognition of the association throughout the State of Georgia but also within trade industry associations and governmental agencies.

SECTION 14 – Resolutions Committee

The Resolutions Committee shall consist of three (3) members. It shall be the purpose of this committee to propose any resolutions for review and approval at the Annual Meeting.

SECTION 15 – Other Committees

The President may appoint, from time to time, other committees as may be needed for the effective operations of BOAG. The President shall determine the number of members of such committees. These committees must also be approved by the Board of Directors.

ARTICLE VI – ASSOCIATION MEETINGS

SECTION 1 – Annual Meeting

The Annual Meeting shall be held at such time and place as designated by the Board of Directors.

SECTION 2 – Called Meetings

Special called meetings may be called by the President at the discretion of the Board of Directors or shall be called at the request, in writing, of representatives of not less than one-third (1/3) of the Active Members. BOAG members shall be given not less than thirty (30) days notice, in writing or email, of any special called meeting.

SECTION 3 – Regular Meetings

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 meet every quarter thereafter until the next Annual Meeting. All members of the Board of Directors shall be given not less than ten (10) days notice, in writing or email, of any Board of Directors meeting unless waived by a majority of the Board of Directors members.

SECTION 4 – Mid-Year Meeting

A Mid-year meeting of the Board of Directors shall be held to plan the Annual Conference and Annual Meeting.

ARTICLE VII – ANNUAL DUES

SECTION 1 – Established

The annual dues for membership in BOAG shall be as established by the Board of Directors and shall be maintained by the Executive Secretary as the “Dues Schedule”. The “Dues Schedule” may only be adjusted by, and with the approval of, the Board of Directors.

SECTION 2 – Dues Collection

Dues shall be collected by the Executive Secretary and be held in readiness for use by BOAG.

SECTION 3 – Membership Dues

Annual dues for membership will be due on January 1st of each year and are payable no later than March 1st of each year. Those members who have not paid dues by such date will be dropped from the membership.

SECTION 4 – Chapter Dues

Each approved chapter shall pay a fixed amount each year for membership in BOAG. This fixed amount will be determined by the Board of Directors as outlined in Article VII section 1. These chapter dues will be due by the time periods outlined in Article VII section 3.

Each chapter will receive an advertisement in the Annual Conference booklet as part of their dues payment.

SECTION 5 – Non-Profit

BOAG will operate as a non-profit organization. As such, it shall be necessary to file appropriate taxes as a non-profit organization as defined by the Internal Revenue Service (IRS) and any applicable State of Georgia laws. In addition, any paid contractors, personnel, or employees may require appropriate tax consideration at the end of each fiscal year.

It shall be the responsibility of the named officers, on file with the Secretary of State, to ensure compliance with all applicable IRS and State of Georgia tax laws

ARTICLE VIII – CHAPTERS

SECTION 1 – Local Chapters

BOAG shall encourage and recognize the establishment of local chapter organizations. The purpose of which shall be the furtherance of the goals and objectives of BOAG in the region or locality. Application for the establishment of a local organization, together with a copy of the proposed chapter bylaws and a list of those who have agreed to become members shall be submitted to the Board of Directors for approval. The chapter organization shall then be granted temporary BOAG affiliation, for a period of time not to exceed six (6) months, pending the official chapter recognition by the International Code Council (ICC).

BOAG and ICC membership shall be maintained in order to remain affiliated with BOAG.

SECTION 2 – Management

All local chapter organizations shall be managed in accordance with these bylaws and the rules established by the Board of Directors.

SECTION 3 – Approval

The Board of Directors approval to establish such local chapter organizations shall not in any manner subject BOAG to legal action by person(s) aggrieved by any action of the local chapter organization.

ARTICLE IX – LIABILITY

SECTION 1 – Liability

There shall be no personal, individual, or other liability whatsoever on the part of any member of BOAG, either for debts of BOAG or for any act of commission or omission of BOAG, or of any officer, agent, or employee thereof.

SECTION 2 – Fiscal Year

The fiscal year of BOAG shall be from January 1st through December 31st of each year.

ARTICLE X – AGENDA OF ANNUAL MEETING

The order of business at the Annual Meeting shall be as follows:

- A) Registration of members & roll call of officers and board of directors
- B) Confirmation of quorum
- C) Pledge of Allegiance
- D) Invocation
- E) Opening remarks
- F) Approval of minutes of previous meetings
- G) Annual program
- H) Unfinished business
- I) Report of officers and committees
- J) Vote on recommendations
- K) Election of officers
- L) New business
- M) Adjourn

ARTICLE XI – AGENDA OF BOARD OF DIRECTORS MEETING

The order of business at the Board of Directors meeting shall be as follows:

- A) Call to order
- B) Confirmation of quorum
- C) Approval of minutes from previous meeting
- D) Old business
- E) Report of agencies
- F) Report of committees
- G) Financial report
- H) Secretary report
- I) Second Vice President report
- J) First Vice President report
- K) President's report
- L) Appointment of committees
- M) New business
- N) Adjourn

ARTICLE XII – AMENDMENT TO BYLAWS

The bylaws shall be amended by a two-thirds (2/3) vote of the eligible voting membership present at any regular or specially called meeting. Current Active Members shall be given thirty (30) days notice, either in writing or email, of the proposed amendments prior to the scheduled meeting.

ARTICLE XIII – RULES OF ORDER

SECTION 1 – Rules of Order

In the business of Annual Meetings, either in general session or committee meetings, “*Roberts Rules of Order*” shall govern with respect to all questions of a parliamentary nature.

SECTION 2 – Parliamentarian

The First Vice President shall act as Parliamentarian and Sergeant at Arms, when requested, at all regular or specially called meetings.

ARTICLE XIV – INDEMNIFICATION

BOAG shall indemnify its officers, directors, committee members, and employees for reasonable attorney fees and justifiable expenses stemming from liabilities which are deemed by the Board of Directors to have been reasonably incurred as a result of a legal proceeding to which the indemnified person is made a party by reason of an indemnified person having been an officer, director, committee members, or employee of BOAG at the time an actionable cause arose except where the officer, director, committee member, or employee is deemed by a hearing officer to have been guilty of willful malfeasance or nonfeasance in the performance of his or her obligations to BOAG. In order to properly indemnify officers, directors, committee members, or employees of BOAG, the Board of Directors may authorize adequate insurance to cover the indemnification authorized by this article.

ARTICLE XV – HISTORY

Adopted February 21, 1979

Amended may 11, 1989

Amended May 16, 1991

Amended May 9, 1996

Amended May 7, 1997

Amended May 2, 2000

Amended May 7, 2002

Amended May 4, 2004

Amended May 17, 2005

Amended April 13, 2010

Amended May 13, 2013

Amended April 27, 2016