

CONSTITUTION AND BYLAWS OF CALIFORNIA BUILDING OFFICIALS

Adopted June 12, 1962, Amended April 5, 1988, Amended Feb. 23, 1991,
Amended Feb. 27, 1993, Amended April 19, 1996, Amended March 9, 2001,
Amended March 12, 2004, Amended March 21, 2008, Amended February 26, 2010

ARTICLE I Name and Objective

Section 1 - This organization shall be known as California Building Officials.

California Building Officials (CALBO) was founded in 1962 to promote and further the profession of the local California Building Official. With time and achievement, the organization has become the advocate and representative of not only the local California Building Official, but of local building departments, local government entities, and public safety and code enforcement officials.

CALBO is defined by its active and vigilant members, who serve on policy committees, conduct community outreach, respond to natural or man made disasters as it relates to the built environment, promote prudent public policy, unite stakeholder professions and train the next generation of building department leadership.

CALBO, under the direction of a committed Board of Directors, is dedicated to public service and safety. Our mission is to ensure the welfare of those who live within and visit the state of California by enforcing innovative, advanced and proven regulations, codes and standards.

Section 2 - The principles and objectives of this organization are as follows:

A. This organization shall promote the construction and maintenance of a safe, accessible and energy efficient built environment through outreach, education, code development and enforcement.

B. This organization through its educational arm, the CALBO Training Institute, shall develop, promote and administer quality continuing education and certification programs for the purpose of enhancing building safety and legislative application.

C. This organization shall provide membership representation at the State and National level, and shall represent local government on pending State and National legislation and standards development. This organization shall study and analyze legislation and report its findings and recommendations to members, legislators, and other concerned persons or organizations.

D. This organization shall promote professional relations among all organizations involved in building design, construction and enforcement, for the purpose of enhancing shared goals in building safety, community benefit, and economic vitality.

E. This organization shall not enter the field of production or publication of codes in competition with the model codes group.

The organization may study and prepare proposals for amendments to the model codes; however, submittals or endorsement of submittals to the model codes organizations shall not be made in the name of CALBO, or a committee thereof, unless approved by a majority of the Board of Directors.

The organization may participate, through members appointed by a majority of the Board of Directors, in the development of state regulations that supplement or augment the model codes or address regional issues not serviced by the model codes organizations.

F. This organization shall be non-partisan and shall not be used directly or indirectly for the dissemination of partisan principles or for the promotion of the candidacy of any person seeking public office or preference.

G. This organization recognizes that there are unique areas in the State of California where problems are better resolved locally or on an area basis. We hold that the state should establish minimum standards of safety rather than develop codes and believe in the concept of uniformity, and that, in general, building regulations can best be enforced and administered at a local level.

ARTICLE II Membership

Section 1 - There shall be the following classes of membership:

A. **Class I Members:** A City, County, or City and County within the boundaries of the State of California, or any Department or Division of the State of California charged with the correlation, administration, or enforcement of laws and ordinances relating to building construction.

Class I Members shall, when admitted to membership, designate in writing the individual, hereafter designated as a Class I member, who is to act as official representative for the purpose of voting and for committee membership. Said designation may be changed in writing.

B. **Class I Technical Members:** Any individual employed by a jurisdiction, which holds a Class I membership.

C. **Associate Members:** An association, organization, agency, or individual interested in architecture, engineering, inspection, or construction.

D. **Associate Technical Members:** Any individual employed by a company which holds an Associate membership.

E. **Senior Member:** An individual of age fifty-five (55) or greater who has served at least five (5) years as a Class I or Technical Member who does not meet the definition of a Class I or Class I Technical Member.

F. **Honorary Members:** An individual who has retired from active participation as a Class I, Associate, or Technical Member and who has rendered prolonged outstanding and meritorious service in the furtherance of the objectives of this organization.

An Honorary Membership shall be proposed in writing to the Board of Directors by ten (10) members, by a Chapter of ICC, or by the Board of Directors stating the reasons for the proposal. The Honorary Membership will become effective upon approval of the Board of Directors.

G. **Student Member:** An individual enrolled in a recognized program that relates to the design or construction of buildings and related systems.

Section 2

A. **Class I Members** may hold office, serve on committees, and vote at meetings or by letter ballot, and will receive publications and mailings. Each Class I Member shall be entitled to one vote.

B. **Class I Technical Members** may serve on committees and attend membership meetings, but may not hold office nor vote. They will receive publications and mailings.

C. **Associate Members** may serve on committees and attend membership meetings, but may not hold office nor vote. They will receive publications and mailings.

D. **Associate Technical Members** may serve on committees and attend membership meetings, but may not serve on the Board of Directors nor vote on resolutions or by-laws changes. They will receive publications and mailings.

E. **Senior Members** may serve on committees and attend membership meetings, but may not hold office nor vote. They will receive publications and mailings.

F. **Honorary Members** may serve on committees and attend membership meetings, but may not hold office nor vote. They are not required to pay dues, but will receive publications and mailings for two years.

G. **Student Members** may serve on committees and attend membership meetings, but may not hold office nor vote.

ARTICLE III Officers and Directors

Section 1 - The officers shall be a President, First Vice President, and Second Vice President. The Board of Directors shall be composed of the officers, plus an immediate Past President, plus five members elected from the membership at large. All officers shall be Class I Members and shall be the designated representative of a City, County, or City and County. All directors shall be Class I Members.

Section 2 - The President, First Vice President, and Second Vice President shall be elected for a term of one year at the Annual Business Meeting by a majority vote of the Class I Members present. The members-at-large on the Board of Directors shall be elected by a majority vote of the Class I Members present at the Annual Business Meeting.

Commencing with the election conducted at the 1992 Annual Business Meeting, three directors shall be elected for a two-year term. The following Annual Business Meeting, two directors shall be elected for a two-year term. Subsequently, three directors shall be elected in even-numbered years and two directors shall be elected in the odd-numbered years, all for two-year terms.

No officer shall serve in the same capacity for two consecutive full terms. No director shall serve for more than two consecutive terms.

Section 3 - A vacancy in the office of the President shall be filled by the First Vice President. In the event of a vacancy in the office of the First Vice President, Second Vice President, or members-at-large, the Board of Directors, by a majority vote, shall appoint a Class I Member to serve until the next Annual Business Meeting, at which time such office shall be filled by regular election for the remainder of the term.

In the event a vacancy occurs in the office of the Past President, the position shall be filled by the most immediate Past President who is willing and eligible to serve in that position.

Section 4 - Terms of office will commence on the first day of April following the Annual Business Meeting.

ARTICLE IV
Powers and Duties of the Board of Directors

Section 1 - The Board of Directors shall have the authority to carry on the business of this organization between Annual Business Meetings. The Board shall read, correct, and approve the Minutes of the Annual Business Meeting.

Section 2 - The Board of Directors shall meet not less than twice a year, carrying on the business of the organization. Five members shall constitute a quorum. Action by the Board shall require not less than five affirmative votes for the expenditure of funds, approval or denial of contracts and agreements, or establishment of policy. Other actions shall require a majority vote of those Board Members present at the meeting.

Section 3 - The Board of Directors shall have the power to appoint any employee of the organization as may be deemed necessary to carry out the objectives of the organization. Such employees shall serve at the pleasure of the Board of Directors.

The Board shall fix compensation for any employee. The Board may, at the expense of the organization, cover any officer, member, or employee having access to its funds with a fidelity bond.

The Board may enter into a contract for services of an individual or firm to provide services pertinent to the operation of this organization.

Section 4 - The Board of Directors may call any number of special meetings that may be deemed necessary to carry out the objectives of the organization.

Section 5 - President. The President shall preside at all meetings of the organization and its Board of Directors, appoint all committees subject to the approval of the Board of Directors, call special meetings of the Board of Directors when deemed necessary, and perform such duties as may be required of his or her office by the Annual Business Meeting and the Board of Directors.

Section 6 - First Vice President. The First Vice President shall assist the President in his or her duties and serve in the absence of the President. In addition, the First Vice President shall serve as Chair of the Legislative Committee, coordinate activities of the organization relating to review of a response to state legislation, and perform any special duties assigned by the Board of Directors or the President.

Section 7 - Second Vice President. In addition to special duties assigned by the Board of Directors or the President, the duties of the Second Vice President shall be:

A. To coordinate the taking and review, with the administrator, of minutes during meetings of the membership and of the Board of Directors.

B. To serve as signatory for CALBO bank accounts and generally perform the corporate duties associated with the activities of the organization as directed or as authorized by the Board of Directors.

C. To review and approve expense claims submitted to CALBO for reimbursement.

D. To make a financial report, in open meetings, at the Annual Business Meeting, and at each meeting of the Board of Directors.

E. To monitor the financial affairs of the organization and the activities of the administrator, accountant, and auditor as related to CALBO business.

Section 8 - The outgoing Second Vice President shall continue to perform the duties of the Second Vice President as enumerated in Section 7 above until April 1 following the Annual Business Meeting. At that time, the newly-elected Second Vice President shall assume those responsibilities, consistent with Section 4 of Article III.

Section 9 - Executive Committee. The Officers and Past President shall serve as an Executive Committee, which is empowered to take action on the Board's behalf only on matters of an emergency nature between Board meetings.

Section 10 - Ethics Committee. Any Officer, Member of the Board of Directors, and/or Committee Member who has demonstrated by his/her action, either publicly or privately, that he/she is not acting in the best organizational interest of CALBO, or the profession that CALBO represents, and/or is in direct violation of CALBO's Code of Ethics, can be removed, with cause, by a two-thirds (2/3) vote of the Board of Directors upon the recommendation of the Code of Ethics Committee.

1. There is hereby created a standing Code of Ethics Committee, consisting of one Past President who shall act as Chair, one current ICC Chapter President, and one CALBO member-at-large.

2. The Ethics Committee shall be appointed by the entire Board of Directors each year.

3. The Ethics Committee shall meet on an as needed basis, but in no case less than one time per year.

4. The Ethics Committee shall also act as an Advisory Committee to the Board of Directors and the membership when and if any ethical accusations, questions/issues, and/or concerns are submitted to the Board of Directors or the Ethics Committee.

5. The Ethics Committee shall review, within a thirty (30) day period, any and all ethical accusations, questions/issues, and/or concerns submitted relating to the Officers, Directors, and/or Committee Members of CALBO.

6. The Ethics Committee shall provide a written recommendation of findings to the entire Board of Directors for their review and action.

7. The Board of Directors shall review the findings of the Ethics Committee and take the appropriate action for the betterment of the membership at their next meeting, or at a special meeting if deemed necessary.

8. Ethical accusations, questions/issues, and/or concerns may be submitted directly to the Chair of the Ethics Committee. The Chair shall notify the CALBO Board of Directors if and when that happens.

ARTICLE V Meetings

Section 1 - One meeting, to be known as the Annual Business Meeting, shall be held each calendar year. The time and place of the Annual Business Meeting shall be determined by the Board of Directors.

Section 2 - Ten percent (10%) of Class I Members, and not less than 10, shall constitute a quorum for the purpose of conducting business at the Annual Business Meeting or other general membership meeting.

Section 3 - Each member shall be notified of any of the general membership meetings by mail in advance of the meeting.

ARTICLE VI Dues

Section 1 - 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.

Section 2 - Honorary Members shall not be assessed dues.

Section 3 - The Board of Directors may waive dues of Associate Members in the event a reciprocal membership is provided and the Board determines that the benefits are sufficient in furthering the organizational objectives to warrant such action. Reciprocal memberships shall be reviewed by the Board each year.

ARTICLE VII
Audit and Fiscal Year

Section 1 - The Board of Directors shall have an audit made of the books of the organization at the end of every fourth year. Every two years following a full audit, the Board of Directors shall have an audit review made of the books of the organization. The audit and audit review shall be reported at the Annual Business Meeting immediately following the actions.

Section 2 - The fiscal year of this organization shall be established by the Board of Directors.

ARTICLE VIII
Amendments

Section 1 - Proposed amendments to the Constitution and Bylaws to be considered at the Annual Business Meeting shall be signed by at least ten (10) Class I Members and must be presented to the Board of Directors at least 60 (sixty) days before the opening of the Annual Business Meeting. The Board of Directors shall cause them to be sent to each member, together with a proposed effective date, at least 30 days before the Annual Business Meeting.

To become effective, affirmative action upon proposed amendments, taken by a majority vote of the Class I Members at the Annual Business Meeting, shall be ratified by a two-thirds majority of all Class I Members voting by letter ballot. Ballots must be sent out to all Class I Members within 15 days and, to be valid, must be returned within 30 days after the close of the Annual Business Meeting.

ARTICLE IX
Rules of Order

Section 1 - Questions of rules of order shall be determined in accordance with Robert's Rules of Order.

ARTICLE X
No Benefit to Any Individual

Section 1 - No part of the net earnings, if any, of this organization shall inure to the benefit of any member or other individual. No gain, profit, or dividend shall be distributed to any of the members of this organization or inure to the benefit of any private citizen, except a fund, foundation, or corporation organized and operating for charitable, scientific, literary or educational purposes.