

# **SOUTHERN TIER BUILDING OFFICIALS ASSOCIATION BY LAWS**

## **ARTICLE I      NAME**

The name of this Association is the Southern Tier Building Officials Association (STBOA) [hereinafter noted as the Association].

## **ARTICLE II      PURPOSE & *ATTAINMENT***

### **Section 1.      PURPOSE**

- 1) To provide education with regard to the New York State Uniform Fire Prevention and Building Code, related codes, and procedures for effectively enforcing these Codes and similar parallel rules and regulations. Development of programs, seminars, brochures and other educational materials and tools to further the education of the members, and to secure accreditation for training which meets the requirements of New York State and the goals and standards of the Association;
- 2) To provide assistance to members in various ways to increase the level of professionalism of those individuals in the position of Code Enforcement Officer, Building Inspector, Housing Maintenance Inspector, Fire Inspector, and other related fields, commensurate with the responsibilities and expectations of the office;
- 3) To maintain a forum for exchanging ideas, discussing common problems, obtaining general information related to the code system including interpretations and development of laws related to building construction, fire safety, fire prevention, land use development, and other related subjects;
- 4) To elevate the position of the Code Enforcement Officer, Building Inspector, Housing Maintenance Inspector, Fire Inspector, and other related individuals to be compatible with the responsibilities and obligations placed upon the members;
- 5) To promote efficiency and uniformity in the administration of Building and Code Enforcement Departments;
- 6) To foster cooperation between the members and others directly and indirectly affiliated with the building industry;
- 7) To exchange ideas, information and facts concerning matters and problems of common interest;

- 8) To create good fellowship and mutual understanding among members and officials of all New York State municipalities;
- 9) To enable the Code Enforcement members to have an effective voice to facilitate changes in all applicable codes and foster the acceptance of performance standards for building materials, building equipment and construction methods; and
- 10) To cooperate with and assist the State of New York, Department of State (DOS) Division of Code Enforcement and Administration, New York State Building Officials Conference (NYSBOC), International Code Council (ICC), the New York State Conference of Mayors and Other Municipal Officials, the New York State Assessors' Association, Council of American Building Officials, the Fireman's Association of the State of New York, (FASNY), the New York State Fire Marshals Association and the Association of Towns of the State of New York, in achieving their aims and ideals to the extent same shall not be inconsistent with the purposes herein expressed;
- 11) To enlist the cooperation of organizations such as Contractors, Home Builders, Remodelers, Architects, Engineers, Design Professionals, Manufactures and other similar groups to formulate and conduct programs of related subjects for the edification of the membership in the field of building construction.

## **Section 2. Methods of Attainment**

The methods of achieving the purposes and aims of this corporation shall include, but not limited to:

- 1) Providing quarterly meetings, where a forum is provided for the members to discuss and respond to matters relative to public safety, health, welfare and code related issues and through which this information is disseminated to the members and to the public in general;
- 2) Supporting legislation of benefit to members and the general public;
- 3) Providing, at various times during the year, certified training workshops, which shall provide the requirements to maintain the proper accreditation and certification of the positions held;
- 4) Publicizing the existence and activities of this Association through contact with public officials in other branches of government and with the general public;
- 5) Collection of annual dues;
- 6) Other means as the Executive Committee may from time to time determine,

not inconsistent with the express purposes of this Association; and

- 7) Enrollment with the following affiliates: New York State Building Officials Conference (NYSBOC), International Code Council (ICC), the Eastern States Building Officials Federation, the Association of Towns of the State of New York, the New York State Conference of Mayors and Other Municipal Officials, the New York State Assessors' Association, Council of American Building Officials, the Fireman's Association of the State of New York (FASNY), and the New York State Fire Marshals Association.

## **ARTICLE III MEMBERSHIP AND DUES**

### **Section 1. COUNTIES**

Membership in the Association shall include, but not limit to, those individuals that live and/or work in the following counties:

Broome	Chemung	Chenango	Cortland	Delaware	Otsego
Schuyler	Steuben	Tioga	Tompkins		

### **Section 2. MEMBERSHIP**

- 1) Membership Definitions;

A) ACTIVE MEMBERSHIP: shall be restricted to public officials actively engaged in an official capacity within the State of New York in any governmental department or bureau engaged in the enforcement, administration or formulation of laws or ordinances relating to buildings and other structures;

B) ASSOCIATE MEMBERSHIP: shall be restricted to former active members who are no longer eligible for active membership and to public officials other than building officials;

C) COOPERATING MEMBERSHIP: shall be restricted to architects, engineers and representatives of non-profit technical and professional organizations which are interested in building codes and building construction standards;

D) PARTICIPATING MEMBERSHIP: shall principally include representatives of manufacturers, contractors, financial institutions, insurance companies and other persons or firms similarly engaged in the building industry;

E) HONORARY MEMBERSHIP: may be conferred upon individuals of distinction who have rendered outstanding services in the furtherance of the purposes and objectives of this Association. Such membership shall be conferred by a majority vote of the active members present at any meeting of the Association. Nominations for such membership shall be made to the Executive Committee and their approval obtained before said nominations are brought before the membership for a vote. Active members in good standing who are elected to honorary status shall retain all privileges of active membership;

- 2) All members in good standing (membership dues paid) shall be entitled to vote at meetings of the general membership and shall be entitled to the privileges of the floor for discussion;
- 3) The Association may admit members at any time;
- 4) Only Active Members of the Association shall be eligible to serve in any of the elected positions of President, Vice-President, Secretary/Historian, Treasurer, or Delegate;
- 5) All Active Members shall be eligible to be appointed or elected to various Standing Committees;
- 6) Each member shall pay annual dues to the Association at the annual meeting in an amount to be determined as appropriate. These dues will be assessed for calendar year January 1 through December 31 only;
- 7) Any member who defaults in payment of the minimum annual dues, by the date as determinate by the Executive Committee at the annual meeting, shall not thereafter be considered in good standing, and no voting privileges will be extended at that meeting or until all dues for the Associations are paid in full;
- 8) Every member of this Association shall be entitled to have a Certificate of Membership;
- 9) No part of the net earnings, if any, of this Association shall inure to the benefit of any member or other individual, and no gain, or profit, or dividends shall ever be distributed to any member of this Association or inure to the benefit of any private person, except as provided for in the adopted budget;
- 10) A member or any officer shall not participate in or purport to have authority to act on behalf of or bind this Association to any legal obligations or liability, except as provided in these Bylaws, or resolution or policy of the Executive Committee;

**Section 3. MEMBERSHIP**

The annual membership fee for this Association for membership classes listed in Article III, Section 2, 1) A – E shall be as determined and set at the annual meeting by a Resolution of the Members and become effective in the second consecutive year after determination.

**ARTICLE IV OFFICERS**

**Section 1. OFFICERS**

The officers of the Association shall consist of a President, Vice-President, Secretary/Historian, Treasurer, and NYSBOC Delegate, each of whom by election to that office is a member of the Executive Committee. The term of office to be effective January 1<sup>st</sup> of the year following the annual election of officers. Each officer shall serve a two-year term. A maximum of two (2) terms may be served consecutively by any one individual in the position of President and in the position of Vice-President.

**Section 2. DUTIES OF OFFICERS**

A) PRESIDENT

The President shall be the chief executive officer of the Association, shall have general and active management of the business and affairs of the Association subject to the directions of the Executive Committee and the membership, shall preside at all meetings of the members and Executive Committee, and shall be an ex-officio member of all committees (with the exception of the Nominating Committee). Except in those instances in which the authority to execute is expressly prescribed by the Executive Committee or these By Laws, the President may execute for the association any contracts, deeds, mortgages, bonds, or other instruments which the Executive Committee or the membership has authorized to be executed. The President may accomplish such execution either under or without the seal of the Association and either individually or with any other officer thereunto authorized by the Executive Committee according to the requirements of the form of the instruments.

B) FIRST VICE-PRESIDENT

The First Vice-President shall assist the President in the discharge of the duties of the President, as the President may direct and perform other duties from time to time as may be assigned by the Executive Committee. In the absence of the President or in the event of the President's inability 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. Except in those

instances in which the authority to execute is expressly delegated to another officer or agent of the Association or a different mode of execution is expressly prescribed by the Executive Committee or these By Laws, in the absence of the President, the First Vice-President may execute for the Association any contracts, deeds, mortgages, bonds, or other instruments which the Executive Committee has authorized to be executed, and may accomplish such execution either under or without the seal of the Association and either individually or with any officer thereunto authorized by the Executive Committee according to the requirements of the form of the instruments.

C) SECOND VICE-PRESIDENT

The Second Vice-President shall assist the President and First Vice-President in the discharge of the duties of their office, as they may direct and perform other duties from time to time as may be assigned by the Executive Committee. In the absence of the President's or the First Vice-President's inability to act, the Second 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. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the Association or a different mode of execution is expressly prescribed by the Executive Committee or these By Laws, in the absence of the President or the First Vice-President, the Second Vice-President may execute for the Association any contracts, deeds, mortgages, bonds, or other instruments which the Executive Committee has authorized to be executed, and may accomplish such execution either under or without the seal of the Association and either individually or with any officer thereunto authorized by the Executive Committee according to the requirements of the form of the instruments.

C) SECRETARY/HISTORIAN

The Secretary/Historian shall have custody of and maintain all of the Association's records except the financial records, shall maintain and distribute a record of the minutes of all meetings of the members and Executive Committee, send out all notices of meetings, shall be responsible for correspondence by the Association, and perform other such duties as may be prescribed by the Executive Committee or the President. The duties as Historian shall be to collect, retain, preserve and correlate all data in connection with the Association past and present. The Secretary/Historian shall also keep the official papers of the Association.

D) TREASURER

The Treasurer shall have custody of the Association funds and financial records. The Treasurer shall keep full and accurate records, accounts or receipts and disbursements, and render accounts thereof at the regular meetings of the members

and whenever else required by the Executive Committee or the President, and shall perform such other duties as may be prescribed by the Executive Committee or the President.

**Section 3. DELEGATE OR ALTERNATE**

An active member shall be selected as a Delegate or an Alternate to the New York State Building Officials Conference (NYSBOC).

**Section 4. DUTIES OF A DELEGATE OR ALTERNATE**

- A) The Delegate and/or Alternate shall serve as the representative of the Southern Tier Building Officials Association (STBOA) on the Delegate Board of the New York State Building Officials Conference (NYSBOC).
- B) Attendance at all of the meetings of the State organization is expected, and the Delegate or Alternate is required to present proper reports of the activities of the State organization to the President, the Executive Committee, and the general membership as soon as possible.
- C) The Delegate or Alternate shall serve to reflect the opinions, needs, and requests of the general membership and shall convey those opinions, needs, and requests to the State Organization by attendance at the meetings, voting as the majority of the membership as directed, and serving on other committees at the State level whenever possible.
- D) The Delegate or Alternate shall perform other duties as directed by the President and the Executive Committee. The Alternate Delegate shall perform the duties of the Delegate in the event that the Delegate is unable to do so.
- E) The Association, at the discretion of the Executive Committee, may provide payment for real and necessary expenses incurred by the Delegate or Alternate in the performance of the duties of the office.
- F) The Delegate or Alternate may be removed for failure to meet or perform the duties of the office as noted in A – E above.

**ARTICLE V EXECUTIVE COMMITTEE**

**Section 1. EXECUTIVE COMMITTEE**

- A) Management of the Association

All Association powers shall be exercised by or subject to the authority of the Executive Committee. The business and affairs of the Association shall be

managed under the direction of the Executive Committee, which shall have the responsibility for carrying out the purpose for which the Association is organized.

B) Members of the Executive Committee

The members that shall make up the Executive Committee shall be as follows: the elected President, Vice-President, Treasurer, Secretary/Historian, Delegate to NYSBOC, Immediate Past President, and up to five (5) other members at large from the association. The five (5) members that are not elected officials shall be elected at the annual meeting for a term of two (2) years. Resignations of any of the positions on the Executive Committee will be filled for the unexpired term by a vote of the remaining Committee members.

In filling vacancies on the committee, the Executive Committee should consider provisions for geographic distribution and diversity in size of municipalities representing the overall cross section of the entire membership.

There is no requirement that the Executive Committee fill all of the available positions on the committee if interested members are not available.

**Section 2. DUTIES OF THE EXECUTIVE COMMITTEE**

The Executive Committee shall:

- A) Transact necessary business in the intervals between meetings of the association and such business as may be referred to it by the Association;
- B) Create standing committees;
- C) Approve the plans, work, and correspondence of the standing committees;
- D) Coordinate and arrange meetings of the Association, including providing speakers and topics for these meetings and any special events that may be arranged during the year;
- E) Present reports to the members of the Association at regular meetings;
- F) Appoint internal auditors to audit the Treasurer's accounts annually, and provide for external audits when necessary or requested by the membership;
- G) Approve payment of bills within the limits of the adopted budget;
- H) Prepare a tentative budget for presentation to the membership to be voted on at the annual meeting;



**Section 3. QUORUM AND VOTING**

A simple majority vote of the Executive Committee in attendance at any Executive Committee meeting shall constitute a majority vote for the required actions of the Executive Committee; however, there shall not be fewer than six (6) members in attendance in order to transact business.

**Section 4. ASSISTANCE TO THE EXECUTIVE COMMITTEE**

The Executive Committee may hire a person or persons to assist the Association with book keeping, typing services, or any other necessary business to achieve a proper result for the needs at hand within the limit of the adopted budget.

**ARTICLE VI REMOVAL OF ELECTED OFFICIALS AND EXECUTIVE COMMITTEE MEMBERS**

- A) Any officer or Executive Committee member elected by the members of the Association may be removed, with or without cause, by a majority vote of the ACTIVE MEMBERS in attendance as per Article VII.
- B) Any officer or agent appointed by the Executive Committee may be removed whenever in the judgement of the Executive Committee, the best interests of the Association would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

**ARTICLE VII MEETING OF MEMBERS**

**Section 1. ANNUAL MEETING**

The annual meeting of the members shall be held in the fourth quarter of each year, and shall be held within one of the following counties of the Southern Tier Region of the State of New York: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga, or Tompkins or as the Executive Committee shall direct. Business transacted at the annual meeting shall include, but not limited to, the election of a President, Vice-President, Secretary/Historian, Treasurer, Delegate and an Alternate to the New York State Building Officials Conference, Executive Committee members, and other committee positions as may hereafter be created; the adoption of a budget; and the establishment of dues and the dates by which they may be accepted.

**Section 2 REGULAR and TRAINING MEETINGS**

- 1) Regular meetings of the members shall be held at least three times during the year or when directed by the President or the Executive Committee. Training shall be under the guidance of the Executive Committee.

- 2) Place: All meetings and training of the members shall be held within one of the following counties of the Southern Tier Region of the State of New York: Broome, Chemung, Chenango, Cortland, Delaware, Otsego, Schuyler, Steuben, Tioga, or Tompkins;
- 3) Notice: Written notice stating the place, day, hour of the meeting and purpose of the meeting shall be delivered not fewer than seven (7) nor more than sixty (60) days before the meeting, either personally, by facsimile, by e-mail, by first-class mail, or by direction of the President or Secretary, members may be telephoned for the announcement. If mailed, such notice shall be deemed to be delivered when that notice is deposited in the United States Mail, addressed to the members as the names appear on the membership rolls of the Association;
- 4) Adjourned, Postponed and Cancelled Meetings: When a meeting is adjourned to another place or time, it shall not be necessary to give any notice of the adjourned meeting. However, the rescheduling of a postponed or cancelled meeting must be made as designated in B above;
- 5) Voting Record: The Treasurer shall have charge over the compiling and maintenance of the voting record of the Association. The voting record shall be available at every meeting of the Association for inspection by any interested individual;
- 6) Twenty five percent (25%) of the members entitled to vote, as noted in the voting record, represented in person at a meeting, shall constitute a quorum for all matters that comes before the Association. If a quorum is present, the affirmative vote of the majority of the members represented at the meeting and entitled to vote on the matter shall be the act of the membership unless otherwise provided by law.

After a quorum has been established at a meeting, the subsequent withdrawal of any member, so as to reduce the number of members entitled to vote so as to be fewer than a quorum, shall not affect the validity of any action taken at the meeting or any adjournment thereof.

Each member entitled to vote as outlined in previous paragraphs is entitled to one vote.

## **ARTICLE VIII PARLIAMENTARY AUTHORITY**

All meetings of the Association shall be governed by the rules contained in the most current edition of Robert's Rules of Order in all cases where they are not inconsistent with the By Laws and any special rules of order the Association may adopt.

**ARTICLE IX                      BOOKS AND RECORDS**

This Association shall keep a correct and complete set of records of the accounts and minutes of all proceedings that have been brought before the Association, the storage of which shall be determined by the Executive Committee.

**ARTICLE X                      DISSOLUTION**

In the event of a dissolution or final liquidation of the Association, all of the remaining assets and property of the Association, after paying or making provision for the payment of all liabilities or obligations of the Association and for necessary expenses thereof, shall be transferred to one or more organizations which will dedicate such assets and property to public and/or charitable purposes and qualify as tax exempt organizations under Section 501(c)(3), Section 501(c)(4), or Section 501(c)(6) of the Code.

**ARTICLE XI                      FISCAL YEAR**

The fiscal year of the Association shall be January 1 through December 31.

**ARTICLE XII                      AMENDMENTS**

Changes to the By Laws must be given in writing to the members of the Association as described in Article VII, and announced at two (2) meetings previous to the actual meeting where a vote will be taken. By Laws may be repealed or amended and new By Laws adopted by a vote of at least two-thirds (2/3) of the members of the Association present who are eligible to vote. The vote shall be cast in person and no proxy vote may be given for By Law changes.

Passed at the September 21, 2005 meeting in Hector, New York.