CP#9-04 – Role & Structure of Advisory and Engagement Councils

Approved: 01/17/04 | **Revised:** 12/08/23

1.0 Purpose of Council Policy: This policy establishes the International Code Council (ICC) Advisory and Engagement Councils (Councils) program and sets forth objectives, procedures, and organization.

2.0 Rules and Procedures:

2.1 Councils: The ICC Board of Directors (the "Board") shall create one or more Councils. The Councils so created shall be responsible for the implementation and oversight of ICC Code and Standard Development, to facilitate Membership interaction with ICC and other activities as assigned by the Board.

2.2 Except as otherwise provided herein, the Councils and all members shall comply with *CP-7 – Committees & Members*.

2.3 The number of members on each Council [or Membership Council Governing Committee] shall be as determined by the Board. Each Council member shall be appointed by the Board and each member shall be appointed for a three-year term, unless otherwise approved by the Board. Initial appointment terms shall be staggered. No member shall serve for more than two complete consecutive terms. The Council shall elect its Chair and Vice Chair.

2.3.1 Under extenuating circumstances, a Council may petition the Board to allow an individual to serve a third consecutive term. The petition must include an explanation of the circumstances warranting appointment and documentation of exemplary Council service by the individual.

2.4 A Council may be composed of code officials, representatives of allied/interested organizations and professions with knowledge and experience in the code discipline(s) within the Council's scope.

2.5 All members of the Council shall be eligible to vote on all matters.

3.0 Types of Councils and Responsibilities:

3.1 Codes & Standards Council: The Codes & Standards Council shall be responsible for the implementation and oversight of ICC's Code and Standard Development for all of the International Codes, Standards and related committees. The Codes & Standards Council shall be comprised of committee members familiar with the ICC Code and Standard Development Process and be representative of the code disciplines of the International Codes.

3.1.1 To serve as the technical oversight committee for activities within its scope as approved and assigned by the Board.

3.1.2 To identify and recommend technical support activities and other services to the Board.

3.1.3 To review committee applications submitted to ICC in response to the public announcement in accordance with CP-7 - Committees & Members and recommend appointments for the Board to consider.

3.1.4 In all cases, the Board shall be the appointing authority in accordance with *Section 11.1* of the ICC Bylaws. Where practical and not otherwise in conflict with this policy, preference in recommendations of governmental representatives should be given to applicants who have served previously on Code Action Committees in accordance with CP-31 – Code Action Committees.

3.1.5 Codes and Standards Procedures. The Codes and Standards Council shall be responsible for the review and oversight of the ICC Codes and Standards Development Process in accordance with *CP-28 - Code Development* and *CP-12 - ICC Standards Development*, respectively, in accordance with Section 2.0 of this policy.

3.1.6 Structure of the Codes and Standards Council. The Codes and Standards Council shall be composed of members as follows: 10 Code Officials, representatives of allied/interested organizations and professions with knowledge and experience in the Code disciplines(s); the current Chairs of the Membership Councils; and 5 representatives from our Founding Strategic Partners.

3.2 Membership Councils:

3.2.1 Goals and Responsibilities: Membership Councils representing various industry stakeholders and disciplines shall be created by the Board as necessary to engage the membership in the activities of the Code Council. General responsibilities of the Membership Councils include but are not limited to:

3.2.1.1 Build and improve relationships with stakeholders with an interest in the activities of the applicable Membership Council.

3.2.1.2 Provide opportunities to enhance the understanding and acceptance of the ICC Family of Solutions related to the applicable Membership Council.

3.2.1.3 Recommend the development of programs related to the activities of the applicable Membership Council.

3.2.1.4 Keep stakeholders of the ICC informed and engaged in the activities of ICC, and to promote stakeholder participation in the Membership Councils.

3.2.1.5 Act as an advocate for increased safety in the built environment at the local, national and international level.

3.2.2 Disciplines Represented: The following Councils are established:

3.2.2.1 Building Membership Council (BMC)
3.2.2.2 Emerging Leaders Membership Council (ELMC)
3.2.2.3 Fire Service Membership Council (FSMC)
3.2.2.4 Global Membership Council (GMC)
3.2.2.5 Major Jurisdiction Council (MJC)
3.2.2.6 PMG Membership Council (PMGMC)
3.2.2.7 Sustainability Membership Council (SMC)

3.2.3 Consideration of New Councils: Proposals for the creation of new Membership Councils shall be reviewed by the Board according to the following criteria:

3.2.3.1 Provides a unique perspective for the betterment of ICC and its membership

3.2.3.2 Is necessary because it does not fit into one of the existing Councils

3.2.3.3 Will not financially benefit a specific industry product or discipline

3.2.3.4 Explains the Council's relevance to the entire ICC membership

3.2.3.5 Increases engagement of ICC members in discussion and activities of interest to the proposed Council.

3.2.4 Purpose: The purpose of the Councils shall be to enhance professionalism and advocate for concerns and issues that are of particular interest to the relevant area of focus for each Council, to assist ICC in increasing participation in the ICC Family of Solutions, and to facilitate engagement of Council members in the discussion and activities of interest to the respective Councils.

3.2.5 Council Rules, Procedures and Objectives

3.2.5.1 Each Membership Council is authorized to establish rules, procedures and objectives reflecting the unique nature of respective Council operations and areas of focus.

3.2.5.2 Council rules, procedures and objectives shall not duplicate, conflict with or supersede the provisions of this policy or any other ICC policy.

3.2.5.3 Council objectives shall support the vision, mission and core values of ICC.

3.2.5.4 Changes to Council rules, procedures and objectives shall require a majority vote of Governing Committee members.

3.2.6 Council Membership:

3.2.6.1 General Member: Anyone with an interest in a Membership Council (or multiple Councils) may join as a General Member. General members will receive communications and updates regarding Membership Council meetings and activities. General Members may attend Membership Council meetings and participate in Council discussions and activities other than voting.

3.2.6.2 Voting Member: Voting on Council activities and nomination of Membership Council Governing Committee Members shall be limited to ICC Members or members in good standing of closely aligned organizations as determined by ICC. Voting Members will receive communications and updates regarding Membership Council meetings and activities. Voting Members may attend Membership Council meetings and participate in Council discussions and activities.

3.2.6.2.1 Voting on Council matters may be conducted in-person or electronically

3.2.6.3 Copyright acknowledgement: Members of the Council, by their participation, acknowledge ICC's copyright of all work product of the Council including ICC publications, and understand that members of the Council accrue no interest or property rights, including rights in copyright, to publications or products produced.

3.2.6.4 Ethical Conduct: Members of the Council should endeavor at all times to conduct themselves in accordance with the ICC Bylaws and Council Policies, including the ICC Code of Ethics.

3.2.7 Governing Committees: Each Membership Council shall include a Governing Committee comprised of a maximum of 13 Voting Members of the Council. The Governing Committee shall have general charge of the affairs of the Council.

3.2.7.1 Additional Voting Members may be appointed to a Governing Committee by the Board in accordance with agreements or Memoranda of Understanding with closely aligned organizations.

3.2.7.2 Selection Process: Each year, a process shall be conducted to fill open seats on the Governing Committees. ICC will issue a call for applicants at least 90 days prior to the Membership Council Annual Meeting. The call for applications shall be open for at least 30 days.

3.2.7.3 Each Council shall develop a process for reviewing applications and identifying nominees and alternates (in succeeding order) if an appointed nominee cannot serve. The Council shall announce its recommendations at least 30 days prior to the membership Council Annual Meeting. Once recommendations are announced, an applicant who was not recommended by the Council may

challenge the recommendations by self-nominating within 10 days of the announcement.

3.2.7.4 After the challenge period has ended, Voting Members will vote to select nominees to fill vacant seats and alternates on the Membership Councils. Voting, which will occur online, will be open for at least 10 days.

3.2.7.5 The results of voting will be announced at the Steering Committee Annual Meeting.

3.2.7.6 Governing Committee Members shall be appointed by the Board in accordance with Section 2.3. The Board shall also select alternates (if nominated by the Council) to serve the remainder of a term if a Governing Committee seat becomes vacant.

3.2.7.7 The term of Governing Committee Members appointed by the Board shall begin on January 1.

3.2.7.8 Each Governing Committee shall annually select a Chair and Vice Chair to serve a one-year term. The Chair may annually appoint a Governing Committee Member as Secretary for a one-year term. A Chair, Vice Chair or Secretary may serve multiple terms, subject to the limitations of Section 2.3 for service as a Governing Committee member.

3.2.7.8.1 The Chair shall conduct meetings, develop agendas, assign tasks, and oversee the operation of established work groups or committees within the Membership Council. The Chair shall represent the Governing Committee as a Member of the Codes and Standards Council.

3.2.7.8.2 The Vice Chair shall assume the role of Chair when needed and support the work groups and committees within the Membership Council. The Vice Chair shall serve as alternate to the Chair on the Codes and Standards Council.

3.2.7.8.3 The Secretary shall assist the Chair and Vice Chair with administrative tasks and documentation of activities as the Council deems appropriate.

3.2.7.8.4 Individuals who have previously served as Chair may be called upon by the Chair or Vice Chair to assist in transition of leadership and transfer of knowledge to ensure continuity and growth of the Council. The status of such individuals shall be subject to the limitations of Section 2.3 for service as a Governing Committee member.

3.2.7.8.5 The Governing Committee may, at its discretion, form

committees as it deems necessary. Committees shall have membership, structure, tenure, and duties as determined by the Governing Committee.

3.2.8 Steering Committee: A Steering Committee, comprised of the Chairs and Vice Chairs of each Governing Committee, shall oversee the Membership Councils to ensure coordination of Council activities and minimize duplication of effort. The Steering Committee shall work in conjunction with the Membership Councils to ensure that the Councils serve the best interests of all ICC Members. The Steering Committee shall serve as the conduit for communication between Membership Councils and the Board.

3.2.8.1 The Chair of a Governing Committee may appoint other Governing Committee members to serve on the Steering Committee in the place of the Chair and/or Vice Chair if it is determined to be in the best interest of the Council.

3.2.8.2 The Steering Committee shall annually elect a Chair and Vice Chair to serve a one-year term. The Chair shall appoint a Steering Committee or Governing Committee Member as Secretary to serve a one-year term. A Chair, Vice Chair or Secretary may serve multiple terms, subject to the limitations of Section 2.3 for service as a Governing Committee member.

3.2.8.3 The Chair shall conduct meetings, develop agendas, assign tasks, and oversee the operation of the Steering Committee. The Chair shall represent the Membership Councils when presenting or addressing matters with the Board.

3.2.8.4 The Vice Chair shall assume the role of Chair when needed.

3.2.8.5 The Secretary shall assist the Chair and Vice Chair with administrative tasks and documentation of activities as the Steering Committee deems appropriate. The Secretary shall prepare the Steering Committee Annual Report for submission to the Board.

3.2.8.6 The Steering Committee may, at its discretion, form committees as it deems necessary. Committees shall have membership, structure, tenure, and duties as determined by the Steering Committee.

3.2.8.7 Voting: Each Council shall have one vote on all matters that are presented to the Steering Committee for action.

3.2.8.7.1 Voting on Steering Committee matters may be conducted in-person or electronically.

3.2.9 Non-Participation: If a member of the Governing Committee or Steering Committee fails to attend fifty percent of scheduled Council meetings or

three meetings in a one-year period, they shall automatically forfeit their position as a Member of the respective Committee. Extenuating circumstances may be considered at the discretion of the Chair prior to removal. The Chair may initiate a vote of the Governing body to determine whether the Member in question may finish their term.

3.2.10 Loss of Status: If a member of the Governing Committee or Steering Committee loses status as a Voting Member, as defined in Section 3.2.6.2, for a period exceeding 180 days, they shall automatically forfeit their position as a Member of the Committee. Extenuating circumstances may be considered at the discretion of the Chair prior to removal. The Chair may initiate a vote of the respective Committee to determine whether the Member in question may finish their term. Forfeiture of a position as a Member of a Governing Committee or Steering Committee is not a disqualifying factor for future membership.

3.2.11 Vacancies

3.2.11.1 If a Governing Committee seat becomes vacant between appointment cycles, the seat will be filled by the first alternate selected by the Board . If there are no available alternates, the seat will remain vacant until the next annual appointment cycle.

3.2.11.1.1 Vacant Governing Committee seats assigned through agreements or Memoranda of Understanding without established alternates may be appointed by the Board prior to the next appointment cycle upon presentation of a qualified individual.

3.2.11.2 If a Steering Committee seat becomes vacant between appointment cycles, the Chair of the Governing Committee where the vacancy originated shall appoint another governing Committee member to fill the remainder of the term.

3.2.12 Meetings

3.2.12.1 The Steering Committee shall conduct an Annual Meeting in Conjunction with the Annual Conference. The Steering Committee Annual Meeting will precede the Membership Council Annual Meetings. At the Annual Meeting, the Steering Committee will present a summary of its Annual Report and will announce nominees and alternates for open seats on the Governing Committees that will be presented to the Board for appointment. A quorum for the conduct of business at the Annual Meeting shall be a majority of Steering Committee Members.

3.2.12.2 Each Membership Council shall conduct an Annual Meeting in conjunction with the ICC Annual Conference. A quorum for the conduct of business at the Annual Meeting shall be no fewer than 10 Voting members.

3.2.12.3 Additional meetings of the Councils or Steering Committee

may be called by the respective Governing Committee or Steering Committee Chairs as is necessary to conduct business, or as requested in writing by six or more Voting members of the respective group. The minimum number of meetings pet year shall be four (4).

3.2.12.3.1 Meetings may be conducted by conference call or other electronic means, provided that proper notice is given, and all participants are able to communicate concurrently with all other participants.

3.2.12.3.2 A quorum for the conduct of business at meetings other than the Annual Meeting shall be a majority of Governing Committee or Steering Committee members.

3.2.12.4 Meetings of the Councils and Steering Committee shall be open to all Associate Participants, Voting Members, ICC staff and invited guests of the Council or Steering Committee. Notification of all meetings shall be provided to General Members, Voting Members and Governing Committee members. Meeting announcements shall be posted online.

3.2.12.4.1 A Governing Committee or Steering Committee Chair may call a meeting of Committee Members only for discussion of sensitive issues. A majority of Committee members must consent in order for such a meeting to be conducted.

3.2.12.5 Except as otherwise provided in the ICC Bylaws or Council Policies, Robert's Rules of Order shall govern the transaction of business at all meetings.

3.2.13 Reporting: A report from the Steering Committee shall be submitted annually to the Board. The report shall provide a summary of the activities, accomplishments, and engagement of the Membership Councils in support of the ICC mission. The report shall include areas of focus, initiatives, goals and areas of improvement planned for the next year.

3.2.14 External Communications: Membership Councils shall inform ICC Communications and Marketing Departments when engaging in external communications to promote consistency and to avoid duplication of work.

3.2.15 Assessment of Council Performance: Membership Council performance shall be periodically assessed by the Board according to the following metrics:

3.2.15.1 Recruitment of new members and engagement of current

members

3.2.15.2 Promotion and advancement of Council to increase relevance to the entire ICC Membership

3.2.15.3 Track and report participation in Council meetings and conference calls

3.2.15.4 Coordination and collaboration with other Councils through joint meetings, initiatives and communications

3.2.15.5 Execution of unique activities identified by the Board as a performance metric for individual Councils

3.2.16 Funding: ICC shall fund the cost for two in-person meetings of the Governing Committees and Steering Committee per year, with their annual meeting counting as one.

3.2.16.1 ICC will provide reimbursement for all reasonable travel expenses in accordance with CP-4 – Members & Volunteer Travel Reimbursement when members of the Governing Committee or Steering Committee incur such expenses while attending and traveling to and from scheduled meetings, provided the travel has been preauthorized by the ICC CEO.

3.2.17 ICC Support: ICC shall provide support as necessary as directed by the CEO to operate efficiently and effectively.

3.2.17.1 ICC shall provide staff support to each Council and the Steering Committee.

3.2.17.2 The Board shall appoint a liaison to each Membership Council and to the Steering Committee.

3.2.17.2.1 Membership Council Board liaisons shall provide guidance to the respective Councils, advising them on Board policy and initiatives that relate to their activities. They shall inform the Steering Committee of issues or requests that may require feedback from the Board.

3.2.17.2.2 The Steering Committee Board liaison shall provide guidance to the Committee, advising them on Board policy or directives that impact the operation of the Membership Councils. The Steering Committee Board liaison shall report issues or requests that may require feedback or direction from the Board.