



# CHARTER

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## Sec. 1 Name

The name of this Council shall be the Global Membership Council ("Council").

## Sec. 2 Authority

2.1 The Council is established pursuant to Sec. 11.1 of the ICC Bylaws and Sec 3.2 of CP 9.

2.2 The Council shall comply with applicable Bylaws, Council Policies, and procedures. The Council shall function as an advisory and collaborative entity; it shall not represent itself as the ICC and shall not incur financial obligations on its behalf without authorization from the ICC Board of Directors.

## Sec. 3 Purpose

The purpose of the Council shall be to advocate for concerns and issues that are of particular interest to the global building and construction community, to assist ICC in increasing the participation of such individuals in the ICC, and to advise ICC on programs and policies, legislative matters, code adoption issues and such other matters as the Council deems appropriate.

## Sec. 4 Objectives

The Council shall engage in the following activities that promote and encourage the interests of its members:

4.1 Identify and recommend to the Board of Directors, growth opportunities available from various governments, institutions, assemblies, authorities and grant programs for the purpose of securing funds for the global advancement of building safety with focus on education, promotion of professional interests, and other relevant professional development opportunities of individuals charged with the responsibilities thereto.

4.2 Recommend to the Board of Directors, educational and training programs that could be globally offered by ICC through its various training, education, and certification programs.

4.3 Provide to the Board of Directors, assessments, and evaluations of professional development programs offered by ICC in the form of reports, surveys or other means of communication as deemed appropriate by the Council.

4.4 Conduct meetings of the Council and record the actions, activities and other affairs of its membership for reporting to the Board of Directors, subject to the limitation contained in Section 2 of this Charter.

4.5 Work in conjunction with other membership Councils established by the Board of Directors as necessary to insure that efforts to enhance the interests of the entirety of the ICC membership are fostered by collaboration and cooperation.

4.6 Identify and recommend to the Board of Directors, global opportunities for adoption of the International Codes. Identify and recommend necessary changes, translations or updates in the International Codes to accommodate unique cultural conditions.

4.7 Identify global members' needs, and prioritize and recommend cost effective solutions that could be provided or supported by the ICC.

4.8 Raise the profile of the Global Member through a series of member awareness initiatives.

4.9 Perform any other duties, activities, or programs which may be authorized by the Board of Directors, from time to time.



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## Sec. 5 Membership

5.1 Membership in the Council is open to any individual who is a member of ICC, an ICC Governmental Member Voting Representative, employed by a jurisdictional or corporate member of ICC, or a member in good standing of a closely aligned organization as determined by ICC.

5.2 Each member of the Council shall have one vote in the affairs of the Council.

5.3 Eligibility of membership shall be determined by the Governing Committee of the Council.

5.4 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.

5.5 Members of the Council should endeavor at all times to conduct themselves in accordance with the ICC Statement of Ethical Conduct.

## Sec. 6 Governing Committee

6.1 The Council shall be governed by a twelve member Governing Committee, nominated by members of the Council, and appointed by the Board of Directors. The council may nominate one alternate to the Governing Committee who shall act as a voting member in the event that a Committee member is unable to attend a meeting. The Council shall develop a process for identifying nominees. A member of the Governing Committee may serve a maximum of two 3-year terms.

6.2 The officers of the Governing Committee shall be a Chair, Vice Chair, and Secretary. Initial Officers shall be appointed by the Board of Directors for one year and thereafter shall be elected by members of the Governing Committee during their meeting at the ICC Annual Conference to serve one-year terms. In the event there are insufficient numbers of the Governing Committee present at the Annual Conference meeting to form a quorum, the following procedure will be followed:



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6.2.1 The staff liaison will circulate an email request to the Governing Committee calling for nominations for each position separately.

6.2.2 For each position, the nomination call will be open for nominations for a period of 72 hours.

6.2.3 Each nomination is to receive a Second within the 72-hour call for nominations period.

6.2.4 At the close of the 72-hour period, the staff liaison will submit the nomination(s) to the Governing Committee to enter a vote.

- The staff liaison is to ensure the voting call is circulated as a “bcc” email to the Governing Committee so the vote indication is only directed back to the staff liaison.

6.2.5 For each Vote, the voting will be open for a period of 48 hours.

6.2.6 The staff liaison will cause for a reminder to be issued 24 hours prior to the close of the voting window.

6.2.7 At the close of voting, the position will be declared.

6.2.8 This process will be repeated, separately, for each position.

6.3 The Governing Committee shall have general charge of the affairs of the Council.

6.4 The Governing Committee may, at its discretion, from time to time form such committees as it deems necessary. Such committees shall have membership, structure, tenure, power and duties as may be determined by the Governing Committee.

6.5 The Secretary (with support from ICC staff) shall publish and distribute bulletins, newsletters, etc., containing items of professional interest and value, recording significant developments in the affairs of the Council and its members.



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6.6 In accordance with CP-9, the Governing Committee shall submit an annual report of the Council's accomplishments and recommendations to the Board of Directors. The report shall be submitted in conjunction with the ICC Annual Conference unless otherwise requested by the ICC Board of Directors.

6.7 The Governing Committee shall periodically review the Purpose (Section 3) and Objectives (Section 4) of this Charter to ensure the Council's continued relevance and productivity. Proposed amendments shall be subject to the provisions of Section 8 of this Charter.

6.8 The Chair of the Governing Committee shall serve as a member of the Codes and Standards Council. The Vice Chair of the Governing Committee shall serve as an alternate for the Chair. Appointments to the Codes and Standards Council shall be made by the Board of Directors.

6.9 Vacant positions may be filled by the Governing Committee following the procedures outlined in the sections below or left vacant until the next Annual Meeting of the Global Membership Council. A call for applicants shall be issued allowing 30 days for submission. The Governing Committee will review the applications and select the successful applicant by ballot. All applicants will be notified of the results prior to the announcement to the full Council Membership.

6.10 A member who ceases to meet the requirements for membership in the Council as set forth in Section 5.1 for a period exceeding 180 days shall automatically forfeit his or her position as a member of the Governing Committee.

## **Sec. 7 Meetings**

7.1 There shall be an Annual Meeting of the Council, held in conjunction with the ICC Annual Conference, for the nomination of Governing Committee members and for such other business as may be necessary.

7.2 Special meetings of the Council may be called by a two-thirds majority vote of the Governing Committee, with 90 days' notice to all members of the Council. Such meetings may be conducted by conference call or other electronic means. Votes may be cast electronically.



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7.3 A quorum for the conduct of business at either an Annual Meeting or a Special Meeting of the Council shall consist of not fewer than 15 members who have been members of the Council for a period of at least 90 days prior to the meeting.

7.4 Meetings of the Governing Committee shall be called by the Chair as is necessary for the proper conduct of business, or as requested in writing by six or more members. The notice of all meetings of the Governing Committee shall be sent to all members of the Governing Committee not less than 30 days prior to the meeting. Because time zones do not afford convenience for all governing members at the same time, conference call or Internet meetings may be split into two meetings with the same agenda. In these cases, the Chair, Vice Chair and Staff Liaison will attend both meetings and minutes kept. Decisions, in these cases, will be based on consensus from all members.

7.5 Meetings of the Governing Committee may be conducted by conference call or other electronic means, provided that (a) proper notice, as set forth in this Charter, is given, and (b) except for the provisions in item 7.4, all participants are able to communicate with all of the other participants concurrently. Votes on matters properly before the Governing Committee may be cast via email.

7.6 A quorum of the Governing Committee shall be six members and shall include either the Chair or the Vice Chair, except for the provisions in item 7.4.

7.7 Meetings of the Council and Governing Committee shall be open to ICC Members and to Governmental Member Voting Representatives. Notification of all meetings shall be provided to Council members and Governing Committee members, and meeting announcements shall be posted on the ICC website.

7.8 Except as otherwise provided in this Charter, the ICC Bylaws, Council Policies, or Robert's Rules of Order shall govern the transaction of business at all Council and Governing Committee meetings.



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## **Sec. 8 Amendments to the Charter**

This Charter may be amended by the Board of Directors. Amendments may be proposed in writing by a majority of the Governing Committee or by 25 percent of the members of the Council.

## **Sec. 9 Funding and Support**

9.1 The ICC shall provide funding for the activities of the Council, as financial conditions allow. At a minimum the ICC shall fund the cost for two in-person meetings of the Governing Committee per year, including their annual meeting.

9.2 ICC will provide reimbursement for all reasonable travel expenses in accordance with the ICC policies when members incur such expenses while attending and traveling to and from scheduled meetings, provide the travel has been preauthorized by the ICC.

9.3 ICC shall provide staff support to the Governing Committee, including:

- Keeping a register of the membership
- Supporting the work of the Council
- Recording the proceedings of all meetings and distribute summary minutes
- Conducting such correspondence and issue such notices as may be required or requested by the Chair

## **Sec. 10 Mentors**

Global Members will be offered mentorship to help guide them in their participation with ICC. Mentors will be selected by the Governing Committee and based on significant experience and cultural diversity.



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