

**BY-LAWS OF
BUILDING INSPECTORS ASSOCIATION
NORTHEASTERN WISCONSIN, INC.**

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ARTICLE 1

Identification

Section 1.01. Name. The Corporation's name is *Building Inspectors Association Northeastern Wisconsin, Inc.*

Section 1.02. Principal and Business Offices. The Corporation may have such principal and other business offices, either within or outside the State of Wisconsin, as the Board of Directors may designate or as the Corporation's business may require from time to time.

Section 1.03. Registered Agent and Office. The Corporation's registered agent may be changed from time to time by or under the authority of the Board of Directors. The address of the Corporation's registered office may be changed from time to time by or under the authority of the Board of Directors, or by the registered agent. The business office of the Corporation's registered agent shall be identical to the registered office. The Corporation's registered office may be, but need not be, identical with the Corporation's principal office in the State of Wisconsin.

Section 1.04. Place of Keeping Corporate Records. The records and documents required by law to be kept by the Corporation permanently shall be kept at the Corporation's principal office.

ARTICLE 2

Purpose

Section 2.01. Corporate Purposes. The purposes of the Corporation shall be to promote proper utilization of the Wisconsin Building Code and include the following:

1. To promote higher professional and ethical standards to the field of building inspection.
2. To establish and maintain a good working relationship with the building industry.
3. To promote the administration and interpretation of the Wisconsin Uniform Dwelling Code.
4. To periodically review new materials, methods of construction, devices and equipment proposed for adoption into the Uniform Dwelling Code.
5. To hold periodic educational and informational meetings.

ARTICLE 3

Members

Section 3.01. Classes of Members. The members of the Corporation shall be divided into three classes as follows: Active members, Associate Members, and Honorary Members.

Section 3.02. Active Membership. An Active Member shall be a duly authorized building inspector or building official so designated by the government unit he or she so serves, having paid into the Corporation the annual membership dues as prescribed under Article 8 of the Corporation By-Laws.

Section 3.03. Associate Membership. Associate Member shall include, inspectors when employed by a municipality, third party inspectors, manufacturers, wholesalers, retailers, or anyone not an inspector who desires input and could be an asset to our Corporation, having paid into the Corporation the annual membership dues as prescribed under Article 8 of the Corporation By-Laws.

Department of Commerce inspectors, other than one designated Active Member as permitted by Section 3.02, may request Associate Member status to assure receipt of the Corporation mailings, including minutes, notices, etc.

Section 3.04. Honorary Membership. An Honorary Member shall be a former member of the Corporation or predecessor Association who shall have a minimum of ten years of service as a building inspector, who having paid into the Corporation the annual membership dues as prescribed under Article 8 of the Corporation By-Laws. Members shall automatically receive honorary membership status upon his or her retirement from service. Honorary Members are no longer working as inspectors.

Section 3.05. Voting. Each Honorary Member, as well as one (1) Active Member and/or one (1) Associate Member of a municipality at a regularly scheduled meeting of the Corporation shall be entitled to cast one (1) vote each on all issues coming before the Corporation's meeting and in election of officers at the annual meeting, with a maximum of two (2) votes per municipality.

ARTICLE 4

Directors and Officers

Section 4.01. Officers. The Officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and three Directors who will be known as Trustees. These officers shall constitute the Executive Committee. All offices shall be filled by the members authorized to vote and present at the time of the Association's annual meeting.

Section 4.02. Terms of Office. The terms of the President and Vice President shall be for one year. No such officer shall serve in his or her elected office for more than two consecutive terms, except that a person appointed to fill an unexpired term may subsequently be elected to two full terms in such office. Such limitation of terms shall not apply to the offices of Secretary, or Treasurer or Trustees who may serve consecutively at the will of the membership. There shall be three Trustees who shall be past elected officers of the Corporation or its predecessor. The terms for the Trustees shall initially be one Trustee for one year, one Trustee for two years, and one Trustee for three years. Thereafter one new Trustee shall be elected for one three year term each year.

Section 4.03. Nominations and Elections. A nomination for each elective office and for each salaried position as set forth in Section 4.07 shall be made by a nominating committee to be appointed by the President, and nominations may be made from the floor at the business session of the annual meeting. The elections shall follow the completion of the nominations at the annual meeting.

Section 4.04. Duties. The officers of the Corporation shall exercise those functions normally assigned to such officers. The President, and in his or her absence the Vice President, shall preside at meetings of the Executive Committee. He or she shall be authorized to appoint special committees with the approval of a majority of the other officers. He or she may call meetings of the Executive Committee.

Section 4.05. Vacancies. Vacancy of any office shall be filled by the Executive Committee.

Section 4.06. Surety bond. A surety bond in the minimum amount of the Association's cash assets shall be furnished by the Association for the office of Treasurer.

Section 4.07. Salaries. The Secretary, Treasurer, Registration Coordinator, and Website Coordinator shall receive salaries as set forth in this section payable at the end of their term.

The Secretary shall receive an annual fee of \$599.00 for his or her services to the Association.

The Treasurer shall receive an annual fee of \$599.00 for his or her services to the Association.

The Registration Coordinator shall receive an annual fee of \$599.00 for his or her service to the Association.

The Website Coordinator shall receive an annual fee of \$599.00 for his or her service to the Association.

ARTICLE 5

Committees

Section 5.01. All committees shall be appointed by the President to serve until the next annual election, and each committee shall have a Chairman appointed by the President. **With the exception of the Executive Committee which must be filled by members authorized to vote, any other committee may consist of Active, Associate, or Honorary Members.**

Section 5.02. The committees and their duties shall be as herein designated, but not limited to the following:

1. Executive Committee (All officers and Trustees).
 - a. Direct the Association as needed and as outlined within the By-Laws.
 - b. Perform tasks as requested by the President.
2. Publicity and Historian Committee (Two Members).
 - a. Keep records of news media.
 - b. Promote advancement of the Association.
 - c. Arrange news releases.
3. Code Coordinating Committee (Three Members).
 - a. Keep informed on Federal, State, and Local changes affecting our group.
 - b. Function as liaison with State agencies evaluating and recommending changes to update codes.
 - c. Present status reports to the Association.
 - d. Work with other code enforcement departments affecting our group.
4. Information and Schooling Committee (Two Members).
 - a. Assemble information on State Convention.

- b. Arrange for guest speakers at Association meeting, seminars and training sessions.
 - c. Arrange Association meeting places with Executive Committee.
 - d. Welcome new members and guests.
5. By-Laws Committee (Two Members).
- a. Study By-Laws and recommend changes where needed.
 - b. Make changes as directed by the Association.
6. Auditing Committee (The Three Trustees and the Secretary).
- a. Examine the books and records of the Treasurer.
 - b. Report once a year, within one month after the expiration of each term of the Treasurer.
7. Sunshine and Hospitality Committee (Two Members).
- a. Send condolence cards to members who have deaths in their families; and also to members with extended illness; as directed by the membership.
 - b. To assist Treasurer in organization of Environmental study, Annual meeting and other meetings so designated by the Association.
 - c. Organize the recognition of the president and retired active/associate members at the annual meeting.
8. Nominating Committee (Two Members).
- a. Provide slate of officers for the upcoming year as noted in Article 4 for election at the annual meeting.
 - b. Provide nominations for Inspector of the year for the Corporation with prior approval of the executive committee to be announced at the Annual Meeting. Basic requirements for Building Inspector of the Year:
 - 1. Must be ACTIVE MEMBER, as defined in ARTICLE 3.

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2. Regular attendance of monthly meetings.
3. Has never received the award before.
4. Should be either past or current officer as defined in ARTICLE 4.
5. Preference shall be given to Past Presidents.

c. Provide list of Committee Members to the President prior to the Annual meeting for his appointing.

9. Registration Coordinator (One Member, and a non-paid alternate).

- a. Attends planning meetings related to scheduling the annual code updates.
- b. Schedules and coordinates registration for spring code update seminars.
- c. Presents a report to the membership at the second regularly scheduled meeting after the date.
- d. Note that this term of office is elected at the Annual meeting, but serves from the first subsequent planning meeting until completion of the following annual code updates. The newly elected individual will serve as a back-up alternate to the registration coordinator planning the current session.

10. Website Coordinator (One Member).

- a. Maintain and update the website on a monthly basis or as needed.

Section 5.03. Sergeant at Arms. The Sergeant at Arms shall:

1. Maintain order during meetings.
2. Be responsible for the organizational plaque.

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ARTICLE 6

Meetings

Section 6.01. Annual Meeting. The annual meeting of the Corporation shall be held in December and at such place as the officers of the Corporation shall determine.

Section 6.02. General Meeting. General meetings shall be held monthly or at intervals as determined by the Executive Committee with prior notice of at least seven (7) days to the membership.

Section 6.03. Procedure at Meetings. Unless otherwise provided for, Roberts Rules of Order shall govern all meetings of the Corporation.

Section 6.04. Quorum. Ten percent (10%) of the voting members of the association shall be present to constitute a quorum; no business can be transacted if less than 10% of the voting members of the association are present.

ARTICLE 7

Amendments

Section 7.01. Amendment Procedure. Amendments to the By-Laws must be passed by a two-third (2/3) vote by the Board of Directors, and then be approved by a majority of the members present at one regular or special membership meeting or such other procedure approved by a majority of all members.

ARTICLE 8

Dues

Section 8.01. Annual Dues. Annual dues shall be as follows:

1. \$50.00 per year per municipality (1 inspector)
2. \$50.00 per year for Associate Members
3. \$0.00 per year for Honorary Members.
NOTE: Application form for membership shall still be completed and submitted annually.
4. Dues for members joining the Association after the first quarter will be assessed on a prorated quarterly basis.

ARTICLE 9

Dissolution

Section 9.01. Dissolving of the Corporation and Distribution of Assets. The Corporation may dissolve and wind up the affairs in the following manner. The Board of Directors shall adopt a resolution recommending that the Corporation be dissolved and the directing of the question of such dissolution be submitted to a vote at the next regularly scheduled membership meeting or at a special membership meeting after written notification to all current members. Upon the adoption of such resolution by the majority of members of the Corporation, the Corporation shall cease to conduct its affairs except so far as is necessary for the winding up thereof and shall immediately cause a notice of the proposed dissolution to be mailed to the current membership and proceed to pay its bills and give notice to all creditors who are known but from whom no bills have been received. The assets of the Corporation on dissolution shall be applied and distributed as follows:

- A. All liabilities and obligations of the Corporation shall be paid, satisfied and discharged or adequate provision made therefore.
- B. Assets held by the Corporation upon condition requiring return, transfer and conveyance which condition occurs by reason of a dissolution shall be returned, transferred or conveyed in accordance with such requirements.
- C. Other assets, if any, shall be distributed as to any governmental or non-profit organization as determined by the Board of Directors and approved by the members at the time of the adoption of the dissolution resolution.

ARTICLE 10

Income

Section 10.01. Income. No part of the income of the Corporation shall become distributable to its members directly or its officers except that the Corporation may pay compensation in reasonable amounts to members, directors, or officers for services rendered.

