

### **Code of Ethics**

I shall place public safety and the health and welfare of the community I serve above all other interests.

I shall place public interest above individual, group or special interests and shall consider my profession as an opportunity to serve society.

I shall maintain the highest standards of integrity.

I shall treat all persons courteously, equally, and fairly.

I shall conduct myself at all times in such a manner as to create respect for myself, the jurisdiction I represent, MBOIA and **BOCAICC**.

I shall refrain from the use of my position to secure advantage or favor for myself, my family or my friends.

I shall refrain from representing any private interests in any business or technical affairs of the organization.

I shall refrain from using unfair means to secure an advantage in the organization or to knowingly injure any individual, company or association to gain such advantage.

I shall not accept, nor offer, any gift, favor or service that might tend to influence me in the discharge of my duties.

### **BYLAWS**

#### **TABLE OF CONTENTS**

ARTICLE 1:	Association Name
ARTICLE 2:	Purpose of Association
ARTICLE 3:	Memberships
ARTICLE 4:	Dues
ARTICLE 5:	Ethical Standards
ARTICLE 6:	Funds
ARTICLE 7:	Association Publications

ARTICLE 8:  
Education and Certification  
ARTICLE 9:  
Association Officials  
ARTICLE 10:  
Elections  
ARTICLE 11:  
Association Meetings  
ARTICLE 12:  
Bylaw Amendments  
Dates of Bylaws amendments  
June 14, 1972  
September 18, 1981  
September 14, 1989  
September 16, 1993  
March 19, 1998  
June 18, 1998  
March 19, 2000  
May 25,2005

**ARTICLE 1**  
**Association Name**

This Association shall be known as the Maine Building Officials and Inspectors Association, Inc. The Association title and logo are registered with the State. No part of the Association's name or logo may be reproduced or used in any form or by any means by any Association member, company, Association, corporation, individual, or party for other than Association use without written authorization from MBOIA. Parties wishing to use the Association name and/or logo must apply in writing to the Directors and Officers of the Association, specifying the proposed use. The Directors and Officers will review the request for compliance with the following criteria and vote on the request at a regularly scheduled meeting per procedures detailed in Article 11.

1. The applicant is an active member of MBOIA and has been so for at least two years.
2. The applicant is of good moral and professional character.
3. The applicant's proposed use of the Association name/logo will not pose a detriment to the Association or its purpose.
4. The applicant's proposed use of the Association name/logo is consistent with the MBOIA Code of Ethics.

Approval of an applicant's request is solely permission for the application to display or demonstrate his/her membership in the Association in the context specified. It in no way authorizes the applicant to act on the Association's behalf, or implies Association involvement with the applicant's activities outside the Association. Authorization for use of the Association name and/or logo may be revoked by the Directors and Officers at any time per procedures detailed in Article 16 for just cause, including but not limited to failure to continue to comply with the approval criteria.

**ARTICLE 2**  
**Purpose of Association**

The purpose of the Association is to foster professionalism in the codes enforcement community, to provide educational opportunities for its members, to represent the Association's best interests in matters affecting us, to collect and disseminate information of interest to the Association, to provide networking opportunities for and promote good fellowship among its members, and to promote the safety, health, and welfare of the communities it's members serve.

**ARTICLE 3**  
**Memberships**  
**Types of Membership**

Membership in the Association is specific to the member approved and is not transferable. There are three types of membership:

**Active Membership:** Codes Officials employed by a Maine governmental agency (State, county, or municipal) and Retired Member in good standing are eligible for active membership. Active members shall have voting privileges.

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**Subscribing Membership:** Persons from other professions such as architects, planners, engineers, building materials representatives, contractors, and similar fields may apply to be a subscribing member. A subscribing member shall not have voting privileges except the Subscribing Member currently serving on the Board of Directors

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**Honorary Membership:** A person meriting the gratitude of the Association may become an honorary member. An honorary member shall not have voting privileges. Honorary memberships need only be approved by the Officers and Directors, as opposed to the general membership.

**Application for Membership:** Applicants shall complete an application form supplied by the Association and submit it to the Officers and Board of Directors. The Officers and Board of Directors shall serve as the membership committee unless a separate membership committee has been appointed. The membership committee shall satisfy itself that the applicant meets the requirements for membership and is of good moral and ethical character. It shall be the duty of the membership committee to protect the Association against undesirable membership.

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Approval of applications must receive at least a two-thirds majority vote of the membership committee present and voting. Applicants denied membership shall be notified in writing, said notice specifying the reason(s) the application was denied.

**Suspensions:** A member who is delinquent in payment of dues for a period of 12 years shall be suspended, meaning they lose their voting privilege. The Secretary shall notify such member and, if full payment of the delinquent amount is not made within ninety days after such notice, the person's membership shall be terminated. Members may be suspended or terminated for ethical reasons per Article 5. It shall be the duty of the Secretary to notify the Officers and Directors of members whose voting privileges have been revoked and/or whose memberships have been terminated.

**Reinstatements:** A former member whose membership in this Association has been severed for nonpayment of dues may reapply for membership in the regular form at any time subject to all dues in arrears at the time of termination accompanying the application, in addition to the normal fees (initiation fee and one year's dues). A former member whose membership has been terminated for an ethics violation may reapply per the terms of Article 5 (e.g. length of suspension). Any reapplication for membership shall be handled as would a new application.

**Initiation Fee:** The initiation fee for membership shall be \$10 payable with the membership application.

#### ARTICLE 4

##### Dues

**Active Membership:** The dues shall be \$35 per year for active members currently employed greater than 24 hours per week, \$25 per year for members currently employed 24 hours or less per week payable on or before the annual meeting.

**Subscribing Membership:** The dues shall be \$45 per year, payable on or before the annual meeting.

**Honorary Membership:** There shall be no dues for honorary membership.

Dues for new members must be paid with the membership application. If an applicant is denied membership, the dues and initiation fee that accompanied the application will be returned to the applicant. Members' dues are non-refundable.

#### ARTICLE 5

##### Ethical Standards

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Members shall conduct themselves in accordance with the Association Code of Ethics on the inside of the front cover of these bylaws. Failure to do so is grounds for suspension or termination of membership, after fair hearing. Alleged violation(s) of the Code of Ethics must be made in writing to the Officers and Directors, who shall bring the matter before the general membership. Suspension or removal from membership requires a three-quarters majority of the voting members present, with at least twenty voting members present. The member being considered for removal shall have the opportunity to address the membership and participate in the deliberations, but shall not have a vote. The voting members shall specify the length of time of the suspension or termination. The Secretary of the Association shall notify any affected member of their suspension or termination in writing, specifying the reason(s) for the Association's actions.

#### **ARTICLE 6**

##### **Funds**

All receipts of the Association shall be kept in accounts in the name of the Association and shall be known as the General Fund. Said funds shall be raised and maintained in the manner specified in these by-laws. All receipts from dues, social events, educational seminars, entertainment, committees, and all other receipts of the Association shall be received and deposited into the General Fund. The General Fund of this Association shall be used to pay all necessary expenses for the general maintenance of the Association. All moneys belonging to the General Fund shall be deposited in the bank(s) designated by the Treasurer of the Association, such bank(s) to be approved by the Officers and Directors. The financial records of the Association shall be reviewed yearly by person(s) acceptable to the Officers and Directors.

Officers, Directors and members of special committees may be reimbursed for transportation and other appropriate expenses incurred while serving the Association with the approval of the Officers and Directors.

Upon the dissolution or termination of this Association, no officer, director, or member shall receive any profit from or share in any of the property of the Association. All property, assets, or surplus of the Association shall be delivered to an existing Association or corporation organized for purposes as nearly similar to this Association's as possible, and containing in its charter provisions with the same effects as the provisions of Article 2 of these bylaws.

In the case of all the assets of this Association being expended or distributed in accordance with its purposes, then the existence of the Association may be terminated by two-thirds majority vote of the general membership present at the meeting. In such an event, all Association officials and committee members shall be relieved of all further responsibility hereunder."

#### **ARTICLE 7**

##### **Association Publications**

The Association may publish any publication which will be of benefit to the Association.

## ARTICLE 8

### Education and Certification

The Officers and Board of Directors shall appoint the members of the Education and Certification Committee. The Committee shall be responsible for offering training and certification opportunities to the membership and others that may choose to participate. The Officers and Directors shall review all certifications achieved and approve the same prior to awarding them to the individual.

## ARTICLE 9

### Association Officials

**Officers:** The Officers of this Association shall consist of a President, Vice President, Secretary, and Treasurer.

The President and Vice President shall be elected for two year terms. The Secretary and Treasurer shall be elected for three year terms. All Officers must be active members.

The immediate past President shall serve as an ex officio officer, without voting privileges.

**Directors:** There shall be a 9 member Board of Directors. All Directors must be active members except one may be a Subscribing member with the full powers and duties of an Active member. One of the Directors shall be a codes official serving a municipality or municipalities located in Washington or Hancock County. One shall be a codes official serving a municipality or municipalities located in Aroostook, Penobscot, Piscataquis or Somerset County. If there are no candidates for these two positions, the vacancies may be filled from the eligible general membership ~~they shall be left open. The other seven (7) director seats can be filled with candidates serving municipalities in any county, including those specified above. One (1) Director may be a Subscribing member with the full power and duties of an Active member.~~ Directors shall be elected to 3 year staggered terms.

All Officers and Directors must be elected by the general membership, although the Officers and Directors may appoint persons to fill vacancies on a temporary basis until an election can be held.

**Vacancies:** If any officer or member of the Board of Directors absents themselves from 3 consecutive meetings without proper and sufficient reason, determination of which shall lie entirely with the Officers and Directors, their place shall be declared vacant and shall be filled by a person selected by the Officers and Directors until the next election, at which the position shall be filled per the normal election procedure. The same process shall be used in the event a director steps down from the position voluntarily.

**Duties of Officers and Directors**

**President:** It shall be the duty of the President to preside at all meetings of the Association; to enforce due observance of the by-laws, rules and regulations of the Association; to require all Officers to properly perform their respective duties; to appoint all committees not otherwise provided for; to place matters before the Association for its consideration; and to call special meetings at any time, if in their discretion, they deem it in the best interest of the Association.

The President shall perform other such duties as usually pertain to the office of President in like Associations. They shall be an ex-officio ~~a~~ member of all committees and shall have a vote therein.

**Vice President:** The Vice President shall assist the President in the performance of their duties and in the absence of the President shall preside. In the event of a vacancy in the office of the President, the Vice President shall succeed to such office until the next regular meeting or until the election herein provided for shall be held and a new President installed.

**Secretary:** The Secretary shall keep correct and accurate minutes of all transactions of the Association, keep a roll of the members with their addresses and dates of admission, notify all committees of meetings (unless this task is performed by the committee chairperson), and perform such other duties as may be required by the office of the Secretary. They shall make an annual report of their duties in the annual meeting of the Association. Their books shall at all time be open to inspection by any appropriate party per applicable laws. At the expiration of their term, they shall deliver to their successor all books, papers, records and other property of the Association in their possession.

**Treasurer:** The Treasurer shall have custody of all funds of the Association. They shall receive all moneys, keep a true account of all moneys received and disbursed, and pay all bills approved by the President and/or Officers and Directors. They shall annually render a full and detailed statement of the financial condition of the Association as well as moneys received and expended. Their books shall at all times be open to inspection by any appropriate party per applicable laws. At the end of the termination of their office, they shall render an account as of such date and deliver to their successor all moneys, books, papers and other property of the Association in their possession.

**Officers and Board of Directors:** The Officers and Board of Directors shall have general charge of all affairs of the Association, and during the time intervening between the adjournment of one annual meeting and the opening of the next shall have entire control of the affairs of the Association. They shall at such times authorize and direct the contracting of all debts and provide means for their payment. No contract, debt, other obligation or agreement shall be entered into on behalf of the Association unless authorized by the Officers and Directors, excepting in such cases as are otherwise provided for in these bylaws. They shall have the power to instruct the President to call special meetings of the Association or Board; and perform all other duties required of it by these bylaws.

**Immediate Past President:** The Immediate Past President shall be able to attend all Officers and Directors meetings. They shall act as advisor to the Officers and Directors but hold no voting privilege.

#### **ARTICLE 10 Elections**

All Officers and Directors shall be elected by the active membership at the annual meeting. The order of election shall begin with the highest open office and proceed downward; the President first naming the ballot clerk(s). Election shall require a plurality of the votes properly cast. No member shall vote by proxy or absentee ballot. Votes shall be cast via written ballots unless the membership votes to do otherwise.

#### **ARTICLE 11 Association Meetings**

The Association shall meet in September of each year at such time and place as the Officers and Directors may specify to hold the Annual Meeting. Notice of the time, date, and place of the meeting shall be sent to the Association members at least 10 days prior to the meeting. The Association may meet at other times as deemed appropriate by the Officers and Directors.

Nothing herein shall prohibit the Officers and Directors in case of unforeseen circumstances from changing the time, place and date of a meeting.

All items voted upon by the general membership shall be passed by a simple majority vote of the voting members present, unless otherwise provided for in the by-laws.

**Order of Business:** The Order of business shall be as follows:

1. Call to order
2. Calling of the roll of Officers; determination of a quorum
3. Reading of the minutes of the previous meeting
4. Communications and bills
5. Report of Officers and Treasurers report
6. Report of Committees
7. Elections (if required)
8. Unfinished business
9. New business
10. The good and welfare of the Association
11. Adjournment

**Officers and Directors Meetings:** The Officers and Board of Directors shall meet when necessary for the proper transaction of the business of the Association. The time and place of each meeting shall be decided by the President. Each member of the Officers and Board of Directors shall have at least 5 days notice of the meeting.

**Quorum:** A combination of ~~7~~<sup>5</sup> Officers and/or Directors shall constitute a quorum for transacting business.

**Voting:** All items voted upon by Officers and Directors shall be passed by a simple majority vote of the members present, unless otherwise provided for in the by-laws.

#### **ARTICLE 12**

##### **Bylaw Amendments**

Amendments to these bylaws may be proposed by any member. The proposed amendment(s) shall be submitted in writing to the Officers and Directors. The Officers and Directors shall forward the proposal to the Bylaws Committee for review and comment. The proposal, with the Bylaws Committee's comments shall be presented to the general membership at a regular meeting for consideration. Notice of the meeting shall be given to the members ~~by mail~~ at least 10 days prior to the meeting. A vote of two-thirds of the active members present shall be necessary for the adoption of the amendment.

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