

# National Home Inspector Certification Council

## Proposed Bylaw Amendments April 2015

### Rationale and Background

The new Canada Not-for-profit Corporations Act establishes a new set of rules for federally incorporated not-for-profit corporations. The NHICC is in the process of renewing its obligations to Corporations Canada with respect to the “transition process” to review, update and replace its letters patent. As such the NHICC must submit articles of continuance to obtain a **Certificate of Continuance** as well as create and file **new by-laws**. These charter documents set out the primary rules governing the corporation.

**Purpose:** The NHICC primary function is first and foremost a not-for-profit certification body. It is not a home inspection association. Accordingly we keep our fees and renewals at a minimal to cover costs in comparison to the fee required of most home inspection “associations”. To date we have advanced the representation of the value and credibility of “National Home Inspector” certificate holders where mandated in provinces with home inspector regulation as criteria to attain a license to practice.

**Autonomy:** Our pursuit with the ICE – NCCA Accreditation Standards requires that “to earn or maintain accreditation by NCCA, the certification program must meet all Standards and provide evidence of compliance through the submission of required documentation”. As such, Certification programs must satisfy the requirement for autonomy of the governing body or governing committee in a number of ways. Incorporation of the certifying agency as an independent unit ensures autonomy. The bylaws of a parent organization must be constructed so that certification program governance and decision-making are defined as the responsibility of a specific unit of the organization with complete authority over all essential certification decisions. Thus the critical distinction between the administrative roles of the board of directors and its certification board must be defined. On the other side, members typically become certified and ultimately those certificate holders are recognized as meeting the specified national home inspection standard. As ongoing obligations members must adhere to the defined standards of practice, code of ethics and annual maintenance requirements.

The Directors of the Corporation proposes to the general membership to consider and confirm the NHICC Bylaws amendments as per the following Resolution.

### Proposed Resolution

BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. The directors of the Corporation are authorized and directed to make an application under section 297 of the NFP Act to the Director appointed under the NFP Act for a Certificate of Continuance of the Corporation;
2. The Articles of Continuance (transition) of the Corporation, which have been submitted to this meeting and are annexed to these minutes as Schedule A, are approved;
3. The general operating by-law of the Corporation (as amended) is repealed effective on the date that the corporation continues under the NFP Act and the new general operating by-law No.1 which has been submitted to this meeting and is annexed to these minutes as Schedule B is approved and will be effective on the same date.
4. Any one of the officers and directors of the Corporation is authorized to take all such actions and execute and deliver all such documentation, including the annexed Articles of Continuance (transition), the notice of

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registered office and of directors in the forms fixed by the Director, which are necessary or desirable for the implementation of this resolution.

**Notes:**

Since time is of the essence, we kindly request that you indicate a response by email whether you support or do not support implementation. Non-responses will be considered as an indication of not in disagreement to the proposed resolution.

A copy of the Articles of Continuance ([Schedule A](#)) and amended By-law ([Schedule B](#)) and Resolution ([Schedule C](#)) are included with this submission.

Access may also be gained through the NHICC website at: [www.nationalhomeinspector.org](http://www.nationalhomeinspector.org)  
Details may be found in the left hand column under NHICC News.

Please respond by May 14, 2015

Email Contact: [info@nationalhomeinspector.org](mailto:info@nationalhomeinspector.org)

Regards, NHICC Directors