



TEXAS PANHANDLE BUILDERS ASSOCIATION

CONSTITUTION AND BY-LAWS

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CONSTITUTION

ARTICLE 1. NAME AND LOCATION

SECTION 1: NAME

The name of this Association shall be the TEXAS PANHANDLE BUILDERS ASSOCIATION.

SECTION 2: LOCATION

The principal office of the Association shall be located at Amarillo, in Potter County or Randall County, Texas

ARTICLE II. TERRITORIAL JURISDICTION

SECTION 1: COUNTIES

This Association shall operate for the benefit of builders, remodelers, land developers, and persons, firms, and Corporations engaged in allied trades, industries, businesses, and professions in the Counties of:

Dallam, Sherman, Hansford, Ochiltree, Lipscomb, Hartley, Moore, Hutchinson, Roberts, Hemphill, Oldham, Potter, Carson, Gray, Wheeler, Deaf Smith, Randall, Armstrong, Donley, Collingsworth, Parmer, Castro, Swisher, Briscoe, Hall and Childress, of the State of Texas.

ARTICLE III: OBJECTIVES

The Objectives of this Association shall be:

SECTION 1: MEMBERS

To associate builders, remodelers, land developers, and sub-contractors operating within the above-described territorial jurisdiction for mutual advantage and cooperation.

SECTION 2: INDUSTRY

To cooperate with all branches of the building industry, including manufacturers, sub-contractors, suppliers, member associates, and financial institutions within the jurisdiction of this Association for the purpose of mutual benefit of the industry as a whole.

SECTION 3: CODE OF ETHICS

To promulgate and enforce a Code of Ethics to maintain high professional standards and sound business methods among its members.

SECTION 4: ADVANCING COMMON PURPOSE

To secure cooperative action in advancing the common purposes of its members, uniformity, and equity in business usages and laws; and proper consideration of opinion upon questions affecting the building industry within the jurisdiction of this Association.

SECTION 5: NATIONAL AND STATE ORGANIZATION

To function as a local affiliated Association of the National Association of Home Builders of the

United States and the Texas Association of Builders within the above-described territorial jurisdiction.

SECTION 6: OFFICERS, BOARD OF DIRECTORS, AND MEMBERSHIP COMMITTEE

To assist the Officers, Board of Directors, and Membership Committee of the National Association of Home Builders of the United States in qualifying members operating within the above-described territorial jurisdiction.

SECTION 7: MUTUAL OBJECTIVES

To assist in the accomplishment of the mutual objectives of the National Association of Home Builders of the United States and the Texas Association of Builders.

SECTION 8: INFORMATION AND EXPERIENCE EXCHANGE

To participate for the purpose of mutual benefit in an interchange of information and experience with all other local affiliated associations of the National Association of Home Builders.

SECTION 9: SERVE, ADVANCE AND PROTECT THE BUILDING INDUSTRY

To serve, advance, and protect the welfare of the building industry in such a manner that adequate housing will be made available through private enterprise to all people.

SECTION 10: PUBLICATIONS

To issue such publications as may be necessary to disseminate information of value to its members, the public, and the government.

SECTION 11: NOT-FOR-PROFIT

To operate as a not-for-profit organization.

ARTICLE IV: CODE OF ETHICS

All active members and all associate members of this Association shall agree to observe and be bound by the following Code of Ethics:

MEMBERS OF THE TEXAS PANHANDLE BUILDERS ASSOCIATION BELIEVE AND AFFIRM THAT:

Homeownership can and should be within the reach of every person. American Homes should be built under the American free enterprise system.

American homes should be well-designed, well-constructed, and located in communities in our territorial jurisdiction, with educational, recreational, religious, and shopping facilities accessible to all.

TO ACHIEVE THESE GOALS, WE PLEDGE ALLEGIANCE TO THE FOLLOWING PRINCIPLES AND POLICIES:

Our paramount responsibility is to our customers, our community, and our country.

Honesty is our guiding business policy.

High standards of health, safety, and sanitation shall be built into every home.

Members shall deal fairly with their respective employees, subcontractors, member associates, and suppliers.

As members of a progressive industry, we encourage research to develop new materials, new building techniques, new building equipment, and improved methods of home financing, to the end that every home purchaser may get the greatest value possible for every dollar.

All sound legislative proposals affecting our industry and the people we serve shall have our informed and vigorous support.

We pledge our support to our associates, our local, state, and national associations, and all related industries concerned with the preservation of legitimate rights and freedoms.

WE ASSUME THESE RESPONSIBILITIES FREELY AND SOLEMNLY, MINDFUL THAT THEY ARE PART OF OUR OBLIGATIONS AS MEMBERS OF THE TEXAS PANHANDLE BUILDERS ASSOCIATION.

ARTICLE V: AMENDMENTS TO BYLAWS

SECTION 1: AMENDMENTS

Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by two-thirds of the Directors present at any regular meeting or any special meeting if at least thirty (30) days prior written notice is given to Association Members and Directors of an intention to alter, amend or repeal these.

Bylaws or to adopt new Bylaws at such meeting, and provided that the specific proposed changes are included in the notice so given; provided, however, that nothing in this Section or these Bylaws shall prevent the Board from adopting changes, modifications, or amendments to the proposed changes that were included in such notice that was delivered to the Association Members and Directors before such meeting

BYLAWS

ARTICLE 1. MEMBERSHIP

SECTION 1: TYPES OF MEMBERSHIP

Membership in this Association shall be of four (4) classes:

1. Builder/Remodeler/Developer Members
2. Associate Members
3. Affiliate Members
4. Educational/Student Members (Local Association Only)

SECTION 2: QUALIFICATIONS

Qualification for membership in this Association shall be as follows:

A. BUILDER, REMODELER, AND DEVELOPER MEMBERSHIP

Shall be open to any person, firm, or corporation whose principal business is the construction of housing, remodeling, or land development within the territorial jurisdiction of this Association, who shall agree to abide by the provisions of this Constitution and Bylaws (and any amendments thereto), shall subscribe to the foregoing Code of Ethics, and shall be registered with the state, and who shall meet with the approval of the Board of Directors under the criteria set by the Board of Directors, of acceptable credit and business ethics experience. Builder, Remodeler, and Developer Members shall be entitled to all privileges of voting and holding office.

B. ASSOCIATE MEMBERSHIP

Shall be open to any person, firm, or corporation engaged in any allied trade, industry, or profession (as a sub-contractor) or manufacturers, suppliers, financial institutions, utility companies, and anyone else who is interested in the advancement of the home building industry, within the territorial jurisdiction of this Association, who shall meet with the approval of the Board of Directors under the criteria set by the Board of Directors, of acceptable credit and business ethics experience. Associate members shall be entitled to all privileges of voting and holding office.

C. AFFILIATE MEMBERSHIPS

Shall be open to any individual who is an employee of a firm that has been accepted as a Builder Member or Associate Member.

D. EDUCATIONAL INSTRUCTOR OR STUDENT MEMBERSHIP

Shall be open to any teacher or student of light construction in an accredited school during the current academic year who is acceptable to the Board of Directors. Dues shall be as required by NAHB and/or as determined by the local Board of Directors.

SECTION 3: APPLICATION OF MEMBERSHIP

Applications for new membership in this Association shall be completed in the following manner:

1. The candidate's name shall be submitted to the Board of Directors. A written/electronic application shall be accompanied by a payment sufficient to cover dues in the local, state, and national Associations; initiation fee (if any); and other assessments (if any). All payments so made shall be returned in full if membership is not approved.
2. The exclusive right to approve membership shall be vested in the Board of Directors.

SECTION 4: SUSPENSION, TERMINATION, REINSTATEMENT, AND TRANSFER OF MEMBERSHIP

Suspension, Termination, Reinstatement, and Transfer of Membership in this association shall be accomplished in the following manner:

1. TERMINATION OF MEMBERSHIP:

The Board of Directors, by the affirmative vote of two-thirds of the total number of Directors, active ex-officio, and executive committee (Excluding treasurer) may suspend or expel a member, for cause after an appropriate hearing; and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership. The membership of any member who shall be in default on the payment of dues for a period of 120 days or more shall be terminated.

2. RESIGNATION:

Any member may resign by filing a written resignation with the Second Vice President, but such resignation shall not entitle the resigning member to any return of dues or assessments theretofore paid.

3. TRANSFER OF MEMBERSHIP:

Membership in this Association is not transferable or assignable.

SECTION 5: MEETINGS

Meetings of the membership shall be held as follows:

1. ANNUAL MEETING: An annual meeting of the members shall be held in either August, September, or October of each year at a place, on a date, and at a time determined by the Board of Directors for the election of Directors as nominated by the Association Members and for the transaction of such other business as may come before the meeting.
2. SPECIAL MEETINGS: Special meetings of the members may be called by the President, the Board of Directors, or by Association members holding not less than one-fifth of the total votes of the Association.
3. PLACE OF MEETING: The Board of Directors may designate any place, either within or without the State of Texas, as the place of meeting for any annual meeting called by the Board of Directors. If no designation is made or if a special meeting is otherwise called, the place of the meeting shall be the registered office of the Association.
4. NOTICE OF MEETINGS: Written or printed notice stating the place, date, and time of any meeting of members shall be delivered to each Association member, not less than ten (10) nor more than fifty (50) days before the date of such meeting, by or at the direction of the President, or the First Vice President, or the officers or persons calling the meeting. In case of a special meeting or when required by state statute of these Bylaws, the purpose, or purposes for which the meeting is called shall be stated in the notice. The notice of a meeting shall be deemed to be delivered when sent via fax, e-mail, or deposited in the United States mail addressed to the Association member at its address as it appears on the records of the Association, with postage thereon prepaid.
5. VOTING RIGHTS: Association members shall only have voting rights at any meeting of the members. The voting rights of each Association member shall be vested in the person(s) selected by such Association member to serve as Directors of the Association.

Each association membership holds one vote.

ARTICLE II: FISCAL YEAR

SECTION 1: CALENDAR YEAR

The fiscal year of this Association shall be the Calendar Year.

ARTICLE III: INITIATION FEES AND DUES

SECTION 1: MEMBERSHIP FEE

The membership fee of this Association shall be such an amount as stipulated by the Board of Directors and payable at the time of application for membership, such fee to be returned to the member if not approved.

SECTION 2: LOCAL DUES

The dues of this Association shall be payable at a time and rate set by the Board of Directors for each classification of membership.

SECTION 3: NATIONAL AND STATE DUES

Dues for membership in the National Association of Home Builders of the United States and the Texas Association of Builders shall be paid by this Association from its treasury at the rate fixed under the terms stated in the Bylaws of those Associations or amendments thereto currently in effect.

ARTICLE IV: MEMBERSHIP CARD AND EMBLEM

SECTION 1: MEMBERSHIP CARD

Each member may receive a membership card annually upon the payment of dues for the current year in such form, as the Board of Directors shall prescribe.

SECTION 2: EMBLEM

This Association shall use on all of its stationery and literature the Official Emblem of the National Association of Home Builders of the United States and Texas Association of Builders.

ARTICLE V: BOARD OF DIRECTORS

SECTION 1: GENERAL POWERS AND REQUIREMENTS

The affairs of the Association shall be managed by its Board of Directors in accordance with law, the Articles of Incorporation, and these Bylaws. In particular, but not by way of limitation, the Board of Directors may or shall elect the elected officers of the Association, remove elected officers from the office, fill vacancies in any elected office, authorize officers to sign documents on behalf of the Association, prescribe additional duties for the elected officers, ratify the selection of the Executive Officer, authorize the formation of councils and special committees, establish the policies of the Association adopt a budget for the Association, provide for certificates of membership, provide a corporate seal, adopt an official emblem of the Association, determine the annual dues of each class of members, and amend the Bylaws of the Association.

A: ELECTED DIRECTORS

Elected Directors Annual Requirements for all board members are:

1. Attend at least 7 of the 11 Board meetings. The only excused absences that exist are for

meetings that are missed due to TAB or NAHB meetings.

2. Actively serve on at least one committee or actively supporting events. Example: Setup and takedown during events.
3. Participate in board discussions, and deliberations and voice objective opinions on board issues and topics.
4. Recruit at least two new members to the Association.
5. Make appearances at as many as possible of the following events: monthly general membership luncheons, Home Show, board retreats, golf outings, clay shoot, Parade of Homes, and other activities.

B: EX-OFFICIO

Ex-Officio Annual Requirements for Active Voting Rights:

1. Attend at least 6 of the 11 Board meetings. If you do not meet the required meeting requirements to get voting privileges back then you must attend 3 meetings in a row and on the 4th meeting, you get voting privileges back.
 - a. If the board retreat is out of the city of Amarillo and the ex-officio is not required to attend this meeting and will not count toward absences.
 - b. The only excused absences that exist are for meetings that are missed due to TAB or NAHB, or non-standing meetings. However, non-standing meetings that are announced at the first board meeting of the year on the yearly calendar will be required to attend.
2. Participate in board discussions, and deliberations and voice objective opinions on board issues and topics.

C: COMPOSITION AND TENURE

The Board of Directors shall be composed of officers, ex-officio Director members, and not more than 14 elected Directors.

1. Builder Members: Elected Directors shall serve a three-year term and may be eligible for re-election to the Board of Directors at the end of their three-year period of service. After 2 consecutive terms, a builder must take a minimum of 1 year off the board to be eligible for nomination to the board of directors.
2. Associate Members: Elected Associate Directors shall serve a three-year term and not be eligible for re-election to the Board until at least one year has elapsed from the end of their term unless there are no qualified candidates to fill the position as determined by the Nominating Committee.
3. Presidential Appointee: Appointed Director shall serve a one-year term.
4. Immediate Past President / Ex-Officios: The immediate past president holds this title for a one-year term immediately following their presidency. Ex-Officios are all other past presidents and do not have term limits.
5. Officers: See Article VI. Section 1 for Officer term limits

D: APPOINTEES

With the approval of the Board of Directors, the President shall appoint one (1) Treasurer, and one (1) Attorney who may serve as ex-officio a member of the Board of Directors for one (1) year from the date of their appointment, or until successors are appointed.

SECTION 2: VACANCIES

Vacancies on the Board, occasioned by death, or resignation, shall be filled by an appointment by the President and confirmed by the Board of Directors, and the person so appointed shall serve until the next annual meeting of the membership.

SECTION 3: NATIONAL DELEGATE

One member of the Board of Directors shall be elected by the Directors at the meeting following their election to represent each of 50 Building Members of the Association (or fractional part thereof) on the Board of Directors of the National Association of Home Builders of the United States, in accordance with the Bylaws of this Association.

SECTION 4: STATE DIRECTORS

One member of the Board of Directors shall be elected by the Directors at the meeting following their election to represent each 50 Building Members of the Association (or fractional part thereof) on the Board of Directors of the Texas Association of Builders, in accordance with the Bylaws of this Association. Positions:

1. President and Vice-President are automatically elected for positions and do not count toward the quota of voting director positions.
2. Per State Rule: President and Vice-President positions are non-voted state directors. Alternate Director(s) from the same local association member may vote for the absent Director(s) and are not eligible to vote for the President or Vice-President positions. No more than 25% of directors may be an associate member. 2nd-Vice President is not guaranteed a state director position.
3. Life Director Status records are maintained by the Texas Association of Builders and not managed at a local level.

SECTION 5: MEETINGS

MEETINGS OF THE BOARD OF DIRECTORS SHALL BE HELD AS FOLLOWS:

1. Meetings of the Board of Directors may be called by the President, or upon formal request in writing, of five (5) or more of its members.
2. Absence on your fifth (5) regular meetings or called meetings annually will be construed as your resignation from elected directors.
3. NOTICE: Notice of any special meeting of the Board of Directors shall be given at least ten (10) days prior thereto and notice of regular meetings shall be given at least thirty (30) days prior thereto by written notice sent by mail, e-mail or fax to each Director at his address as shown by the records of the Association. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The purpose for which any regular or special meeting of the Board is called and the business to be transacted at such meeting shall be contained in an agenda prepared in advance for such meeting a copy of which shall accompany the notice of meeting sent to each Director. By majority vote, the Board of Directors may consider any matter not listed on the agenda or notice.
4. MANNER OF ACTING: The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors unless the act of a

greater number is required by law or by these Bylaws. All meetings shall be conducted according to the latest version of Roberts Rules of Order and Board Code of Conduct.

5. ORDER OF BUSINESS: The order of business at all annual meetings, and so far, as practicable at other regular or special meetings, of the Board of Directors shall be as follows:
 1. Call to order
 2. Invocation
 3. Introduction of Guest
 4. Announcement of Quorum
 5. Consent Agenda
 - a. Previous Meeting Minutes
 - b. Financial Report
 - c. New Members
 6. Reports
 - a. Executive officer
 - b. Standing Committees
 - c. Special Committees & Task Forces
 7. Unfinished Business
 - a. Business pending and undisposed at the previous adjournment.
 - b. General orders that were on the agenda of the previous meeting were not disposed of.
 - c. Matters postponed to the current meeting have not been disposed of.
 8. New Business
 9. Adjournment
6. A QUORUM: present at the directors' meeting shall be determined as follows:
 1. A Quorum of the Board of Directors shall consist of not less than one-half (1/2) of its members.
 2. A Quorum of a Committee shall consist of not less than one-half (1/2) of its members.
 3. A Quorum of the Membership shall consist of not less than fifteen percent (15%) of Builder and Associate members.
 4. Ex-officio members' attendance does not count toward a quorum, but ex-officio members have voting rights.
 5. In the event that a quorum is not met, the recommended action must be sent to the Board of Directors for approval.
 6. In the event that a quorum is not present at any meeting of the members, a majority of the members present may adjourn the meeting without further notice.

ARTICLE VI: OFFICERS

SECTION 1: ELECTED POSITIONS

The following officers shall be elected from the membership at their general meeting and shall hold office for a term of one (1) year from the date of election or until their successors are elected and duly qualified.

1. A PRESIDENT who shall be the Chief Officer of this Association and shall preside at its meetings and those of the Board of Directors. They shall be the official spokesperson of this Association in matters of public policy, subject to approval by the Board of Directors. The President may appoint one in addition to the 14 members to the Board of Directors

and shall appoint all committees and counsels. The President may be an ex-officio member of all committees and counsels and shall perform all other duties incident to the office of the President and such other duties as may be prescribed by the Board of Directors.

2. A FIRST VICE PRESIDENT, who shall, in the absence of the President, or upon the President's direction, performs all of the duties of the President.
3. SECOND VICE PRESIDENT, who shall, in the absence of the First Vice President, or upon the First Vice President's direction, performs all the duties of the First Vice President or President.
4. A TREASURER, a member so appointed by the President, who shall be responsible to the Association for an accounting of all monies collected and disbursed by the Association, and who shall keep a record of all the official finances of this Association. This person shall serve as Chairman of the Finance Committee and give monthly reports to the Board of Directors. The Treasurer is not an Elected Officer and therefore is not eligible to vote on any matters upon which the Elected Officers, by virtue of their status as Elected Officers, may vote

SECTION 2: OFFICER QUALIFICATIONS, REMOVAL AND VACANCIES

1. QUALIFICATIONS: The qualifications of the President, First Vice President, and Second Vice President:
 - a. Each shall be and remain during the term of office a Builder, Remodeler, Associate, or Developer member in good standing.
 - b. Each shall have served at least one year as a Director of the Association and met Director attendance requirements.
2. REMOVAL: Any officer elected by the Board of Directors may be removed by the Board of Directors by a two-thirds vote of the Directors and Officers, whenever in its judgment the best interests of the Association would be served thereby.
3. VACANCIES: A vacancy in any elected office because of death, resignation, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

ARTICLE VII: PROFESSIONAL STAFF

SECTION 1: EXECUTIVE OFFICER

The Executive Officer shall be the principal staff operating officer of the Association and shall be appointed by the Executive Committee subject to ratification by the Board of Directors at its next meeting.

The Executive Officer shall devote his/her full time and attention to the faithful performance of his/her duties to the best of his/her ability and in the interest of the Association. He/she shall conduct the office in accordance with the law, the Articles of Incorporation, the Bylaws, and the policies of the Association.

SECTION 2: JOB DUTIES

Subject to the policies and directives of the Board of Directors and under the administrative direction of the Executive Committee, the Executive Officer shall have, but not limited to, the following duties and responsibilities:

1. In relation to the staff, he/she shall: develop and supervise operational plans; develop and maintain an effective plan of the organization including relationships within and outside the Association; employ, train, evaluate, and discharge staff personnel; compensate staff personnel within the limitations of the budget and salary ranges approved from time to time by the Executive Committee; direct the work of the staff; develop and maintain an effective system of controls over staff functions, Association finances and services.
2. In relation to the Executive Committee, he/she shall; recommend long-range planning objectives and policies, organizational structure for the Association, persons outside the staff for the performance of functions beyond staff resources, systems of controls over Association affairs, and approval of budgets and major appropriations; render timely reports in regard to his/her and the staff's functions and goals, and his/her general appraisal of staff performance.
3. In relation to the elected officers, he/she shall advise, counsel, and assist in the accomplishment of their objectives within budgetary limitations.
4. In relation to those outside the Association, he/she shall develop and maintain an effective liaison with all branches of the Association.
5. In relation to Association Members, he/she shall advise, counsel, and assist them in accordance with the policies of this Association.
6. In general, he/she shall perform such other responsibilities as may be designated from time to time by the Executive Committee and/or the Board of Directors.

SECTION 3: VOTING RIGHTS

He/she shall be ex-officio, non-voting member of the Executive Committee, except he/she may be excused from those meetings concerned with his/her compensation or performance.

SECTION 4: DISCHARGE

The Executive Officer shall be subject to discharge by the Executive Committee subject to ratification by the Board of Directors at its next meeting.

ARTICLE VIII: VOTING AND QUORUMS

SECTION 1: VOTING PRIVILEGES

Shall be limited as follows: At meetings of the membership, it is hereby stipulated that only the Builder, Developer, Remodeler, and Associate Members in good standing shall have the right to vote. Firms, corporations, or partnerships holding only one membership shall be entitled to only one vote – to be cast by a duly designated representative.

SECTION 2: MAJORITY VOTE

Majority Vote on any measure will be determined as follows:

1. A simple majority vote of the Builder, Developer, Remodeler, and Associate Members present at any meeting of the membership shall carry any measure provided a quorum is present.
2. A vote of a simple majority of the Directors present at any meeting of the Board of Directors shall carry any measure provided the number of Directors in attendance at the meeting constitutes a quorum.

ARTICLE IX: ELECTIONS

SECTION 1: NOMINATIONS

Nominations for officers and directors may be taken from the Floor or emailed at a regular monthly membership meeting from members in good standing and furnished to the Nominating Committee not less than 60 days prior to the installation banquet. All nominations shall be subject to approval by the Nominating Committee. All approved nominations shall be furnished to the membership not less than five (5) days before the scheduled election meeting. The officers and directors shall be elected at the membership meeting of the Association immediately before the installation banquet.

SECTION 2: ELIGIBILITY

No member shall be deemed to be in good standing for the purpose of voting, being nominated for, or elected to, any elective office in the Association, whose dues have not been paid up to and including the period in which such election is to be held.

ARTICLE X: COMMITTEES & APPOINTMENTS

SECTION 1: STANDING COMMITTEES

Each standing committee is required to follow and periodically review its policies. Each policy must include the process to be a member of any of the below committees, the goals of the committees, the time commitment, the requirements of each committee, and the approval process and authority. Unless otherwise stated, all committees are open to the general membership to join any committee. The chairperson is appointed by the president and then serves as co-chair in the following year. The chairperson and co-chairperson do not get a vote and do not count toward max membership amount of each committee

List of Standing Committees with a brief description:

A: EXECUTIVE COMMITTEE

The Executive Committee is responsible for overseeing the overall strategic direction and management of the local home builders association. This committee consists of the association's officers, the President, Vice President, 2nd Vice President, Treasurer, and the most immediate former President, and one member of the Association nominated by the President, he/she shall serve as parliamentarian. The committee is tasked with setting goals and ensuring effective governance.

B: FINANCE COMMITTEE

The Finance Committee focuses on financial matters related to the association. It is responsible for creating and monitoring the budget, reviewing financial reports, recommending financial policies, and providing guidance on fundraising and revenue-generation activities. This committee consists of the association's executive committee and up to 3 additional members.

C: NOMINATING COMMITTEE

The Nominating Committee's primary responsibility is to identify and recruit qualified individuals for leadership positions within the organization. This committee evaluates potential candidates, conducts interviews, and presents a slate of nominees to the general membership for elections. The immediate Past President of the Association that is in good

standing and agrees to serve shall be the chairperson of the committee. 3 ex-officos and 3 Current Directors.

D: PARADE OF HOMES COMMITTEE

The Parade of Homes Committee organizes and manages the annual Parade of Homes event. This event showcases new and innovative homes built by local builders, allowing the public to tour and appreciate the craftsmanship and design. The committee coordinates participating builders, marketing efforts, and logistics, and ensures a successful and engaging experience for attendees. Max of 9 members.

E: HOME & GARDEN COMMITTEE

The Home & Garden Committee focuses on promoting and celebrating the art of home and garden design and improvement. This committee organizes events, seminars/workshops, and exhibitions related to home renovation, interior design, landscaping, and other aspects of home and garden improvement, benefiting both industry professionals and the general public. Max of 9 members.

F: GOLF COMMITTEE

The Golf Committee is responsible for planning and executing the association's annual golf tournament. This event provides an opportunity for members to network, enjoy a round of golf, and support the association's initiatives. The committee arranges the venue, sponsors, prizes, and logistics to ensure a successful and enjoyable golf outing. Max of 9 members.

G: MEMBERSHIP COMMITTEE

The Membership Committee focuses on membership recruitment, engagement, and retention. It develops strategies to attract new members, organizes membership orientation, and ensures members receive value from their association involvement. Max of 9 members.

H: COMMUNITY OUTREACH COMMITTEE

The Community Outreach Committee aims to foster positive relationships between the association and the communities in our jurisdiction. This committee organizes philanthropic initiatives, community service projects, and scholarships to support educational opportunities within the building industry. Max of 9 members.

I: SPECIAL EVENTS COMMITTEE

The Special Events Committee is responsible for planning and executing various special events throughout the year, apart from the annual golf tournament, Home & Garden Show, and Parade of Homes. These events may include galas, award ceremonies, annual banquets, or other gatherings that promote networking, education, and industry recognition. Max of 9 members.

J: YOUNG LEADERS COMMITTEE

The Young Leaders Committee focuses on engaging and supporting the association's younger members. It provides networking opportunities, educational resources, mentorship programs, and social events tailored to the needs and interests of emerging professionals in the building industry. Max of 9 members.

K: EDUCATION COMMITTEE

The Education Committee is dedicated to promoting professional development and educational opportunities within the association. It organizes seminars, workshops, and training sessions to enhance the knowledge and skills of members, keeping them up to date with industry trends and best practices. Max of 9 members.

L: BY-LAW REVIEW COMMITTEE

The By-Law Review Committee is responsible for annually reviewing and updating the association's by-laws. This committee ensures that the by-laws remain relevant and compliant with current laws and regulations. It proposes amendments and revisions, seeking input from the membership before presenting them for approval. In addition to the Chairperson, the committee may be composed of not less than seven nor more than nine members. No more than half the members can be executive committee members.

M: SPECIAL COMMITTEES AND TASK FORCES

Special Committees and Task Forces are formed on an as-needed basis to address specific issues or projects within the association. These committees are temporary and dissolved once their objectives are accomplished. They may focus on topics such as government relations, sustainability, advocacy, or any other relevant matter.

SECTION 2: APPOINTMENTS

1. Chairperson

Where the Board of Directors does not acknowledge the need for Standing Committees the presiding President may appoint a chairperson for position of duty and report to the Board. All Chairpersons must be approved by the Board of Directors. If the President appoints a chairperson for such performance the appointed Chairperson may appoint additional members for service.

2. Screening of Membership

The President shall appoint a Chairperson to oversee the screening of member applicants. This person will verify to the best of their knowledge all information submitted for application to the Association and bring it to the Board of Directors for approval. This Chairperson may if desired appoint additional members to the screening committee.

ARTICLE XI: FINANCE

SECTION 1: COLLECTION OF DUES & MONIES

Dues and other monies collected by this Association shall be placed in a depository selected by the Board of Directors. Any payment from the funds of this Association shall be made on the signature of the Executive Officer. Any two officers of the Executive Committee shall cosign all payments over \$3,500 except for the monthly NAHB, TAB membership dues, and Construction checks for association homes. Finance must follow standing financial policies.

SECTION 2: ASSOCIATION BUDGET

The Board of Directors shall adopt a budget for each calendar year, and this Association shall function within the total of such a budget. The Board of Directors must authorize any expenditure more than budget.

SECTION 3: FUND HANDLING: STAFF

Members of the Staff handling the funds of the Association shall furnish a bond at the expense of the Association in such amount, as the Board of Directors shall determine.

SECTION 4: ANNUAL AUDIT

There shall be an annual audit of the finances of this Association by a competent and qualified auditor and this shall be submitted to the Board of Directors.

SECTION 5: INSURANCE

There shall be directors' and officers' liability insurance in force at all times to be furnished at the expense of the Association.

1. Indemnification – The Association shall indemnify any person, or their heirs, executors, and administrators, against any liability (including but not limited to the amounts of judgments, settlements, fines, or penalties) and expenses necessarily incurred by such person in connection with the defense or settlement of any claim, action suit appeal, or proceeding, civil or criminal, in which such person is made a party, because of being or having been an officer, director, committee member, or staff member.
 - a. In the case of any criminal proceeding, an additional determination must be made by the Executive Committee (those not party to the action) that such person had no reasonable cause to believe his or her conduct was unlawful.
 - b. The Association shall not indemnify an officer, director, committee member, or staff member for:
 - i. willful misconduct
 - ii. intentional violation of the law; or
 - iii. gross negligence.
 - c. Any indemnification of, or advance of expenses to, a person in accordance with this Article shall be reported in writing to the Board of Directors within the six months immediately following the date of the indemnification or advance.

SECTION 6: INVESTMENT POLICY

A “Financial Policy” will be adhered to according to the most current investment policy statement as provided by the Finance Committee and adopted by the Board of Directors. The policy should be reviewed on an annual basis.

ARTICLE XII: NOTICES

SECTION 1: REQUIREMENTS OF NOTICES

Members shall furnish the Executive Officer with their official address and the mailing of any notice, or notices, to such address shall be deemed service of such notices upon them as of the date of mailing it.