

Paulding County Builders Association Organization By Laws

ARTICLE I

SECTION 1. The name of this association shall be Paulding County Builders Association.

SECTION 2. Principal office of this association shall be located at such place as board of directors may designate.

SECTION 3. This association is and shall be affiliated with the National Association of Home Builders of the United States and the Home Builders Association of Georgia, and shall abide by their respective bylaws as amended from time to time.

SECTION 4. The operations of this association shall be conducted in the territory assigned as its jurisdiction now and hereafter by the National Association of Home Builders.

SECTION 5. It shall be incumbent upon the board of directors to have in place a directors and officers liability insurance policy of an amount not less than one million dollars for the on-going protection of its board members.

ARTICLE II

The purpose of this association shall be:

- a. To associate the builders within its jurisdiction for the purpose of mutual advantage and cooperation.
- b. To collaborate with all fields related to the building industry within the association's jurisdiction for the benefit of the industry as a whole.
- c. To comply with all federal, state, and local laws.
- d. To assist in the accomplishment of the mutual objectives of The National Association of Home Builders, the Home Builders Association of Georgia, and the Paulding County Builders Association.
- e. To operate as a tax exempt corporation with no part of the income of the association being used to benefit any individual member.

ARTICLE III

SECTION 1. Membership in this association shall be of two classes:

Builder membership - shall be open to any person, firm, partnership, or corporation engaged in the building or rebuilding of houses, apartments, schools, commercial, industrial or other structures; agrees to abide by the provisions of the association, and who meets with the approval of the board of directors, provided said builder/developer is in the building business at time of application.

Associate membership - shall be open to any person, firm, partnership or corporation engaged in any allied trade, industry or profession within the territorial jurisdiction of this association; who agrees to abide by the provisions of the association; subscribes to the purposes of this association; and meets with the approval of the board of directors.

SECTION 2. Acceptance of members

- a. Applicants for membership shall apply in a manner satisfactory to the board of directors and meet such other requirements as the board may from time to time prescribe.

- b. Applicants approved and accepted into this association, upon payment of dues shall be members of the National Association of Home Builders, the Home Builders Association of Georgia, and the Paulding County Builders Association; and while in good standing shall be entitled to all benefits, services and privileges of the associations listed herein.

SECTION 3. Suspension and revocation of membership

- a. The board of directors, by a two-thirds vote, may suspend or revoke the membership of any member for
 - 1. failure to meet his financial obligations to the association, or for
 - 2. conduct detrimental to the association. Such suspended or revoked member shall be given at least thirty days notice in advance of the meeting of the board at which time the vote is to be taken to revoke or suspend membership, and shall be afforded a reasonable opportunity to be heard.
- b. A vote of two-thirds of the board shall be required to reinstate any membership suspended or revoked under this section, and such reinstatement shall be subject to terms and conditions as set forth by the board.

SECTION 4. Meetings of the membership

- a. An annual meeting of the membership shall be held at such time as the board may designate, for the express purpose of electing the officers of the association, a board of directors, and taking up such other matters as may properly come before the membership.
- b. Regular meeting of the membership of this association shall be held at such time as the board of directors may designate.
- c. Special meetings of the membership of this association may be called by the president or, by a majority of the members of the board of directors.
- d. Notice shall be given of the date, hour, and place of all meetings in a manner as set forth by the board of directors.

Article IV

The dues of this association shall be payable at a rate as set forth by the board of directors and may change from time to time. These dues shall include those amounts required for membership in the national association of homebuilders and the homebuilder association of Georgia, which this association shall collect and remit in accordance with the requirements of these respective associations.

Article V

SECTION 1. The association of its annual meeting shall elect a minimum of seven (7) local directors. The board of directors shall be the governing body of the association. Each director shall be elected to hold office for one year from the date of election or until a successor is duly elected. There shall be no restrictions on the number of years a director may serve in succession.

SECTION 2. The President, Builder Vice President, Association Vice President, Secretary, Treasurer, Immediate Past President, National Director, State Director, and Chairman shall be ex-officio members of the board of directors with full voting privileges.

SECTION 3. The president shall serve as chairman of the board of directors.

SECTION 4. Vacancies on the board shall be filled by appointment of the president, and persons so appointed shall serve until the next annual meeting of the membership.

SECTION 5. The board shall select any national and state directors and alternates; and the selection shall be made only from among the builder membership.

SECTION 6. Meetings of the board shall be held each month at such time as prescribed by the board.

SECTION 7. Special meetings of the board may be called by the president or upon a majority request of the board.

SECTION 8. Notice of the date, hour, and place of all meetings of the board shall be given to the directors in a manner set forth by the board.

SECTION 9. A simple majority vote shall decide an issue provided a quorum is present.

SECTION 10. The presence of one-half of the directors, plus one (1), shall constitute a quorum.

SECTION 11. Two (2) consecutive unexcused absences, or three (3) total unexcused absences, shall constitute automatic resignation from the board. Reinstatement to the board may be accomplished only by nomination and election in subsequent years.

SECTION 12. The following officers shall be elected by the membership at its annual meeting and shall hold office for a term of one year from date of elections or until their successors are elected and duly qualified.

- a. A president, who shall be a builder member of the association. The president shall be chief officer of this association; shall preside at its meetings and those of the board of directors; shall be the official spokesman of this association in matters of public policy; shall appoint all committees; shall be an ex-officio member of all committees and shall perform all other duties usual to such office.
- b. A vice president, who shall be a builder member of the association; shall perform such duties as are assigned to him by the president; shall in the absence of the president, or upon his direction, perform all the duties of the president.
- c. A treasurer, who shall be responsible to the association for an accounting of all monies collected and disbursed by the association and shall render a report monthly to the board of directors. He shall, upon direction of the president, perform other duties appropriate to this office.
- d. A secretary, who shall keep a record of all of the official proceedings of this association and its board of directors, including reports of special committees. Upon direction of the president, he may perform other duties appropriate to this office.
- e. An associate vice president, who shall be responsible for the coordination of the overall functions and relations of the associate members of the association. Upon direction of the president, he may perform other duties appropriate to this office.

SECTION 13. Succession of office.

- a. In the event of the absence, disability, resignation or death of the president, the vice president shall act as president of the association. Should neither the president nor the vice president be able to serve for any of the foregoing reasons. The treasurer shall act as president. If he should be unable to serve for any reason, then the secretary shall act as president. The officer so designated to act, as president shall serve until such time as the board of directors names from its membership a president to fill out the unexpired term.
- b. In the event of a vacancy, other than in the office of the president, the board of directors shall name from among its members a successor to fill out the unexpired term.

Article VI

SECTION 1. All members of the association in good standing shall be entitled to vote at meetings of the membership except as may be provided in other sections of these bylaws. Firms, corporations, or partnerships holding membership in the association shall be entitled to only one vote, which shall be cast by a duly designated representative.

SECTION 2. A simple majority vote shall decide an issue provided a quorum is present. This section shall not apply to voting on amendments to these bylaws.

SECTION 3. The presence of one-third of the members in good standing at a meeting of the membership shall constitute a quorum

Article VII

SECTION 1. Nominations.

- a. There shall be a nominating committee composed of the immediate past president and four members appointed by the president. Appointment shall be made and notice given to the membership at least 15 days in advance of an election. The immediate past president shall serve as chairman of the committee.
- b. The committee shall solicit from among the membership, consider recommendations, and shall nominate at least one candidate for each office to be filled unless otherwise set forth in this article. The committee may resolve questions relating to the nomination of candidates suggest rules of procedures for the election and, upon direction of the president, perform other appropriate duties.

SECTION 2. Elections.

- a. The association officers and directors shall be elected at the annual meeting of the membership. The nominating committee shall submit its report at such meetings. Additional nominations may be made from the floor.
- b. Whenever only one nomination for an elective office is presented to the membership, election shall be by voice vote. Whenever more than one nomination is presented, vote shall be by secret ballot. If more than two candidates are named for an office, a majority of the members voting shall be necessary to elect. If no candidate receives a majority, a second vote shall be taken upon the two leading candidates.

Article VIII

SECTION 1. The president with the advice and consent of the board of directors shall upon taking office establish standing committees for the association except as may otherwise be specifically provided for in these bylaws.

SECTION 2. The chairman and members of all committees of the association shall be appointed by the president except as otherwise specifically provided by these bylaws.

SECTION 3. A president may, with advice and consent of the board of directors, remove the chairman or members of any committee appointed pursuant to this article.

SECTION 4. The president may appoint special committees, as he may from time to time deem advisable.

SECTION 5. The fiscal year of this association shall be the year commencing on the first day of September and terminating on the last day of August.

SECTION 6. The board of directors shall adopt a budget for each fiscal year, and the association shall function within the total of such budget. Any expenditure in excess of such approved budget must be authorized by a majority vote of the board.

SECTION 7. Dues and other funds collected by the association shall be placed in a depository selected by the board of directors, and payments from such funds shall be made only on the signature of the president, treasurer, or other designated person so authorized by the board of directors.

Article IX

Roberts Rules of Order shall govern the parliamentary procedure of the meetings of the association or board of directors.

Article X

- a. This association may use on its stationery and literature the official emblem of the National Association of Home Builders and/or the Home Builders Association of Georgia, and members of this association may enjoy the same privilege.
- b. The last known official address of any member shall serve as the official mailing place for that member until otherwise notified. Such notification shall be made to the secretary or other designated person within the association.

Article XI

The association may employ or cause to be employed a person or persons to act in the capacity of chief executive officer of the association. Such person or persons shall report directly to the board of directors, and the duties of that person are to be clearly defined in writing by the board of directors. Such duties may change from time to time as designated by a majority vote of the board of directors. Employment or termination of that person or persons may be accomplished by a simple majority vote of the board of directors. The board of directors will set compensation and benefits.

Article XII

These bylaws may be amended by two-thirds vote of the members in good standing at any meeting provided:

- a. the attendance at such meeting constitutes a quorum, and
- b. a copy of any proposed amendments shall have been mailed to each member of the association at least thirty (30) days in advance of the meeting at which vote shall take place.