

Bylaws of the North Central Arkansas Home Builders Association

Article 1: Name, Location & Affiliation

- A) The name of this Association will be North Central Arkansas Home Builders Association (NCAHBA).
- B) The principal office of the NCAHBA will be: P.O. Box 1321, Mountain Home, AR 72654. Meeting will be held at local spaces designed for such meetings.
- C) The NCAHBA will be affiliated with the National Central Association of Home Builders of the United States (NAHB) and the Arkansas Home Builders Association. The NCAHBA will abide by their respective bylaws which may be amended from time to time.
- D) The operation of the NCAHBA shall be conducted in the territory assigned to its jurisdiction and now and hereafter by the NAHB.

Article 2: Purposes

The purposes of the NCAHBA shall be:

- A) To bring together 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 NCAHBA's jurisdiction for the benefit of the industry as a whole.
- C) To comply with all laws, federal, state and local.
- D) To assist in the accomplishment of the goals of the NAHB.
- E) To operate without profit. No income of the NCAHBA will be used to benefit any individual member.

Article 3: Membership

Sec. 1

Classes of Members: The NCAHBA will have the following classes of members. The designation of each class and the qualifications of the members of the classification will be as follows.

- A) **Builder Members:** Any individual who is or has been in, or employed by a firm or corporation, in the business of building or remodeling homes, apartments, schools, commercial or industrial buildings, or other structures normally related to the to a community, or in land development who subscribes to the Code of Ethics of the NCAHBA and is of good character and business reputation, shall be eligible to be a builder member; provided such individual meets the approval of the Board of Directors.
- B) **Associate Members:** Any individual who is or has been engaged, or employed by a firm or corporation, in a trade, industry or profession related to building and not inconsistent with the objectives of the NCAHBA, and who subscribes to the Code of Ethics of the NCAHBA and is of good character and business reputation, shall be eligible to be an associate member, provided such individual meets the approval of the Board of Directors.

Sec. 2

Acceptance of Members

- A) Applicants for membership will apply in a form satisfactory to the Board of Directors and will meet the requirements the Board may from time to time prescribe.
- B) Applicants approved and accepted by the NCAHBA, upon payment of dues, will become members of the NAHB and the Arkansas Home Builders Association (AHBA). While in good standing members will be entitled to the full benefits, services and privileges of the respective associations.

Sec. 3

Suspension and Revocation of Membership

- A) The Board of Directors by a two-thirds (2/3) vote may suspend or revoke the membership of any member.
 - 1. For failure to meet financial obligations to the NCAHBA OR
 - 2. For conduct detrimental to the NCAHBAThe member shall be given at least thirty (30) days notice in advance of the meeting of the Board at which the vote will be taken, and will be afforded a reasonable opportunity to be heard.
- B) A vote of two-thirds (2/3) of the Board will be required to reinstate any membership suspended or revoked under this section. Re-reinstatement shall be subject to the terms and conditions as the Board may impose.

Sec. 4

Meetings of the Members

- A) The annual meeting of the membership of the NCAHBA will be held on the second Thursday of November each year, or at such other time and the Board may designate, for the express purpose of electing officers of the NCAHBA, a Board of Directors and taking up such matters as may properly come before the general membership.
- B) Regular meetings of the membership of the NCAHBA will be held the second Thursday of each month, with the exception of December.
- C) Special meeting of the membership of the NCAHBA may be called by the President, or, if requested in writing, by a majority of the members of the Board of Directors.
- D) Notice of will be given of the date, time and location of all members at least three (3) days in advance.

Article 4: Initiation Fee & Dues

The dues of the NCAHBA will be payable at the following rate:

- A) \$400.00 per year for a Builder member
- B) \$400.00 per year for an Associate member.
- C) These dues will include those required for membership in the NAHB and the Arkansas Home Builders Association (AHBA) and will be remitted to the above mentioned associations by the NCAHBA Executive Officer.

Article 5: Board of Directors

Sec. 1

Composition and Authority

The Board of Directors will be the governing body of the NCAHBA. The NCAHBA at its annual meeting will elect up to 11 Directors. Ideally the majority of the Directors will be builder members. A Director so elected will hold office for one year from the date of installation, or, in the case of resignation, until a successor can be elected.

Sec. 2

Ex-officio Members

The President, Vice-President, Secretary, Treasurer (or secretary-treasurer) shall be ex-officio members of the Board of Directors with full voting privileges.

Sec. 3
Chairman

The President shall be the Chairman of the Board of Directors.

Sec. 4
Vacancies

Vacancies on the Board will be filled by appointment of the President Subject tot he concurrence of the majority of the Directors. Persons so appointed will serve until the next annual meeting of the membership.

Sec. 5
National & State Directors

The Board shall determine the method of selection of any National or State Directors and the Alternate Directors of which the NCAHBA is entitled under the provisions prescribed in the Bylaws of the NAHB and the AHBA The selection should be made only from among the Builder membership.

Sec. 6
Meetings

Meetings of the Board of Directors shall be held as follows:

- A) Regular meeting of the Board of Directors will be held monthly or bi-monthly at a time and place selected by the current Board members.
- B) Special meeting of the Board of Directors may be called by the President, or upon a request in writing, by a majority of the Directors.
- C) Notice of the date, time and location of all meetings will be given to the Directors at least three (3) days in advance.

Sec. 7
Voting

A simple majority vote will decide an issue provided a quorum is present.

Sec. 8
Quorum

The presence of two-thirds (2/3) of the Directors at a meeting will constitute a quorum.

Article 6: Elected Officers

The following Officers will be elected by the membership at its Annual Meeting and shall hold office of one (1) year from the date of election or until their successor(s) are elected.

- A) President: The President will be a Builder Member of the Association. The President will be the chief officer of this association and will preside at its meetings and those of the Board of Directors. The

President will be the spokesperson of this Association in matters of public policy. The President will appoint all committees and will perform all other duties usual of such office.

- B) Vice President: The Vice President will be a Builder Member of the Association and will perform duties that are assigned by the President. In the absence of the President, or upon direction, will perform all the duties of the President.
- C) Second Vice President: The Second Vice President will be an Associate Member of the Association. They will perform the duties that are assigned by the President.
- D) Treasurer: The Treasurer will be responsible to the Association for an accounting of all monies collected and disbursed by the Association and will provide a semi-annual report to the Board of Directors and an annual report to the membership. At the discretion of the President, the Treasurer may perform other duties appropriate to this office.
- E) Secretary: The Secretary will keep a record of all official proceedings of this Association and its Board of Directors including reports of the committees. At the discretion of the President, the Secretary may perform other duties appropriate to this office.
- F) When the functions of the Treasurer and/or Secretary are being performed by the Executive Officer an annual audit of the Treasurer and Secretary duties will be conducted by the Officers.
- G) Other Officers which which may be elected by the membership:
 - 1) National Director: Represents the Association at NAHB Board of Directors meetings.
 - 2) National Life Director: Must be filled by a National Director with 10 years in that office.
 - 3) State Representative/Director: Represents the Association at the Arkansas Home Builders Board of Directors meeting.
 - 4) Local Builder Director: Represents the builder members.
 - 5) Local Associate Director: Represents the associate members.
 - 6) Past President: Filled by the immediate Past President
 - 7) Past Secretary & Treasurer: Filled by the immediate past Secretary & Treasurer
 - 8) Program Director: Develops an annual program of monthly meetings.

Sec. 2

Succession of Office

- A) In the event of the absence, disability, disability, resignation or death of the President, then the Vice President will act as President of the NCAHBA. Should neither the President nor the Vice President be able to serve for any of the foregoing reasons, then the Treasurer shall act as President. The officer designated to act as President will serve until the Board of Directors names from among it's members a President to fill the unexpired term.
- B) In the event of a vacancy, other than the President, the Board will name, from among its members, a successor to fill the unexpired term.

Article 7: Voting, Quorums

- A) All members of the NCAHBA in good standing will be entitled to vote at the meeting of the membership, except as may be provided in other sections of the Bylaws.
- B) A simple majority vote will decide an issue provided a quorum is present. This section does not apply to voting on amendments to these Bylaws.
- C) The presence of 50 percent of the members in good standing at a meeting of the membership will constitute a quorum.

Article 8: Elections

Sec. 1

- A) There will be a Nominations Committee composed of the immediate Past President and 2 members appointed by the President. Appointments will be made and notice given to the membership at least three (3) days in advance of an election. The President designates the Chairman of the committee.
- B) The Committee will solicit the membership, consider recommendations, and will nominate at least one 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 elections and, upon direction of the President, perform appropriate duties.

Sec. 2

- A) The Association officers and directors will be elected at the Annual Meeting of the Membership. The Nominations Committee will submit its report at this meeting. Additional nominations may be made from the floor.
- B) Whenever only one nomination for an elective office is presented to the membership. Election will be by voice vote. Whenever more than one nomination is presented, vote will be by secret ballot. If more than two candidates are names for an office, a majority of members voting will be necessary to elect. If no candidate receives a majority, a second vote will be taken between the two leading candidates to fill the position.

Article 9: Committees

The President, with the advice and consent of the Board of Directors, will upon taking office establish standing committees for the NCAHBA, except as may be otherwise be specifically provided for in the Bylaws.

- A) The Chairman and members of all committees of the NCAHBA will be appointed by the President, except as may be otherwise be specifically provided for in the Bylaws.
- B) The President may, with the advice and consent of the Board of Directors, remove the Chairman or members of any committee appointed pursuant to this article.
- C) Special committees may be appointed by the President as he/she may from time to time deem advisable.
- D) Meetings of all committees will be determined by the Chairman with the approval of the President.
- E) A simple majority vote in committee will decide and issue provided a quorum is present.
- F) The presence of one half (½) of the committee members will constitute a quorum.

Article 10: Budget

- A) The fiscal year of the NCAHBA will commence on January 1st and end on December 31st of the calendar year.
- B) The Board of Directors will adopt a budget for each fiscal year, and the NCAHBA will function within the that budget. Any expenditures in excess of the approved budget must be authorized by the Board of Directors.
- C) Dues and monies collected by the NCAHBA will be placed in a depository selected by the Board of Directors. Payments from the funds of the NCAHBA will be made by the Treasurer and/or other persons authorized by the Board of Directors.

Article 11: Rules of Procedure

Roberts Rules of Order will govern the meeting of the NCAHBA provided by these Bylaws.

Article 12: Amendments

These Bylaws may be amended by a two thirds (2/3) vote of the Board of Directors at any meeting provided the attendance of the meeting constitutes a quorum AND that a copy of the proposed amendment had been provided, by email, mail or in person delivery, to each Board member at least 30 days in advance.

Article 13: Administrative Offices

- A) An Executive Officer (EO) may be employed by the Board of Directors as such rate or compensation as it deems fair and proper.
- B) The EO will serve as chief administrative officer of the NCAHBA. The EO will perform the duties and responsibilities delegated by the Board of Directors and all the functions usual to such office.
- C) The EO will be empowered to employ and supervise as adequate staff to carry on business of the NCAHBA as instructed by the Board of Directors, within the limitations of the fiscal budget.

Article 14: Membership

- A) Each member of the NCAHBA will receive a membership card and certificate annually upon payment of dues for the current year in such form as issued by the NAHB.
- B) Each member of the NCAHBA will become a member of the AHBA.
- C) The NCAHBA and its members may use on their stationery and literature the official logo of the NAHB.