

**CONSTITUTION AND BY-LAWS**  
(as amended November 29, 04)  
of the  
**HIGH COUNTRY HOME BUILDERS ASSOCIATION**

*Constitution*

**ARTICLE I – Name, Location, Affiliation**

- Section 1. The name of the Association shall be High Country Home Builders Association.
- Section 2. The principal office of the Association shall be 755 NC Highway 105 Bypass, Boone, North Carolina.
- Section 3. The Association is and shall be an affiliated Association of the National Association of Home Builders of the United States and the North Carolina Home Builders Association and shall abide by their respective By-Laws as amended from time to time.
- Section 4. The operations of the Association shall be conducted in the territory assigned to its jurisdiction now and hereafter by the National Association of Home Builders. The jurisdiction now is primarily Watauga and Avery counties, with membership option available to surrounding counties which do not have a local association.

**ARTICLE II – Purpose**

- Section 1. 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 the building industry in providing education, research and information for the benefit of the industry as a whole.
  - c. To assist in the formation and implementation of new laws and regulations at the National, State and Local level affecting the building industry.

- d. To assist in the accomplishment of the mutual objectives of the National Association of Home Builders of the United States and the Home Builders Association of North Carolina.
- e. To operate without profit and no part of the income of the Association shall be used to the benefit of any individual member of this association.

### **ARTICLE III - Code of Ethics**

Section 1. The builder members of this Association shall be limited to those persons and firms who shall subscribe to the following Code of Ethics.

- a. Members of this Association shall believe and affirm that:
  - (1) Home ownership should be within the reach of every American family.
  - (2) American homes should be well-designed, well-constructed and well-located in attractive communities, with educational, recreational, religious and shopping facilities accessible to all.
  - (3) American homes should be built under the free American enterprise system.
- b. To achieve these goals, we pledge allegiance to the following principals and policies:
  - (1) Our paramount responsibility is to our customers, our community and our country.
  - (2) Honesty is our guiding business policy.
  - (3) High standards of health, safety and sanitation shall be built into every home.
  - (4) Members shall deal fairly with their respective employees, subcontractors and suppliers.
  - (5) As members in 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.

- (6) All sound legislative proposals affecting our industry and the people we serve shall have our informed and vigorous support.
  - (7) We hold inviolate the free enterprise system and the American Way of Life. 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.
- c. We assume these responsibilities freely and solemnly, mindful that they are part of our obligation as members of this Association.

#### **ARTICLE IV - Amendments**

Section 1. This constitution may be amended by a majority vote of the Board of Directors and by a two-thirds vote of the members present at the meeting in which the vote is being taken. Amendments to be voted on shall be sent to the membership in writing 21 days prior to the vote.

## BY-LAWS ARTICLE I -

### **Membership**

Section 1. The members of this association shall be classed as builder, or associate, in accordance with the following sections.

Section 2. Qualifications for membership in this Association shall be as follows:

- a. Builder membership shall be open to any person, firm or corporation who is, or has been, in the business of building homes, apartments, schools, commercials, industrial or other structures normally related and appurtenant to a community, and who subscribes to the Code of Ethics of this Association, who is a general contractor currently licensed according to the laws of North Carolina, and who is of good character and business reputation; and who:
  - (1) Is a home builder in good standing with his or her community
  - (2) Is an employee of a firm or corporation holding a membership in the Association
  - (3) Is either individually or whose firm possesses a valid general contractor's license issued by the North Carolina Licensing Board for General Contractors. After having been accepted for membership, if the license of any individual or firm is subsequently revoked or actively suspended, without stay, by a final order issued after the exhaustion of any appeal, if applicable, by the North Carolina Licensing Board for General Contractors, such individual or firm shall be ineligible for continued builder membership in the Association
- b. Associate membership shall be open to any person, firm or corporation who is, or has been, engaged in any trade, industry, business or profession allied with or related to the business of developing land for or the building or remodeling of homes, apartments, schools, commercial, industrial, or other structures normally related and appurtenant to a community, and who subscribes to the Code of Ethics of this Association, and who is of good character and business reputation; and who:
  - (1) Is an associate in good standing with his or her community
  - (2) Is an employee of a firm or corporation holding a membership in the Association

### Section 3. Acceptance of Membership:

- a. Applicants for membership shall apply in a form satisfactory to the Board of Directors and subscribe to the Constitution and By-Laws of this Association, and meet such other requirements as the Board may from time to time prescribe.
- b. Applicants approved and accepted by the Board of Directors, upon payment of dues, shall be members of the National Association of Home Builders of the United States and the North Carolina Home Builders Association and while in good standing shall be entitled to the full benefits, services and privileges of the respective Associations.

### Section 4. Revocation and/or Reinstatement 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/her financial obligations to the Association
  - (2) conduct detrimental to this Association
  - (3) suspension or revocation of license by the North Carolina Licensing Board for General Contractors (in accordance with Article 1, section 2., subsection A-3)

The member shall be given at least thirty days notice in advance of the meeting of the Board of Directors at which the vote is to be taken, and shall be afforded a reasonable opportunity to be heard.

- b. A vote of two-thirds of the Board of Directors shall be required to reinstate any membership suspended or revoked under this Section. Reinstatement shall be subject to such terms and conditions as the Board of Directors may impose.

### Section 5. Meetings of the Membership:

- a. An annual meeting of the membership of this Association shall be held on the last Monday in November each year, or at such other time as the Board of Directors may designate, for the express purpose of electing the officers of the Association, a Board of Directors and taking up such matters as may properly come before the general membership. Installation of officers shall be at the annual Christmas party in December.

- b. Regular meetings of the membership of this Association shall be held on the last Monday of each month, or at such time as the Board of Directors may designate.
- c. Board of Directors meetings shall be held prior to the regular general membership meeting on the last Monday of each month, or at such other time as the President may designate.
- d. Special meetings of this Association may be called by the President or, if requested in writing, by a majority of the members of the Board of Directors.
- e. Notice shall be given of the date, hour, and place of all meetings to each member at least five days prior to the meeting.

## **ARTICLE II - Dues**

Section 1. The dues of this Association shall be paid annually at a rate as determined and set by the Board of Directors for both builder and associate members. Such dues shall include those required by the National Association of Home Builders of the United States and the North Carolina Home Builders Association which this Association shall collect and remit in accordance with the requirements of the National and State Associations. The dues also shall include the cost of each month's meal. Dues rates are subject to review on an annual basis and may be changed by a majority vote of the Board of Directors as may be required by National and State dues increases and/or other operating expenses.

Section 2. Dues will be billed by the Executive Officer during the month before each member's "anniversary month".

Section 3. Members may bring prospective members to a meeting with the meal cost to be born by the Association. Each prospective member is limited to one free meal and will be billed for all meetings after the first. Members may bring guests to general meetings at any time and will be billed for the cost of the meal.

## **ARTICLE III - Board of Directors**

Section 1. Composition and Authority. The Association at its Annual Meeting shall elect six (6) local Directors with at least three (3) to be builder members. A Director so elected shall serve for a three (3) year term or until their successors are elected and duly qualified.

Section 2. Ex-Officio Members. The President shall be an ex-officio member of the Board of Directors with full voting privileges.

Section 3. Chairman. The President shall be the Chairman of the Board of Directors.

Section 4. Vacancies. Vacancies on the Board of Directors because of disability, death, or resignation shall be filled by appointment of the President, subject to the concurrence of a majority of the Board of Directors. Persons so appointed will serve until the next Annual Meeting of the membership.

Section 5. Official action of the Board of Directors will be determined by a simple majority of the Board. At least fifty percent plus one of the Board members must be present to hold a Board of Directors meeting.

Section 6. Any Director or Officer of this Association missing three consecutive meetings without just cause will be replaced by the Board of Directors.

Section 7. The Board of Directors is authorized to hire an Executive Officer.

Section 8. The Board of Directors is authorized to appoint a Controller to keep an accurate accounting of all monies collected and disbursed by this association and who shall render an annual report to the membership.

#### **ARTICLE IV - Elective Officers**

Section 1. The following officers shall be elected by the membership at its Annual 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:

- a. President. The President shall be a Builder Member of the Association. The President shall be the Chief Officer of this Association and shall preside at its meetings and at those meetings of the Board of Directors. He shall be the official spokesperson of this Association in matters of public policy. He shall appoint all committees and shall perform all other duties usual to such office.
- b. Vice-President. The Vice-President shall be a Builder Member of the Association. He shall perform such duties as are assigned to him by the President. He shall, in the absence of the President, or upon his direction, perform all of the duties of the President.
- c. Secretary. The Secretary shall be either a Builder or Associate member. He shall be responsible for an accurate record keeping of all business minutes taken at the monthly meetings of the Board of Directors.

Section 2. 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 Secretary shall act as the President. The officer so designated to act as the President shall serve until such time as the Board Directors names from among its members a President to fill out the unexpired term.

- b. In the event of a vacancy, other than in the office of President, the Board of Directors shall name from among its members a successor to fill out the unexpired term.

#### **ARTICLE V - Voting and Quorums**

Section 1. All members of the Association in good standing shall be entitled to vote at meetings of the membership.

Section 2. A simple majority vote shall decide an issue provided a quorum is present.

Section 3. The presence of any members of the Association, who are in good standing and qualified to vote, will constitute a quorum.

#### **ARTICLE VI - Elections**

Section 1. There shall be a nominating committee composed of the President and four other members. This committee shall be appointed by the Board of Directors. The President shall designate the Chairman of the Committee. The Committee shall caucus the membership, consider recommendations, and shall nominate at least one candidate for each office to be filled (i.e. President, Vice-President, Secretary, and six Board of Director positions).

Section 2. The Association's officers and directors shall be elected at the Annual Meeting of the membership. The Nominating Committee shall submit its report for approval at the October Board of Directors meeting. A list of nominations will be circulated to the General Membership at least twenty-one days prior to the Annual Meeting.

Section 3. 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 nominated 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 on the two candidates receiving the largest number of votes.

## **ARTICLE VII - Committees**

Section 1. The President with the advice and consent of the Board of Directors shall upon taking office establish Standing Committees for this Association.

Section 2. The Chairman and members of all Committees of this Association shall be appointed by the President, with the advice of the Board of Directors.

Section 3. 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.

Section 4. Special Committees may be appointed by the President as he may from time to time deem advisable.

Section 5. Standing Committees. Standing Committees shall be as follows:

- a. Membership and Retention Committee
- b. Build-Pac Committee
- c. Publicity Committee
- d. Program Committee
- e. Fund Raising Committee
- f. Service Projects Committee
- g. Awards Committee
- h. Education Committee
- i. Christmas Party Committee
- j. Chamber of Commerce Expo Committee

Section 6. All Standing and Special Committees shall be monitored by the Vice-President or a member of the Board of Directors designated by the President of the Association.

## **ARTICLE VIII - Fiscal Year**

Section 1. The Fiscal Year of this Association shall be from January 1 through December 31.

## **ARTICLE IX - Budget and Finance**

Section 1. The Board of Directors shall present a budget for each fiscal year at the November meeting, and shall adopt a budget at the January meeting. This Association shall function within the total of this budget. Any expenditures in excess of an approved budget item must be authorized by the Board of Directors.

Section 2. Dues and other monies collected by this Association shall be placed in a depository selected by the Board of Directors. Payments from the funds of this Association

shall be made on the signature of either the Controller, Vice-President or President.

#### **ARTICLE X - Rules of Procedure**

Section 1. Robert's Rules of Order, as amended, shall govern the parliamentary procedure of the meetings of this Association. The strict adherence to the Robert's Rules of Order may be suspended, at the President's discretion, in order to expedite meetings, provided that the intent of the Rules are still met.

#### **ARTICLE XI - Amendments**

Section 1. These By-Laws may be amended by Board action with majority rule, and with consent of two-thirds of the membership present at the time of the vote.

#### **ARTICLE XII - Salaried Employee(s)**

Section 1. The Board of Directors is authorized to hire an Executive Officer at a salary negotiated and approved by a majority vote of said Directors. The Executive Officer's salary for service is to be based on the Executive Officer's duties which are to be performed on a monthly basis. The Executive Officer's salary for service is to be reviewed on a yearly basis.

Section 2. Duties of the Executive Officer

- a. Attend all local meetings
- b. Maintain financial records and submit monthly reports to State and National headquarters
- c. Publish monthly newsletter
- d. Arrange for monthly dinner meetings
- e. Issue new member certificates
- f. Track monthly mileage for reimbursement
- g. Handle all correspondence and all other duties assigned by the Board of Directors

### **ARTICLE XIII - Honorary Lifetime Memberships**

Section 1. Honorary Lifetime Memberships shall be granted by a majority vote of the Board of Directors to those entitled by the following criteria:

- a. The member should be retired from the business or profession related to their membership in the Association.
- b. The member must have been active in the Association and must have made major contributions to the Association.

Section 2. Dues to the High Country Home Builders Association will be waived. Membership and dues for the National Association of Home Builders of the United States and The North Carolina Home Builders Association will not be paid by the High Country Home Builders Association.

Section 3. Honorary Lifetime Members of this Association will be entitled to attend all meetings and enjoy all meals with the cost to be borne by the Association.

Section 4. Honorary Lifetime Members will be called upon from time to time for their advice and expertise, but may not serve as Officers or Directors and will not have voting privileges.

Section 5. Prospective Honorary Lifetime Members will be considered by the Board of Directors at the Annual Meeting in November, or any other time deemed appropriate by the Board.

### **ARTICLE XIV- Amendments**

Section 1. These By-Laws may be amended by a majority vote of the Board of Directors, and by a two-thirds vote of the members present at the meeting in which the vote is being taken. Amendments to be voted on shall be sent to the membership in writing 21 days prior to the vote.