

**Bylaws of the  
Ames Home Builders Association**

**Article I  
Affiliation**

Section 1. This Association is and shall be an affiliated Association of the National Association of Home Builders of the United States and the Home Builders Association of Iowa, and shall abide by their respective Bylaws, which may be amended from time to time.

Section 2. The operation of this Association shall be conducted in the territory assigned to its jurisdiction now and hereafter by the National Association of Home Builders.

**Article II  
Membership**

Section 1. CLASSES OF MEMBERSHIP. Membership in this Association shall be of four classes:

(A) BUILDER MEMBERSHIP which shall be open to any person, firm or corporation that is in the business of building or rebuilding homes, apartments, schools, commercial, industrial or other structures; and who performs this construction, or resides within the territorial jurisdiction of this Association; who is of good character and business reputation; agrees to abide by the Bylaws of this Association; and meets with the approval of the Board of Directors.

(B) ASSOCIATE MEMBERSHIP which shall be open to any person, firm or corporation engaged in any allied trade, industry or profession within the territorial jurisdiction of this Association; who is of good character and business reputation; agrees to abide by the Bylaws of this Association; and meets with the approval of the Board of Directors.

(C) HONORARY MEMBERSHIP which shall be open to any Builder or Associate member that has been active in this Association; who is no longer fully engaged in the home building industry; and meets with the approval of the Board of Directors. Honorary Members shall not be required to pay dues. Honorary Members shall be Ex-Officio Members of this Association without voting powers.

(D) STUDENT MEMBERSHIP which shall be open to any student of construction or related subjects; who is a member of any organized group in an accredited school during the current academic year and sponsored by a faculty advisor.

Section 2. ACCEPTANCE OF MEMBERS. Application for membership in this Association shall be made to the Membership Committee or Executive Officer of this Association and processed the following manner:

(A) All candidates shall submit their application on the form supplied by this Association containing an agreement to abide by the Bylaws and observe the Code of Ethics of the National Association of Home Builders.

(B) An Application for Membership shall be endorsed by one member in good standing and shall be accompanied by the current year's dues payment in full. All payments shall be returned in full if membership is not approved.

(C) The Membership Committee or Executive Officer shall investigate all applications for membership and make recommendations to the Board of Directors who will determine if the candidate will be elected to membership by two-thirds (2/3) of the Board of Directors.

(D) When elected to membership in this Association, applicant automatically becomes a member of the National Association of Home Builders and Homer Builders Association of Iowa, and while in good standing shall be entitled to the full benefits, services, and privileges of respective Associations. Honorary Members shall not automatically become members of the State or National Associations but, may elect to do so by paying the State and National dues.

(F) Any organized group of students of construction may be accepted as an Affiliated Student Chapter if it submits to this Association a formal application signed by its president and sponsoring faculty advisor certifying that it has the approval of the school.

Section 3. SUSPENSION AND REVOCATION OF MEMBERSHIP. The Board of Directors by a two-thirds vote provided a quorum is present, may be suspended or revoke the membership of any member for conduct detrimental to this Association.

(A) The member shall be given at least a thirty-day (30 day) notice for a hearing before the Executive Committee, and the Membership Committee shall determine if the matter should be brought to the attention of the Board of Directors.

(B) Any member who fails to pay his dues within ninety (90) days after said dues have become payable shall be automatically suspended from membership in the Association.

(C) Any member who files bankruptcy while a member of this Association shall automatically be suspended from membership.

(D) A vote of two-thirds of the Board, provided a quorum is present, 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.

### **Article III** **Dues**

Section 1. DUES. The dues of this Association shall be payable annually in advance at a rate established by the Board of Directors. Alternate payment plans may

be established from time to time for the purpose of membership retention at the discretion of the Executive Committee.

(A) These dues shall include those required for membership in the National Association of Home Builders of the United States and the Home Builders Association of Iowa which this Association shall collect and remit in accordance with the requirements of the National and State Associations as provided from time to time by the National and State Associations' Bylaws or Board of Directors' Resolutions.

#### **Article IV** **Meetings of the Membership**

Section 1. Meetings of the membership of this Association shall be held as follows:

(A) An annual meeting of the Membership of this Association shall be held each year, or at such time as the Board may designate for the express purpose of electing the Officers of this Association and a Board of Directors, and taking up such other matters as may properly come before the general membership.

(B) Regular meetings of the Membership of this Association shall be held quarterly and determined by the Board of Directors.

(C) Special meetings of the membership 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.

(D) Notice shall be given of the date, hour, and place of all meetings to each member at least three (3) days in advance.

#### Section 2. VOTING

(A) All members of this Association in good standing shall be entitled to vote at meetings of the Membership except as may be provided in the sections of these Bylaws. Firms, corporations or partnerships holding membership in the Association shall be entitled to only one (1) vote which shall be cast by a duly designated representative.

(B) A simple majority vote shall decide an issue provided a quorum is present at meetings of the Membership.

Section 3. QUORUMS. The presence of ten percent (10%) of the members in good standing with the Association shall constitute a quorum.

#### **Article V** **Board of Directors**

Section 1. COMPOSITION AND AUTHORITY. The Association at its Annual Meeting shall elect a President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Treasurer, Immediate Past President, State Directors, National Delegates and Alternate Directors.

These individuals shall be members of the Board of Directors with full voting powers. A Director shall be elected to hold office for one (1) calendar year. The Board of Directors shall be the governing body of the Association.

Section 2. EX-OFFICIO MEMBERS. Ex-officio officers of this Association and their voting power shall be as follows:

(A) The Immediate Past President of this Association shall be an Ex-officio Member of the Board for one (1) calendar year period with full voting powers.

(B) Past President, excluding the Immediate Past President, shall be Ex-Officio Members with no voting power unless duly elected as a member of the Board.

(C) National Life Delegates shall be Ex-Officio Members of the Board of Directors, provided their Life Delegate status was established while acting on behalf for this local Association for total prescribed years as stipulated by the National Association of Home Builders. National Life Delegates shall have full voting powers provided they have attended four (4) local Board meetings within the last twelve (12) months.

(D) Presidents of affiliated student chapters and sponsoring faculty advisors are entitled to attend the Association's Board of Directors' meetings in a liaison capacity with no voting powers.

(E) The City of Ames Building Official and Assistant Building Official shall be Ex-Officio Members with no voting power unless duly elected as a member of the Board.

(F) State Directors and National Delegates, as well as their Alternates, will be Ex-Officio Members with no voting power unless duly elected as a member of the Board.

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, resignation or unjustified absence of four (4) Board meetings in a calendar year period shall be filled by appointment of the President, subject to the concurrence of a majority of the Directors. Persons so appointed will serve until the next Annual Meeting of the membership.

(A) Any member of the Board of Directors may be removed from office if such a member becomes inactive in the business, files bankruptcy or shows lack of ethical scruples Committee of this Association.

Section 5. NATIONAL DELEGATES AND STATE DIRECTORS. The election of National Delegates, State Directors and Alternate Directors, to which the Association is entitled under the provisions and conditions prescribed in the Bylaws of the National and State Associations, shall be as follows:

(A) The Board of Directors at the Annual meeting shall elect National Delegates, State Directors, and membership of the incoming Board.

(B) Nominations for additional National Delegates shall be made from the membership of the Board.

(C) The Nominations committee shall nominate the State Directors from the membership of the Board.

(D) A Director so elected shall implement, regardless of personal opinion, the directives of the Board at State and National Association meetings to include, but not limited to, voting.

Section 6. MEETINGS. Meetings of the Board of Directors shall be held as follows:

(A) Regular meetings of the Board of Directors shall be held on the first Tuesday of each month or such other time as the Board may elect.

(B) Special meetings of the Board of Directors may be called by the President or upon the formal request by a majority of the Directors.

(C) Notice of the date, hour, and place of all meetings shall be given to the Directors at least three (3) days in advance.

Section 7. VOTING.

(A) All members of the Board of Directors shall be entitled to vote at Board meetings except as may be provided in other sections of these Bylaws.

(B) A simple majority vote shall decide an issue at any meeting of the Board of Directors. This Section shall not apply to voting on amendments to these Bylaws.

Section 8. QUORUMS. The presence of ½ of the current members of the Board of Directors shall constitute a quorum.

## **Article VI** **Elective Officers**

Section 1. The following Officers shall be elected by the general membership at its Annual Meeting and shall hold office for a term of one calendar year period. An Officer shall not hold the same office for more than (2) consecutive calendar year periods.

(A) President. The President shall be the chief officer of this Association and shall preside at its meetings and those of all the Board of Directors and Executive Committee. The President shall be the official spokesman of this Association in matters of public policy. The President may appoint all committees, may be an ex-officio member of all committees, and shall perform all other duties usual to such office.

(B) 1<sup>st</sup> Vice President. The 1<sup>st</sup> Vice President shall perform such duties as are assigned by the President. The 1<sup>st</sup> Vice President shall, in the absence of the President,

perform all the duties of the President. The 1<sup>st</sup> Vice President shall serve on the Executive Committee and oversee the Parade of Homes.

(C) 2<sup>nd</sup> Vice President. The 2<sup>nd</sup> Vice President shall oversee keeping a record of all the official proceedings of this Association and its Board of Directors meetings. The 2<sup>nd</sup> Vice President shall serve on the Executive Committee and oversee the Home + Garden Show. Upon direction of the President, the 2<sup>nd</sup> Vice President may perform other duties appropriate of the office.

(D) Treasurer. The Treasurer shall be responsible to the Association for an accounting of all monies collected and disbursed by the Association and shall render a monthly report to the Board of Directors. The Treasurer shall also serve on the Executive Committee. Upon direction of the President, the Treasurer may perform other duties as appropriate to this office.

## Section 2. SUCCESSION OF OFFICE.

(A) In the event of the absence, disability, resignation, death or other incapacity of the President, the Vice President shall act as President of the Association. The officer so designated to act as President shall serve until such time as the Board of 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 the President, the Board of Directors, shall be named from among its members a successor to fill out the unexpired term.

(C) Determination of whether or not an officer is incapacitated shall be within the sole and exclusive discretion of the Board of Directors, whose decision on such matters shall be final.

(D) Any officer may be removed from office if such officer becomes inactive in the business, files bankruptcy or shows lack of ethical scruples, subject to the concurrence of a majority of directors.

## Section 3. TERM LIMITS

(A) All Board members will have a limit of six years on the Board unless the Board member is completing their year as Immediate Past President. Life Delegates are exempt from term limits.

(B) Incoming Board members can serve on the Board for two years, then must either enter the officer line (2<sup>nd</sup> Vice President to 1<sup>st</sup> Vice President to President to Immediate Past President) or become the Treasurer or resign from the Board.

## **Article VII** **Executive Officer**

Section 1. An Executive Officer may employed or contracted by the Board of Directors at such a rate of compensation as it deems fair and proper.

(A) The Executive Officer shall serve as chief administrative officer of this Association. The Executive Officer shall perform the duties and responsibilities delegated to such person by the Board of Directors, the Executive Committee and the President; and to perform all other function usual to such office.

(B) The Executive Officer shall be empowered to supervise any staff to carry on the business of this Association as instructed by the Board of Directors, the Executive Committee and the President. The rate of compensation shall be those that the Board may deem fair and proper, within the limitations of the fiscal budget.

Section 2. A Legal Counselor may be employed by the Board of Directors from time to time at such rate of compensation as it deems fair and proper.

(A) The Legal Counselor shall be an attorney-at-law who is licensed to practice within the territorial jurisdiction of this Association.

(B) The Legal Counselor shall advise the Officers, Directors, and various Committees of this Association in legal matters and shall represent the Association in special interest cases as the Board of Directors deems appropriate.

### **Article VIII** **Elections**

#### Section 1. NOMINATING COMMITTEE.

(A) The Nomination Committee shall be composed of the Immediate Past President, the Vice President, the President, and two (2) additional Members appointed by the President. Appointment shall be made before the October Board meeting in the calendar year period. The President shall be the Chairman of this Committee.

(B) The Committee shall solicit the membership, consider recommendations, and shall nominate Officers and local Directors.

(C) The Committee shall prepare for publication to all members at least seven (7) days prior to the Annual Meeting, a report of the Committee's recommended nominations for each Office and Directorship.

#### Section 2. NOMINATIONS AND VOTING.

(A) The Nominating Committee's slate of candidates shall be prepared on ballots to include the member's name and company to correspond to the position being sought for election.

(B) Additional nominations may be made from the floor with the following provisions:

1. Each nomination must be accompanied with a supporting Petition to include ten signatures of members in good standing with the Association.

2. Nominations for President are invalid unless the candidate so nominated has served as an officer for at least one (1) year at some time in the past. Nominations of any other Office are invalid unless the candidate so nominated has served on the

Board of Directors at some time in the past, or has served as a Committee Chairman, and in this capacity has attended at least three (3) Board meetings during the last calendar year period.

3. There shall be no restrictions for nominations for the position of Director except as may otherwise be specifically provided for in these Bylaws.

(C) Nominations from the floors shall be added to the ballot manually by each qualifying member in the space allocated for such purpose.

(D) If there are no nominations from the floor, the nominations shall be considered closed.

(E) There shall be no proxy votes.

(F) Members in good standing may vote by absentee ballot, provided said ballot is received before elections take place at the Annual Meeting of the Membership.

(G) The candidates receiving the most votes for Office and Directorship shall be considered elected. In case of a tie, the additional ballot votes shall be cast by qualifying members on forms provided for this specific purpose.

## **Article IX** **Committees**

Section 1. The President with the advice and consent of the Executive Committee 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 of all committees of the Association shall be appointed by the President except as otherwise specifically provided for in these Bylaws. The President may appoint Committee Members. Where the President does not appoint complete Committee personnel, each Committee Chairman shall appoint Committee members.

Section 3. A 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.

Section 5. Meetings of all Committees shall be upon the call of the Chairmen with the knowledge of the Executive Officer except as otherwise specifically provided for in these Bylaws.

Section 6. Committee Chairmen who are not members of the Board of Directors, are encouraged to attend all Board meetings the calendar year period.

Section 7. A simple majority vote in the Committee shall decide an issue provided a quorum is present.



Section 8. A quorum for any committee meeting shall be those members present to include not less than three members.

Section 9. There shall be the following Standing Committee including all others as specifically provided for in these Bylaws.

(A) THE EXECUTIVE COMMITTEE shall consist of the President who shall be the Chairman of this Committee, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Treasurer, and Immediate Past President. This Committee shall conduct the affairs of the Association in accordance with the Constitution and Bylaws and with the policies, budgets, and instructions of the Board of Directors. It shall be the Policy and Steering Committee of this Association and shall be responsible for implementation of all matter of policy and public statement subject to the approval of the Board of Directors.

1. Special meetings may be held upon the call of the President or the majority of the other members of this Committee. Reasonable notice shall be given of the time and place of the special meeting, and members calling such a meeting must be in attendance for the meeting to be valid.

2. This Committee is also the Ethics Committee, and shall review such matters that are applicable to the conduct of the membership in the Association. The Committee shall hold hearings, when deemed appropriate, and shall make recommendations to the Board of Directors provided action needs to be taken.

3. This Committee is also the Finance Committee and with the Executive Officer, shall be responsible for establishing a budget for each calendar year period to insure the proper functioning of the Association's staff and activities. Final approval and adoption of the budget shall be made by the Board of Directors and this Association shall function within the total of such budget.

4. The Committee shall evaluate staff performance, and shall review all actions and recommendations of the Association's committees. When deemed appropriate, the Committee shall bring such evaluations and recommendations to the attention of the Board of Directors.

5. The Committee shall perform such other duties to insure that the Association's position on current issues, goals, policies, and programs are meeting the needs of the membership.

(B) THE PARADE OF HOMES COMMITTEE shall consist of not less than two (2) members selected from the general membership of this Association. The 1<sup>st</sup> Vice President shall serve as Chair to this Committee.

(C) THE HOME + GARDEN SHOW COMMITTEE shall consist of not less than two (2) members selected from the general membership of this Association. The 2<sup>nd</sup> Vice President shall serve as Chair to this Committee.

(D) THE AD HOC COMMITTEES will be created from the President and Committee members will be appointed by the President.

## **Article X** **Finances**

Section 1. The financial year of this Association shall be the year commencing on the first day of January and terminating on the last day of December.

Section 2. Dues and other monies collected by the Association shall be placed in a depository selected by the Board of Directors. Payments from the funds of the Association shall be made on two signatures which may include the Executive Officer, the Administrative Secretary or designated Board members.

Section 3. The Executive Officer and senior staff secretary may be bonded by the Association at its expense for an amount to be determined by the Board of Directors.

Section 4. Any expenditure in excess of the Approved Annual Budget must be authorized by the Board of Directors.

Section 5. There shall be annual review of the finances of this Association by an independent Certified Public Accountant which shall be submitted to the Board of Directors. The Board shall review annual the qualifications of the Accountant and shall re-employ said Accountant if the Board deems it fair and proper.

## **Article XI** **Councils**

Section 1. This Association may have an Associates Advisory Council, a Developers' Council and other councils as may be authorized by the Board of Directors to service the various and specialized interests of members. The Board of Directors shall consider the following criteria in authorizing councils:

(A) A need and general interest in such a council.

(B) A written request for such a council submitted by members in good standing indicating their willingness to participate as members in the specific or particular council upon its authorization.

(C) A Statement of purpose and objectives of the council not in conflict with the objectives and Bylaws of this Association and of a previously established council of this Association.

Section 2. Council membership shall be open to any member in good standing with this simultaneously if the member has vested interests in the purpose and objectives of the specific councils.

Section 3. Each council shall operate on a calendar year basis.

Section 4. Each council may hold an annual meeting during the calendar year.

Section 5. The amount for dues and assessments and when payable for council membership, if any, shall be determined by the Association's Board of Directors.

Section 6. Each council shall prepare and submit to the Association's Board of Directors for approval an overall program for the council and a budget recommendation for the council for each calendar year.

Section 7. Council members shall not have authority to enter into agreements binding or obligating the Association or creating financial obligations outside its approved budget without expressed approval of the Association's Board of Directors.

Section 8. All council meetings and activities shall be programmed, administered and coordinated through the Association's office.

## **Article XII** **Emblem**

This Association and Members of this Association may use on their stationery and literature the official emblem of the National Association of Home Builders of the United States, or Home Builders Association of Iowa, or Home Builders Association of Ames.

## **Article XIII** **Notices**

Members shall furnish the Executive Officer with their contact information. The notice to the last known contact shall be deemed service of such notice or notices upon them as of the date of mailing.

## **Article XIV** **Rules of Procedure**

Robert's Rules of Order shall govern the parliamentary procedure of the meetings of the Association provided for in these Bylaws.

## **Article XV** **Amendments**

Section 1. These Bylaws may be amended, altered, substituted, or repealed by a two-thirds (2/3) vote of the Board of Directors at any meeting provided (a) the attendance of such meeting constitutes a quorum, and (b) that a copy of any proposed amendments have been mailed to each member of the Board at least seven (7) days in advance.

Adopted this 3<sup>rd</sup> day of December, 2019 in Ames, Story County, Iowa.

Justin Dodge, 2019 President  
Ames Home Builders Association

ATTEST:  
Chad Saemisch, 2019 1<sup>st</sup> Vice President  
Ames Home Builders Association