

BYLAWS

**HOME BUILDERS ASSOCIATION OF GEORGIA
ASSOCIATES' COUNCIL**

As of 12/1/2010

TABLE OF CONTENTS

ARTICLE I -	NAME AND OBJECTIVES	3
ARTICLE II -	MEMBERSHIP	4
ARTICLE III -	DUES	4
ARTICLE IV -	EXECUTIVE COMMITTEE	5
ARTICLE V -	NOMINATION AND ELECTION	5
ARTICLE VI -	OFFICERS	8
ARTICLE VII-	COMMITTEES	10
ARTICLE VIII -	MEETINGS AND QUORUMS	10
ARTICLE IX -	ORDER OF BUSINESS	11
ARTICLE X -	AMENDMENTS	11

BYLAWS
OF THE
HBAG ASSOCIATES COUNCIL

ARTICLE I
NAME AND OBJECTIVES

Sec.1 The name of this organization is the Associates Council of the Home Builders Association of Georgia (HBAG).

Sec. 2 The objectives of the Council will be:

- (a) To promote membership and retention in the local Georgia associations.
- (b) To oversee matters relating to the associate members of HBAG.
- (c) To foster cooperation and facilitate the exchange of information and ideas among the Council's members.
- (d) To improve communications and understanding between the Council's members and the Officers and Staff of the HBAG and local Georgia associations.
- (e) To identify key issues within the housing industry and provide appropriate education to the Council's members to enable them to maximize their support to the HBAG and their local memberships.

ARTICLE II
MEMBERSHIP

Sec. 1 Membership in the HBAG Associates Council shall be open to all persons qualifying under the following classifications:

- (a) The NAHB Associate National Director.
- (b) All Past HBAG Associate Vice Presidents provided they are members in good standing.
- (c) The associate representatives to the NAHB Associate Advisory Committee.
- (d) Any associate member submitted and approved by their local association and appointed to the Council by the HBAG President.
- (e) The HBAG President & Executive Vice President shall serve as ex officio members of the Council.

Sec. 2 Any member of the Council, who ceases to maintain the qualifications for membership in their local association, shall automatically cease to be a member of the HBAG Associates Council.

ARTICLE III
DUES

Sec. 1 There shall be no annual dues or fees.

ARTICLE IV
EXECUTIVE COMMITTEE

Sec. 1 The Executive Committee will be composed of the following:

- (a) The Associate Vice President
- (b) The Associate Vice Chair
- (c) The Immediate Past Associate Vice President
- (d) All other Past Vice Presidents provided they are members in good standing.

Sec. 2 The Executive Committee is the governing body of the HBAG Associates Council and is charged with the responsibility of administering its business, and carrying out policies determined by the members of the Council.

Sec. 3 The Executive Committee will meet at least two times a year.

ARTICLE V
NOMINATION AND ELECTION

Sec. 1 On or before July 1st of each year, the Associate Vice President will appoint a Nominating Committee of three (3) members composed of:

- (a) The Immediate Past Associate Vice President, who will serve as chair; and
- (b) Two members from the membership-at-large who are not presently serving on the Executive Committee.
- (c) A quorum shall consist of two (2) members, one being the chair.

Sec. 2 It will be the duty of the Nominating Committee to select one or more candidates for each of the following offices:

- (a) For Associate Vice President – one or more candidates who have a minimum of three (3) full years of experience as a member of the HBAG Associates Council.
- (b) For Associate Vice Chair – one or more candidates who have a minimum of two (2) full years of experience as a member of the HBAG Associates Council.
- (c) For submission for membership on the HBAG Board of Directors – seven or more members representing the seven HBAG Areas (not including the Vice Chair’s Area) who have a minimum of two (2) full years of experience as a member of the HBAG Associates Council. In the event there is not a potential candidate for an HBAG Area, the position will be left vacant.
- (d) The seven elected members from (c) and the Associates Council Vice Chair will be submitted to the HBAG Board of

Directors for confirmation of a one year term on the HBAG Board.

Sec. 3 The report of the Associates Council Nominating Committee will be published and sent to all members of the HBAG Associates Council no later than 30 days prior to the first day of the HBAG Annual Meeting.

Sec. 4 Additional nominations of qualified candidates may be made from the floor during the Council's Annual Meeting of the membership.

Sec. 5 The election of officers will be conducted by the Associate Vice President at the Annual Meeting of the membership of the Associates Council. Each member will be entitled to one (1) vote or ballot for each of the positions to be filled.

- (a) The ballots will be counted by a Teller Committee composed of two (2) active members appointed by the Associate Vice President. The results of voting shall be certified in writing to the President.
- (b) In the event of a tie vote, a re-balloting will be conducted for the specific position.

Sec. 6 The officers shall assume office as of October 1 of the year of election and the submitted Directors as soon as confirmed by the HBAG Board.

Sec. 7 The Associate Council Chairman, Will serve a two year term. The Associates Council's Vice Chair will be eligible for two (2) consecutive terms. There shall be no limitation as to how many consecutive terms an elected Associate member can serve on the HBAG Board of Directors

ARTICLE VI OFFICERS

Sec. 1 The Associate Council Chairman will be nominated, elected and recommended to the HBAG Nominating Committee as herein provided and will serve a two (2) year term or until a successor is duly elected and qualified. The Associate Council Chairman will preside at all meetings of the HBAG Associates Council and the HBAG Associates Council Executive Committee. Between meetings, the Associate Council Chairman has the authority and responsibility to represent the HBAG Associates Council in accordance with Council policies. The Associate Council Chairman will appoint all committees. The Associate Council Chairman will perform all other duties usual to such office. The Associate Council Chairman will represent the Council on the HBAG Executive Committee and the HBAG

Senior Officers Committee. The Associate Council Chairman will provide the full support and services of the Council to the HBAG President.

Sec. 2 There will be one (1) Associate Vice Chair nominated and elected as provided herein, for a one (1) year.

(a) The elected Associate Vice Chair will serve as the presiding officer of the Associates Council's Executive Committee in the absence of the Associate Council Chairman.

Sec. 7 The Associate Vice President, having served one (1) full term, will not be eligible to serve two (2) consecutive terms. The Associates Council's Vice Chair will be eligible for two (2) consecutive terms, and after serving two (2) consecutive terms, is not eligible for reelection to that office until one (1) year has elapsed. There shall be no limitation as to how many consecutive terms an elected Associate member can serve on the HBAG Board of Directors

Sec. 8 Vacancies occurring among the voting members of the Associates Council's Executive Committee will be filled by Associates Vice Presidential appointments.

ARTICLE VI

OFFICERS

Sec. 1 The Associate Vice President will be nominated, elected and recommended to the HBAG Nominating Committee as herein provided and will serve a one (1) term, or until a successor is duly elected and qualified. The Associate Vice President will preside at all meetings of the HBAG Associates Council and the HBAG Associates Council Executive Committee. Between meetings, the Associate Vice President has the authority and responsibility to represent the HBAG Associates Council in accordance with Council policies. The Associate Vice President will appoint all committees. The Associate Vice President will perform all other duties usual to such office. The Associate Vice President will represent the Council-on_the HBAG Executive Committee and the HBAG Senior Officers Committee. The Associate Vice President will provide the full support and services of the Council to the HBAG President.

Sec. 2 There will be one (1) Associate Vice Chair nominated and elected as provided herein, for a one (1) year term.

(b) The elected Associate Vice Chair will serve as the presiding officer of the Associates Council's Executive Committee in the absence of the Associate Vice President.

- (c) In the event the Associate Vice President is disqualified, resigns, or becomes unable for any reason after election to fulfill the duties of the Associate Vice President, the Associate Vice Chair will be recommended to the HBAG Nominating Committee to serve the balance of the Associate Vice President's term.

ARTICLE VII

COMMITTEES

Sec. 1 The Associate Vice President will appoint such standing and special committees as necessary, or as designated by the Council's Executive Committee, in order to best serve the interest of the Council. All committees will report their findings or recommendations to the Associate Vice President prior to public release.

Sec. 2 Any recommendations by a committee, except the Associate Nominating Committee, will be subject to the approval of the Associate Executive Committee.

ARTICLE VIII

MEETINGS AND QUORUMS

Sec. 1 The Annual Meeting of the Membership of the Associates Council will be held during the annual HBAG meeting.

- (a) A quorum at meetings of the Associates Council will exist if, after proper notice, at least 30% of the members are present.
- (b) A quorum at Associates Council Executive Committee meetings will exist if, after proper notice, three (3) members are present.

ARTICLE IX

ORDER OF BUSINESS

Sec. 1 In its order of business and general conduct, the Associates Council will conform to customary rules and customs.

- (a) If questions arise without procedure having been established, Roberts Rules of Order will govern on all matters not specifically covered herein.

ARTICLE X

AMENDMENTS

Sec. 1 The procedures (Bylaws) may be amended at any regular meeting of the Associates Council, provided notice of the proposed amendment is publicized to the entire membership of the Associates Council at least thirty (30) days prior to the meeting. A majority vote is required for passage. In addition, any such amendments must be consistent with the policies of the HBAG and with the HBAG Bylaws. Notice of proposed amendments must be given to the HBAG Bylaws Committee and Executive Committee prior to being sent to the HBAG Board of Directors. Any amendments will become official upon approval by the HBAG Board of Directors.