



# HOME BUILDERS ASSOCIATION EAST CENTRAL ILLINOIS

To apply for membership, print and complete application form and return it with a check for \$390.00 to:  
HBAECI; 701 Devonshire C-50; Champaign IL 61820

## APPLICATION FOR BUILDER MEMBERSHIP

Office Use Only	
QB	
Excel	
Web	
Email	
NAHB	
HBAI	
Board	

### PART I - Member Directory, Website, and Contact Information *(Please Print)*

\* NAME \_\_\_\_\_ TITLE \_\_\_\_\_  
 \* COMPANY \_\_\_\_\_ # Local Employees \_\_\_\_\_  
 \* BUSINESS STREET ADDRESS \_\_\_\_\_ \* PO BOX \_\_\_\_\_  
 \* CITY \_\_\_\_\_ \* STATE \_\_\_\_\_ \* ZIP \_\_\_\_\_ COUNTY \_\_\_\_\_  
 \* BUSINESS PHONE \_\_\_\_\_ \* BUSINESS FAX \_\_\_\_\_  
 \* EMAIL \_\_\_\_\_ Builder \_\_\_ Developer \_\_\_

\* All of the above information is posted on [www.hbaeci.com](http://www.hbaeci.com) unless otherwise directed.

\_\_\_\_ Please **DO NOT** list my \_\_\_\_\_



### PART II - For Office emergency use only. *(Please Print)*

HOME PHONE \_\_\_\_\_ HOME FAX \_\_\_\_\_  
 CELL PHONE \_\_\_\_\_ NEXTEL DIRECT CONNECT \_\_\_\_\_



### PART III - Election Information. *(Please Print)*

\_\_\_\_ Yes, I wish to have my Website linked to [www.hbaeci.com](http://www.hbaeci.com) for a one time fee of \$50. Please include payment with application.

WEB ADDRESS: WWW. \_\_\_\_\_



### PART IV - Selection Information. *(Please Check)*

\_\_\_\_ I understand my one FREE Business Listing is Builders/Developers.  
 \_\_\_\_ I have selected Additional Listings for the Website and Membership Directory at an annual cost of \$25 each from page three.  
 Please include first year's payment and page 3 with application.



### PART V - Sponsor Information. *(Please Print)*

Which current HBAECI Member is sponsoring your application for membership?  
 Name \_\_\_\_\_ Company \_\_\_\_\_

Your application will be submitted at the next board meeting for acceptance into HBAECI.



*I hereby give HBAECI permission to contact me with information, reminders, sponsorship opportunities at any of the above listed address, phones, fax, or email.*

Signature \_\_\_\_\_ Date: \_\_\_\_\_

*(Please Print)* Name \_\_\_\_\_

Suggested Topic for Membership Dinner Speaker: \_\_\_\_\_

For information call: 217-239-4663 FAX: 217-239-2059 Email: [hbaeci@yahoo.com](mailto:hbaeci@yahoo.com)

[www.hbaeci.com](http://www.hbaeci.com)

Revised  
1/1/2011

# MEMBERSHIP INFORMATION

Home Builders Association East Central Illinois (HBAECI) welcome membership applications from builders, remodelers, land developers and all businesses which supply and/or serve the building industry.

## THREE MEMBERSHIPS — ONE DUES

Annual Dues in the HBAECI are \$390.00 per year.



Of that total: **\$150** is sent in to the **National Association of Homes Builders** for your national membership. National membership allows you access to all of the services, information, discounts and seminars available through the **NAHB**. As a builder member of **NAHB**, you receive *Builder Magazine*, published monthly, and the *Nation's Building News*, published biweekly except in July, August, and December.



**\$165** is sent in to the **Home Builders Association of Illinois** for your state membership. State membership allows you access to all of the services, information, discounts and seminars available through the **HBAI**.



The remaining **\$75** goes for your local membership in the **HBAECI**. Local Membership includes listing/s on the **HBAECI** Website and in the membership directory published bi-yearly. It also includes a subscription to the monthly newsletter and direct communication regarding all upcoming events.

"2011 Dues payments to **HBAECI** are not deductible as charitable contributions for federal income tax purposes. However, dues payments may be deductible as an ordinary and necessary business expense, subject to an exclusion for lobbying activity. Because a portion of your dues is used for lobbying by **NAHB** (18%/\$27.00) and **HBAI** (10.75%/\$17.74) a total of 44.74 is not deductible for income tax purposes.

Please complete the application on the reverse side of this sheet, page three for category selection and return to us with your membership dues and any elective services you select.

Thank you for your interest. If you have any further questions, please call me at 217-239-HOME or email me at [hbaeci@yahoo.com](mailto:hbaeci@yahoo.com).

A handwritten signature in blue ink that reads "Rita R. Head".

Rita R. Head  
President/CEO  
Phone: 217-239-HOME  
Fax: 217-239-2059  
Email: [hbaeci@yahoo.com](mailto:hbaeci@yahoo.com)  
Web: [www.hbaeci.com](http://www.hbaeci.com)  
FACEBOOK: [www.facebook.com/hbaeci](http://www.facebook.com/hbaeci)

# CATEGORY SELECTION LIST

(PLEASE choose your free category and any additional categories (at an annual cost of \$25 each) from this list.)

**Additional Listings in Blue Book and on HBAECI's Website.** Builder, Associate, Subscriber and Affiliate members are entitled to one (1) free listing in the Membership Directory "Blue Book of the Building Industry" and on the HBAECI's Website. **ADDITIONAL LISTINGS ARE \$25 EACH ANNUALLY.** We are planning on publishing the Blue Book twice a year. Opportunities for advertising in the Blue Book are given prior to publication. If you would like to be listed under additional categories, please make those selections below. If this form is not returned, we will place you in your free category where we see the best fit. This form and additional payment must be submitted with your membership application. New members will be included in the next edition. If you have any questions, please call Rita at 217-239-HOME.

- |                                         |                                          |                                               |
|-----------------------------------------|------------------------------------------|-----------------------------------------------|
| 1. Accountants/CPAs                     | 28. Equipment Rental                     | 55. Media/Marketing/Advertising               |
| 2. Air Purification                     | 29. Erosion Control Installation         | 56. Mortgage Lenders                          |
| 3. Appraisers                           | 30. Excavation/Site Development          | 57. Painting & Decorating Products            |
| 4. Attorneys                            | 31. Fencing                              | 58. Painting Contractors/Services             |
| 5. Banks                                | 32. Financial Institutions               | 59. Patio Construction & Paverl               |
| 6. Builders/Developers                  | 33. Fireplaces                           | 60. Photography                               |
| 7. Basement-Remolding                   | 34. Flooring                             | 61. Plumbing Contractors                      |
| 8. Building Materials Brick & Concrete  | 35. Foundation Contrator                 | 62. Pools/Spas/Saunas                         |
| 9. Building Materials Lumber            | 36. Framing Contractors                  | 63. Real Estate Developers                    |
| 10. Cabinets/Custom Cabinets            | 37. Furniture                            | 64. Realtors                                  |
| 11. Car Dealers                         | 38. Garages                              | 65. Remodelers                                |
| 12. Carpenters/Carpentry                | 39. Government                           | 66. Roofing Supplies & Service                |
| 13. Carpentry Interior Trim             | 40. Gutters                              | 67. Roofing/Siding                            |
| 14. Carpet Cleaning                     | 41. Heating/Air Conditioning Contractors | 68. Security Systems                          |
| 15. Central Vacuum                      | 42. Heating/Plumbing/Air Conditioning    | 69. Siding/Trusses                            |
| 16. Closets/Storage                     | 43. Home Supply Centers                  | 70. Stone                                     |
| 17. Concrete Contractors                | 44. Home Staging                         | 71. Sunrooms                                  |
| 18. Concrete Products and Supplies      | 45. Home Theaters/ Audio Systems         | 72. Suppliers                                 |
| 19. Countertops/Fabricators/Granite     | 46. Hotels                               | 73. Technology & Communications               |
| 20. Custom Homes                        | 47. Insulation                           | 74. Title Companies                           |
| 21. Decks & Pargolas                    | 48. Insurance Agencies                   | 75. Utility Companies                         |
| 22. Decorators                          | 49. Kitchen & Bath Appliances            | 76. Wallpaper                                 |
| 23. Drywallers                          | 50. Kitchen & Bath Remodeling            | 77. Warranty Companies                        |
| 24. Dumpsters                           | 51. Landscape/Nurseries/Services         | 78. Water Consultant                          |
| 25. Electrical Contractors/Electricians | 52. Lawn Sprinklers                      | 79. Window Treatments                         |
| 26. Electrical Supplies                 | 53. Lighting Fixtures                    | 80. Windows/Doors Materials &<br>Installation |
| 27. Engineering Services                | 54. Manufactures - Wall Panel            |                                               |

If your information changes during the year, please notify the office via email (hbaeci@yahoo.com) or fax (217-239-2059) **immediately** so that we can made the changes to our database and on the Website (www.hbaeci.com).

**CATEGORIES**

I want my free listing to be #\_\_\_\_\_

I would like my company listed under the following additional categories in the HBAECI membership "Blue Book" and on the

HBAECI Website. I understand I will be invoiced \$25 for each additional listing annually.

#\_\_\_\_\_ #\_\_\_\_\_ #\_\_\_\_\_ #\_\_\_\_\_ Authorization

Signature: \_\_\_\_\_

# JOIN A 2011 TEAM!



Sign ups for the committee/s that interests you below. All HBAECI committees have openings for the 2011 year. Select more than one to guarantee yourself a spot— Here's what you GAIN:

**Contacts** - Both within the committee and greater recognition by the membership.

**Recognition** - In the HBAECI e-newsletter *On the Level*.

**Visibility** -Get involved and you'll get noticed. Get noticed and you'll get sales and profit. Participation in association activities gets you and your company free publicity in front of potential clients.

**Satisfaction** - Knowing you are contributing to the further growth and success of your association.

**Information** - Firsthand knowledge of what's happening on the local, state and national levels. You hear it first.

*Committee terms are no longer than three years - this is not a lifetime commitment.*

*Committee assignments are approved by the board of directors. See bylaws for details.*

## Committees:

**BUSINESS ENHANCEMENT Committee-** Chair, Nicole Thompson, McGuire Custom Homes. **No openings**

**PROGRAM Committee:** Ben Mast, Clifton Gunderson, Chairman. Meets monthly, plans our dinner programs. Seeking members who have ideas on speakers, like to mix and mingle.

**GOLF Committee:** Steve Meid, Signature Homes, Chairman. Meets monthly from January to May, plans and executes the HBAECI Golf Outing. Seeking members who enjoy golf, have golf outing experience, don't take it too seriously (we do have duffers:) and like to have a great time.

**LEGISLATIVE Committee:** Jenny Park, Meyer Capel, Chairman. Meets quarterly as needed.

Reviews local legislative issues. Seeking members who are interested and knowledgeable about issues facing our industry.

**SHOWCASE Committee:** Bob Dillow, Attorneys' Title Guaranty Fund, Chairman. Meets monthly December to Showcase. Plans all public activities of Showcase of Homes. This year Whisper Meadows, Mahomet is the selected site. Seeking members who are interested in keeping this great event going as strong as ever. Marketing background a plus.

**\*NEW\* GREEN BUILD EXPO Committee:** Mark Whitsitt, Whitsitt & Associates, Chairman. Meets monthly December to Green Build Expo. This committee could develop into an annual Expo Committee. Seeking members who have experience in participation and development of Expos, and marketing.

## HERE IS/ARE THE COMMITTEE/S I AM INTERESTED IN:

Program     Golf     Legislative     Showcase of Homes     Green Build Expo

NAME: \_\_\_\_\_ Email \_\_\_\_\_

COMPANY \_\_\_\_\_ Phone \_\_\_\_\_

Here is what I can bring to the committee (experience/talents/interests):

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Return by mail to: HBAECI; 701 Devonshire, C-50; Champaign IL 61820

or by fax to: **217-239-2059**

Revised  
1/1/2011

# By-Laws

Revised January 2010

## BY-LAWS of the HOME BUILDERS ASSOCIATION OF EAST CENTRAL ILLINOIS

### ARTICLE I (Name, Location and Affiliation)

**Sec.1.Name.** The name of this Association shall be the HOME BUILDERS ASSOCIATION OF EAST CENTRAL ILLINOIS.

**Sec.2.Location.** The principal office of this Association shall be located at 701 Devonshire C-50, Champaign IL 61820 or such other place as the Executive Committee may from time to time designate.

**Sec.3.Affiliation.** This Association is incorporated in the State of Illinois as a nonprofit Association. It shall be an affiliated Association of the National Association of Home Builders of the United States and the Home Builders Association of Illinois and shall abide by their respective Bylaws as amended from time to time.

### ARTICLE II (Territorial Jurisdiction)

**Territory.** This Association shall operate for the benefit of homebuilders and those engaged in allied trades, industries and professions in the Counties of Champaign, Coles, Douglas, Ford, Piatt, Vermilion, and Edgar in the State of Illinois.

### ARTICLE III (Mission and Objectives)

**Sec.1. Mission.** The Home Builders Association East Central Illinois strives to be the premier resource of education, protection and promotion of the local home building industry

**Sec.2.Objectives.** The objectives of this Association to the extent permitted by law shall be:

- a. To associate homebuilders within its territorial jurisdiction for the purpose of mutual advantage and cooperation.
- b. To cooperate with all branches of the home building industry, including manufacturers, dealers and financial institutions within said jurisdiction for the purpose of mutual advantage and for the benefit of the industry as a whole.
- c. To maintain high professional standards and sound business methods among its members.
- d. To secure cooperative action in advancing common purposes of its members; uniformity and equity in business usages and laws; and proper consideration of opinion upon questions affecting the home building industry within the jurisdiction of this Association.
- e. To assist in the accomplishment of mutual objectives of the National Association of Home Builders of the United States and the Home Builders Association of Illinois.
- f. To assist the officers, Board of Directors and Membership Committee of the National Association of Home Builders and the Home Builders Association of Illinois in qualifying members operating within its above-described territorial jurisdiction.
- g. To participate for the purpose of mutual benefit in an interchange of information and experience with all other local affiliated Associations of the National Association of Home Builders and the Home Builders Association of Illinois.

### ARTICLE V (Membership)

**Sec.1.Membership.** Membership in this Association may be of three classes:

- a. Builder Membership
- b. Associate Membership
- c. Affiliate Membership

**Sec.2.Qualifications.for.Membership.** shall be as follows:

- a. Builder Membership shall be open to any individual or an individual's agent whose principle business is housing, light construction, remodeling, and/or land development within the territorial jurisdiction of this Association, who shall agree to abide by the provisions of these By-Laws (and any amendments thereto), who shall subscribe to the objectives of this Association, and who shall meet with the approval of the Board of Directors.
- b. Associate Membership shall be open to an individual, firm or corporation engaged in any allied trade, profession or business within the territorial jurisdiction of this Association who shall agree to abide by the provisions of the Bylaws and the objectives of this Association (and any amendments thereto), and who shall meet with the approval of the Board of Directors.
- c. Affiliate membership shall be open to those persons employed by firms presently members in good standing of Home Builders Association of East Central Illinois who shall agree to abide by the provisions of the Bylaws and the objectives of this Association (and any amendments thereto). Said affiliate memberships will run concurrently with the Builder's or Associate's primary membership.

**Sec.3. Application.for.Membership.** Applications may be submitted in such a manner and form as may be determined by the Board of Directors of this Association. Any application which does not supply all information requested need not be considered. Approval of membership applications shall be according to the following procedures approved by the Board of Directors or such other procedures as the Board of Directors may from time to time prescribe.

- a. Candidate shall submit his application in writing on a form supplied by the Association containing an agreement to abide by the By-Laws of this Association.

- b. Application shall be sponsored by at least one Member in good standing and shall be accompanied by an application fee in the amount sufficient to cover the current year's dues in advance. All payments so made shall be returned in full if membership is not approved.
- c. The Board of Directors shall have the exclusive right to elect or reject any applicant.
- d. When elected to membership in this Association, applicant automatically becomes a member of the National Association of Home Builders and the Home Builders Association of Illinois.
- e. Except in the case of Affiliate Membership where the applicant automatically becomes a member of the National Association of Home Builders and the Home Builders Association of Illinois but may not be eligible to vote with the general membership.

**Sec.4.Suspension.Termination.Reinstatement.Transfer.of.Membership.** in this Association shall be accomplished in the following manner:

- a. The Board of Directors by a majority vote of the entire Board may suspend or revoke the membership of any member.
- b. Any member whose dues are not paid in full within thirty days after they become due and payable will be automatically dropped from membership in the local Association, the National Association of Home Builders and the Home Builders Association of Illinois.
- c. Any membership may be suspended or revoked from the Association if, in the opinion of the Board of Directors, as evidenced by a majority vote of the entire Board, it shall be considered desirable or for the best interests of the Association or its members that said member be suspended or revoked. The member shall be given at least ten 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.
- d. A vote of two-thirds of the entire Board of Directors shall be required to reinstate any membership which has been suspended or revoked pursuant to the provisions of this Section.
- e. Upon the death or resignation of a member, such membership may be transferred for the balance of the fiscal year to another party designated by the personal representative of the deceased or resigning member.

**Sec.5.Meetings.of.the.Membership.** Meetings may be held as follows:

- a. Regular Meetings of the Membership shall be held the second Tuesday of each month or at some other time as the Board of Directors may designate.
- b. Special Meetings of the Membership may be called at any time by the Chairman of the Board or by a majority of the Board of Directors.
- c. Notice shall be given in writing to each Member of the date, hour and place of all meetings at least five days in advance.

#### **ARTICLE V (Board of Directors)**

**Sec.1.Composition.and.Authority.** The Board of Directors shall be the governing body of the Association except to the extent such affairs are reserved to the members by law, these By-Laws, or delegated to others by these By-Laws.

**Sec.2.Number.and.Qualifications.** The Board of Directors shall be composed of ten elected Directors which include the officers' positions of Chairman of the Board, First Vice Chairman, Second Vice Chairman, Secretary and Treasurer, and additionally immediate Past Chairman of the Board, State Vice-President and National Director/s. All members of the Board of Directors shall be Associate or Builder-members in good standing in the Association. A majority of the full Board of Directors must be Builder Members. The remaining positions shall be associates or builders. The total number of Board members may vary depending on the number of offices held by each member.

**Sec.3.Tenure.** Directors shall be elected for a term of two years and shall hold office until their successors are elected and duly qualified. Terms of Directors will be limited to three consecutive terms or a maximum of six consecutive years unless modified for the good of the Association by the Board.

**Sec.4.Meetings.of.the.Board.** Meetings are to be as follows:

- a. Regular meetings of the Board of Directors may be held on the Thursday immediately preceding the regular monthly meeting of the entire Membership, or such other time as the Board may prescribe.
- b. Special meetings of the Board of Directors may be called by the Chairman of the Board or upon formal request in writing of five members of the Board.
- c. Notice of the date, hour and place of all special meetings must be given in writing to the Directors at least five days in advance.

**Sec.5.Voting.** A simple majority vote shall decide an issue provided a quorum is present unless otherwise stated in these Bylaws.

**Sec.6.Quorum.** The presence of a majority of the Directors at a meeting shall constitute a quorum. No official business of the Association shall be conducted by the Board of Directors in the absence of a quorum.

**Sec.7.Removal.** The position of any Officer or Director who may be absent from two consecutive regular meetings of the Board of Directors and if so deemed by the Board of Directors that this has compromised the effectiveness of the Board, may thereupon be declared vacant by a majority vote of the full Board. A third absence automatically disqualifies a Director from the Board.

**Sec.8.Vacancies.** To fill a vacancy occasioned by disability, resignation, revocation of membership or death, the Board may elect, by a two-thirds vote of members present, a member in good standing to complete the term left vacant.

**Sec.9.Indemnification.** To the fullest extent permitted by the laws of State of Illinois, including future amendments of those laws, the Association shall indemnify and hold harmless each Director and officer of the Association against any and all claims, liabilities, and expenses (including attorneys fees, judgments, fines, court costs and amounts paid in settlement) reasonably incurred and/or arising from any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, to which any such person shall have become

subject by reason of having held such a position or having allegedly taken or omitted to take any action in connection with any such position. However, the foregoing shall not apply to: (i) any act or omission by such person which involves intentional misconduct or where such person had reasonable cause to believe his or her conduct was unlawful; or (ii) any transaction from which such person derived any improper personal benefit.

#### **ARTICLE VI (Officers)**

**Sec.1.Chairman of the Board.and.First Vice.Chairman.** These positions shall always be Builder Members.

**Sec.2.Election.of.Officers.** The following Officers shall be elected from the ten elected Board of Directors by the Board of Directors in accordance with Article VII.Sec.2.a and may hold office for a term of one year from the date of election or until their successors are elected and duly qualified:

- a. A Chairman of the Board from the Builder Membership who shall be the chief elected officer of this Association and may preside at its meetings and those of the Board of Directors and the Executive Committee. The Chairman of the Board shall be the Official Spokesperson of this Association in matters of public policy and shall be responsible to the membership for the general conduct of the Association's affairs. He/she shall appoint all committee chairs, shall be an ex-officio member of all committees and may perform all other duties usual to such office. Only the Chairman of the Board, or in his absence the First Vice-Chairman, shall have authority to sign contracts and official documents of the Association other than routine contracts and documents signed by the President/CEO as part of his/her ordinary management responsibilities as further defined in Article IX. He/she shall serve on and chair the Executive Committee.
- b. A First Vice-Chairman from the Builder Membership who, in the absence of the Chairman of the Board or upon his direction, shall perform all or part of the duties of the Chairman of the Board. The First Vice-Chairman shall usually succeed to the chairmanship. He/she shall serve on the Executive Committee.
- c. A Second Vice-Chairman from the Associate Membership who, in the absence of both the Chairman of the Board and the First Vice-Chairman or upon their direction, shall perform all or part of the duties of the Chairman of the Board. He/she shall perform such duties as are assigned to him by the Chairman of the Board. He/she shall serve on the Executive Committee.
- d. 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 monthly statement to the Board of Directors and an annual report to the Membership. He/she shall serve on the Executive Committee and chair the Finance Committee.
- e. A Secretary who shall keep a record of all the official proceedings of this Association and its Board of Directors, including the reports of special committees, governing Bylaws and policy statements and financial policy. He/she shall serve on the Executive Committee.

**Sec.4.National.Director.** The Board of Directors may nominate a candidate for National Director and a candidate for Alternate Director to the National Association of Home Builders' Board of Directors at the Association's Annual Meeting. National Directors and Alternates are elected by and serve under the rules of the By-Laws of the National Association of Home Builders.

**Sec.5.State.Vice.President.** One member from the general Membership shall be elected to represent this local Association as the Association Local Area Vice President to the Home Builders Association of Illinois. Each local may also elect one representative per 50 builder members to the HBAI Board of Directors called Directors.

#### **ARTICLE VII (Election Procedures)**

**Sec.1.Election.Procedures.Directors.**

- a. At the July meeting of the Board of Directors, they may designate a number of candidates greater than the number of seats available on the Board and may invite those candidates to participate in the Board planning session in September.
- b. At the October meeting following the planning retreat, the Board may select from the invited candidates or additional candidates a slate for opening Director seats. The current Chairman of the Board may contact the selected candidates to confirm their interest in serving on the Board.
- c. The slate of candidates shall be submitted to the membership in a written report in conjunction with the November Membership meeting notice.
- d. At the November Membership meeting election shall be by voice vote and all elected candidates shall receive a majority of votes cast.

**Sec.2.Election.Procedures.Officers.**

- a. An Annual Meeting of the Board of Directors of the Association may be held immediately following the November Membership meeting for the purpose of selecting officers and such other matters as may properly come before them.
- b. An Annual Meeting of the Membership of this Association shall be held in January for the purpose of installing the Board of Directors and the Officers and of reviewing the affairs of the Association for the past year.

#### **ARTICLE VIII (President/CEO)**

**Sec.1.Employment.** A President/CEO may be employed by the Board of Directors at such rate of compensation as it deems fair and proper.

**Sec.2.Duties.** The President/CEO shall serve as the chief administrative officer of this Association and shall perform the duties and responsibilities delegated by the Board of Directors and/or Executive Committee and all other functions usual to such an office.

**Sec.3.Staffing.** The President/CEO shall be empowered to employ, terminate and supervise an adequate staff to carry on the business of the Association as recommended by the President/CEO and as approved by the Board of Directors and/or Executive Committee within

the limitations of the approved budget.

**Sec.4.Indemnification.** The Association shall, provide for indemnification by the Association of its President/CEO and any and all former Executive Officers as spelled out in Article V; Section 9 of these By-Laws.

#### **ARTICLE X (Voting, Proxies and Quorums)**

**Sec.1.Eligibility.** 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 By-laws. Firms, corporations or partnerships holding membership in the Association shall be entitled to only one (1) vote, which shall be cast by the duly designated representative as recognized by the National Association of Home Builders as the member.

**Sec.2.Proxy.** Votes may be cast by Proxy at a meeting of the Membership. Any Member entitled to vote may, by an instrument in writing bearing a date not more than thirty days in advance of the meeting, designate another Member to vote for him in his place and stead at any meeting of the Membership.

**Sec.3.Majority.Vote.** of those present at any meeting of the Membership, or of the Board of Directors at which a quorum is present, shall determine any measure unless otherwise provided herein.

**Sec.4.Quorums.** shall be determined as follows:

- a. A Quorum of the Membership shall consist of not less than ten percent of the Builder Members of this Association and may be reached by proxy.
- b. A Quorum of the Board of Directors shall consist of a majority of the Board.

**Sec.5.Exceptions.** This section shall not apply to voting on amendments to these Bylaws or on election of Directors.

#### **ARTICLE X (Executive Committee)**

**Sec.1.Duties.Responsibilities.Authority.Accountability.**

- a. The Chairman of the Board shall serve as the chair of the Executive Committee.

**Sec.2.Structure.Authority.** The Executive Committee shall consist of Chairman of the Board, First Vice Chairman, Second Vice Chairman, Secretary and Treasurer. This committee exists to assist the Board of Directors in establishing long-term plans and goals for the Association and take steps to see that these goals are achieved. The Executive Committee may make recommendations to the Board on actions that may be needed regarding long term plans and goals, financing the work of the Association, policy and public statements. This committee may investigate all complaints about members and recommend action to the Board of Directors. This committee shall act as the Personnel Committee with all of its addendum functions and responsibilities as may be defined by the Board of Directors.

**Sec.3.Exceptions.of.Authority.** This committee shall not have the authority of electing or removing any member of the Executive Committee or any elected Director or elected Officer of the Association; amending or restating Articles of Incorporation and By-Laws; adopting a plan of merger or adopting a plan of consolidation with another organization; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the Association; authorizing the voluntary dissolution of the Association or revoking proceedings thereof; adopting a plan for the distribution of assets of the Association; or amending, altering or repealing any resolution of the Board of Directors, except on the finding of an emergency requiring such action.

**Sec.4.Accountability.** The Executive Committee is accountable to the Board of Directors.

**Sec.2.Affirmation.of.Action.** Any act of the Executive Committee must be affirmed by the Board of Directors at its next regularly scheduled meeting.

#### **ARTICLE XI (Standing Committees)**

**Sec.1.Establishment.** The Chairman of the Board with the advice and consent of the Board of Directors may upon taking office establish Standing Committees and appoint Chairpersons necessary for the advancement of this Association except as may otherwise be specifically provided for in these Bylaws. Committees may appoint Subcommittees, as they deem necessary; Sub-Committee Chairmen are to be appointed by the Committee Chairman, with the approval of the Chairman of the Board.

**Sec.2.Standing Committees.** Standing committees of this Association may be but are not limited to the Business Enhancement Committee, the Program Committee, the Education Committee, the Governmental Affairs Committee and the Showcase of Homes Steering Committee. At least one member of each of these Committees shall be a Builder Member. Each Standing Committee may make a monthly report to the Board of Directors following each committee meeting held.

**Sec.3. Committee Members.** Volunteers wishing to join a committee should contact the President/CEO. The President/CEO shall cultivate and retain a pool of potential committee members. The Board of Directors will vote to approve committee members.

**Sec.4.Committee Terms-** A term limit of 3 years shall be set for each committee member. Members shall not serve concurrent terms but shall be allowed to volunteer again on the same or different committee after 1 calendar year.

**Sec.5.Removal of a committee member during term-** If the Board determines by a 3/4 majority that a committee member shall not remain on a committee that member shall be removed. That committee member shall be allowed to speak to the Board prior to a vote for their removal.

#### **ARTICLE XII (Finance)**

**Sec.1.Calendar Year.** The Calendar year of this Association shall be January 1 through December 31.

**Sec.2.Application.Fee.And.Dues.**

- a. Dues and other monies collected by this Association shall be placed in a depository selected by the Board of Directors and payments from the funds of this Association shall be made by the President/CEO and countersigned by the Chairman of the Board, or other officers of the Executive Committee, for amounts over \$500.00.
- b. Membership dues shall be assessed at the direction of the Board of Directors and may vary by classification of membership.
- c. The Application Fee consisting of the first year's dues shall be payable at the time application membership is made, such fee to be returned if the membership is not approved.
- d. The dues of this Association shall be payable annually in advance of the anniversary date of each individual Membership.
- e. Dues for each forthcoming fiscal year shall be determined by the Board of Directors at their December meeting. Dues will include dues for membership in the local Association, the National Association of Home Builders and the Home Builders Association of Illinois.
- f. Dues of new members shall be credited for a twelve month period from date of filing with the National Association of Home Builders.
- g. Dues for membership in the National Association of Home Builders and the Home Builders Association of Illinois shall be paid by this Association from its Treasury at a rate fixed and under the terms stated in the By-Laws of these Associations (or amendments thereto currently in effect).

**Sec.3.Budget.** The Board of Directors shall adopt a budget for each fiscal year, and the Association shall function within the totals of such a budget. Any expenditure in excess of such a budget must be authorized by the Board of Directors.

**Sec.4.Bond.** The President/CEO shall furnish a bond at the expense of the Association in such amount as the Board of Directors shall determine.

**Sec.5.Audit.** There may be an annual audit of the finances of the Association by an independent Certified Public Accountant or a qualified person authorized by the Board of Directors and this, together with a report from the Treasurer, shall be submitted to the Board of Directors by its February meeting.

#### **ARTICLE XIII (Rules of Procedure)**

Roberts Rules of Order shall govern the procedure of all meetings of this Association.

#### **ARTICLE XIV (Anti-Trust)**

The Association shall distribute an Anti-trust Statement to all of its members upon joining.

#### **ARTICLE XV (Amendments)**

These By-Laws may be adopted or amended by a vote of two-thirds of the members present at any meeting of the general Membership providing the number of Builder Members present at such meeting equals 10 percent of those voting, and may be reached by proxy as defined in Article IX, Sec. 2. and provided further that a copy of the proposed amendments shall have been mailed to each Member of the Association not less than five days prior to the meeting at which action is to be taken.

## **Antitrust Statement for Distribution and Recitation at Association Meetings**

The antitrust laws of the United States and the various states prohibit agreements, combinations and conspiracies in restraint of trade. Because trade Associations are, by definition, combinations of competitors who meet together, it is particularly important to avoid inappropriate activities at these meetings or even the appearance of impropriety. Civil and criminal penalties can be and are imposed on violators, and antitrust claims can be brought by antitrust plaintiffs and prosecutors alike.

Some activities by competitors are deemed so pernicious and harmful that they are considered per se antitrust violations - it does not matter whether the activities have a harmful effect on competition or not. These include price fixing, allocation of customers or territories, bid-rigging, and some forms of boycotts. Remember, too, that there are many features that go into pricing; agreements as to salaries paid, credit terms, and other factors that can directly impact price also are prescribed.

Other restrictions such as codes of ethics or Association membership restrictions generally are evaluated under a rule of reason - there is a balancing between the pro-competitive and anti-competitive aspects of the activities. These areas also should be approached with caution and with legal guidance.

Competitors should avoid discussing certain subjects when they are together either at formal Association meetings or in informal contacts with other industry members. With rare exceptions that should be made only upon the advice of counsel, there should never be discussion of the following topics at any Association meeting: Any company's individual prices or pricing policies, including: current and future prices, price increases or decreases; price stabilization; cash discounts; prices paid to input sources; credit terms; or what is a fair profit level; terms of sale, warranties or contract provisions; complaints to or about individual companies or competitors or other actions that might tend to hinder a competitor from competing fully and freely in any market; or discussions about whether to purchase from certain suppliers, sell to certain customers, or otherwise do business with certain entities (or trying to convince others to do the same); division of customers, territories or locations; specific R&D, sales or marketing plans, or any company's confidential product, development or production strategies; or data concerning fees, prices, production, sales, bids, costs, salaries, or credit, unless the data in question is exchanged and disclosed pursuant to a carefully-crafted plan that has been approved by counsel.

Association meeting participants have an obligation to terminate all and any discussion, seek legal counsel's advice, or, if necessary, terminate any meeting if the discussion might be construed to raise any antitrust risks.

## **HBAECI Code of Ethics**

**Mission Statement.** *The Home Builders Association East Central Illinois strives to be the premier resource of education, protection and promotion of the local home building industry.*

1. Members will strive to the best of their ability to repudiate any act or endeavor which would prohibit the mission of the Association.
2. Members will strive to the best of their ability to provide in each transaction fair and just compensation for services rendered and never to take unfair advantage in our business practices and methods.
3. Members will strive to the best of their ability to contribute their knowledge in home building to the best interest of those they serve.
4. Members will strive to the best of their ability to say or print nothing that may reflect unfavorably on others for personal gain and to work to forge together the members of our profession in bonds of friendship, good-fellowship and mutual understanding.
5. Members will strive to the best of their ability to cooperate with our public officials and comply with all laws and regulations concerning the business in which I am engaged.
6. Members will strive to the best of their ability to not perform or cause to be performed any act which would tend to reflect poorly on, or bring into disrepute any part of the home building industry.