

BY-LAWS
OF THE
DEEP EAST TEXAS ASSOCIATION OF BUILDERS, INC.
(DETAB)

Approved by the Board of Directors
October 2, 2008

To be Approved by the Membership
November 6, 2008



**BY-LAWS
OF THE
DEEP EAST TEXAS ASSOCIATION OF BUILDERS, INC.
(DETAB)**

ARTICLE I

(Name, Location and Affiliation)

- Sec.1. The name of this Association shall be Deep East Texas Association of Builders, Inc. (DETAB) affiliated with the National Association of Home Builders of the United States and the Texas Association of Builders.
- Sec.2. The principle office of this Association shall be located at 1522 West Frank, Lufkin, Texas 75904, or such other place as the Board of Directors may from time to time designate.
- Sec.3. This Association is and shall be an Affiliated Association of the National Association of Builders and the Texas Association of Builders and shall abide by their respective By-Laws as amended from time to time.
- Sec.4. The operations of this Association shall be conducted in the territory assigned to its jurisdiction now and hereafter, by the National Association of Home Builders of the United States; that territory being Angelina, Nacogdoches, Houston, Trinity, Polk, Tyler, Jasper, San Jacinto, San Augustine and Shelby Counties of Texas.

ARTICLE II

(Purposes)

- Sec.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 all fields related to the building industry within the Association's jurisdiction for the benefit of the industry as a whole.
 - (C) To comply with all laws, federal, state and local.
 - (D) To assist in the accomplishment of the mutual objectives of the National Association of Home Builders of the United States, the Texas Association of Builders and the Deep East Texas Association of Builders, Inc.

- (E) To operate without profit and no part of the income of the Association shall ensure to the benefit of any individual member.

ARTICLE III
(Membership)

Sec.1. **CLASSES OF MEMBERS.** The association shall have the following classes of members. The designation of such classes and the qualifications of the member of such classes shall be as follows:

- (A) **BUILDER MEMBERS.** Any individual who is or has been in, or employed by a firm or corporation in the business of building or rebuilding homes, apartments, schools, commercial, industrial or other structures normally related and appurtenant to a community, or land development, shall be eligible to be a builder member, and meets with the approval of the Board of Directors.

Where a firm or corporation has been accepted as a Builder member of this Association, the employee whom that firm or corporation designates in writing, as its representative for its dealings with the Association shall be the associate member in this Association.

- (B) **ASSOCIATE MEMBERS.** Any individual who is or has been engaged or employed by a firm or corporation engaged in a trade, industry, or profession related to home building and not inconsistent with the objectives of this Association, shall be eligible to be an associate member, provided such individual, or the firm or corporation profession described above, and meets with the approval of the Board of Directors.

Where a firm or corporation has been accepted as an Associate member of this Association, the employee whom that firm or corporation designates in writing, as its representative for its dealings with the Association shall be the associate member in the Association.

- (C) **AFFILIATE MEMBERS.** Any individual who is or has been engaged or employed by a firm or corporation engaged in community development. This may include non-profit organizations and special building development programs. These organizations may include such entities as the Chamber of Commerce, Better Business Bureau, and Habitat for Humanity. Individuals or representatives of organizations as described above shall be eligible to be an Affiliate Member with the approval of the Board of Directors.

Sec.2. ACCEPTANCE of MEMBERS

- (A) Applicants for memberships shall apply in a form satisfactory to the Board of Directors and meet such other requirements as the Board may from time to time prescribe.
- (B) Applicants approved and accepted by this Association, upon payment of dues, shall be members of the National Association of Home Builders of the United States and the Texas Association of Builders, and while in good standing shall be entitled to the full benefits, services and privileges of the respective Association.

Sec.3. SUSPENSION AND REVOCATION OF MEMBERSHIP

- (A) The Board of Directors by a two-thirds (2/3) vote may suspend or revoke the membership of any member for: (1) failure to meet his financial obligations to the Association or, (2) for conduct detrimental to this Association. The member shall be given a written copy of the complaint at least thirty (30) days prior to the meeting of the Board at which time the complaint is to be considered, and shall be afforded a reasonable opportunity to be heard.
- (B) A vote of two-thirds (2/3) of the Board 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 may impose.

Sec.4. MEETING OF THE MEMBERSHIP

- (A) An Annual meeting of the membership of this Association shall be on the first Thursday of November each year, or at such time as the Board 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.
- (B) Regular meetings of the membership of this Association shall be held on the first Thursday of each month, or at such time as the Board of Directors may designate.
- (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 five (5) days in advance.

ARTICLE IV
(Initiation fee and dues) or (Dues)

The Board of Directors shall establish the dues of this Association. The Dues shall include those required for membership in the National Association of Home Builders of the United States and Texas Associations of Builders which this Association shall collect and remit in accordance with the requirements of the National and Texas Associations, as provided for from time to time.

ARTICLE V
(Board of Directors)

Sec.1. **COMPOSITION AND AUTHORITY.** The Association at its Annual Meeting shall elect up to twelve (12) Directors, of which five (5) shall be builder members. The Board of Directors shall be the governing body of the Association. A Director so elected shall hold office for a one (1) year term from the date of election or until the remainder of an unexpired term, if appointed prior to an election, or until a successor is duly elected.

Sec.2. **EX-OFFICIO MEMBERS.** The President, Vice President, Treasurer, and Immediate Past Presidents shall be included as member of the Board of Directors with full voting privileges.

Sec.3. **CHAIRMAN.** The President shall be the Chairman of the Board of Directors.

Sec.4. **VACANCIES.** Vacancies on the Board because of disability, death, or resignation 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.

Sec.5. **NATIONAL and STATE DIRECTORS.** The Board shall elect the National and State Directors and Alternate Directors to which the Association is entitled under the provision and conditions prescribed in the By-Laws of the National and State Associations. The selection shall be made only from among the Builder membership. To be eligible for re-election, National Directors will be required to attend two (2) of the three (3) Board meetings of the National Association of Home Builders of the United States and be present for at least 75% of each Board meeting unless a valid written excuse is provided.

Sec. 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 (1st) Thursday of each month or such other time as the Board may direct.

- (B) Special meetings of the Board of Directors may be called by the President or upon the request in writing of a majority of the Directors
- (C) Notice of the date, hour and place of all meetings shall be given to the directors at least two (2) days in advance.
- (D) Upon non-attendance of three (3) Board meetings, unless valid excuse is provided, the non-attending Board Member may be replaced by the President with the approval of the Board.

Sec. 7. VOTING. A simple majority vote shall decide an issue provided a quorum is present.

Sec. 8. QUORUM. The presence of a majority of the Directors at a meeting shall constitute a quorum.

ARTICLE VI

(Officers)

Sec. 1. OFFICERS. 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 their installation on the first Thursday of December of each year or at such other time as the Board of Directors may designate:

- (A) A President, who shall be a Builder member of the Association. The President shall be the chief officer of this Association and shall be an ex-officio member of all committees and shall perform all other duties to such office.
- (B) A Vice President, who shall be a Builder member of the Association. He/She shall perform such duties as are assigned to him/her by the President. He/She shall, in the absence of the President, or upon his direction, perform all of the duties of the President. He/She shall succeed the President each year.
- (C) A Treasurer, who shall be a Builder member of the Association and who 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 and an annual report to the membership. Upon direction of the President, he/she may perform other duties appropriate to this office. He/She shall succeed the Vice President each year.
- (D) A Secretary, who shall be a Builder or Associate member of the Association and who shall keep a record of all the official proceedings of this Association and its Board of Directors including the reports of

special committees. Upon direction of the President, he/she may perform other duties appropriate to this office.

Sec.2. SUCCESSION OF OFFICE

- (A) In the event of the absence, disability, resignation, or death of the President, then 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, and then the Treasurer shall act as President. The officer so designated to act, as President shall serve until the next regular Board of Directors meeting at which time the Board of Directors names from among its members a President to fill out the unexpired term.
- (B) In the event of vacancy, other than in the office of the President, the Board of Directors shall name from among its members a successor to fill out the unexpired term.

ARTICLE VII
(Voting Quorum)

Sec.1. 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 a duly designated representative.

ARTICLE VIII
(Elections)

Sec.1. NOMINATING COMMITTEE

- (A) There shall be a Nominating Committee composed of three (3) members consisting of two (2) Builders members and one (1) Associate member, appointed by the president, Appointment shall be made and notice given to the membership at least sixty (60) days in advance of an election. The President shall designate the Chairman of the Committee.
- (B) The Committee shall solicit the membership for recommendations for each office to be filled. The Nominating Committee shall consider recommendations and shall nominate one (1) candidate for each office to be filled unless otherwise set forth in this Article. The committee shall submit its list of candidates to the Board of Directors for its approval. The committee may resolve questions relating to the

nomination of candidates, suggest rules of procedures for the elections and upon direction of the Board, perform other appropriate duties.

Sec.2. VOTING

- (A) The Association Officers and Directors shall be elected at the Annual Meeting of the Membership on the first Thursday in November. The Nominating Committee shall submit its report at such meeting. Additional nominations may be made from the floor.
- (B) Whenever only one nomination for an elective office is presented to the Membership, election shall be by voice vote. Whenever more than one (1) nomination is presented, vote shall be by secret ballot. If more than two (2) candidates are named for an office, a majority of the Members voting shall be necessary to elect. If no candidate received a majority, a second (2nd) vote shall be taken upon the two (2) leading candidates.

ARTICLE IX (Committee)

- Sec.1. The President with the advice and consent of the Board of Directors, shall upon taking office establish Standing Committees for the Association except as may otherwise be specifically provided for in the By-Laws.
- Sec.2. The Chairman and members of all Committees of the Association shall be appointed by the President except as otherwise specifically provided for in these By-Laws.
- Sec.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.
- Sec.4. Special committees may be appointed by the President, as he/she may from time to time may deem advisable.
- Sec.5. Meetings of all committees shall be upon the call of the Chairman with the approval of the President.
- Sec.6. A simple majority vote in the committee shall decide an issue provided a quorum is present.
- Sec.7. The presence of one-half (1/2) of the committee members at a meeting shall constitute a quorum.

ARTICLE X

(Finances)

- Sec.1. The fiscal year of this Association shall be the year commencing on the first day of January and terminating on the last day of December.
- Sec.2. The Board of Directors shall adopt a budget for each fiscal year, and the Association shall function within the total of each budget. The Board of Directors must authorize any expenditure in excess of an approved budget.
- Sec.3. 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 the signature of the Treasure and/or any other person so authorized by the Board of Directors.

ARTICLE XI

(Rules of Procedures)

- Sec.1. Roberts' Rule of Order shall govern the parliamentary procedures of the meetings of the Association provided for in these By-Laws.

ARTICLE XII

(Amendments)

- Sec.1. These By-Laws may be amended by a two-thirds (2/3) vote of the members in good standing at any meeting provided that a copy of any proposed amendment shall have been mailed, either by U.S. Postal mail or electronic mail, to each member of the Association at least fifteen (15) days in advance. A copy of the By-Laws being posted on an electronic web site available to members will also meet this requirement.

ARTICLE XIII

(Executive Officer)

- Sec.1. The Executive Officer shall serve as the chief administrative officer of this Association. The Executive Officer shall perform the duties and responsibilities delegated to him/her by the Board of Directors.
- Sec.2. The Executive Officer shall be empowered to employ and supervise an adequate staff to carry on the business of this Association as instructed by the Board of Directors. The rates of compensation shall be those that the Board may deem fair and proper, within the limitations of the fiscal budget.

ARTICLE XIV

(Membership Certificate and Emblem)

- Sec.1. Each member shall receive a membership certificate annually upon the payment of dues for the current year in such form as the Board of Directors shall prescribe.
- Sec.2. This Association shall use on all its stationery and literature the official emblem of the National Association of Home Builders of the United States and the Texas Association of Builders and Deep East Texas Association of Builders.

ARTICLE XV

(Notices)

- Sec.1. Members shall furnish the Association with their official address. The mailing of any notice to the last known official physical address or electronic address shall be deemed service such notice or notices upon them as of the date of the mailing.

ARTICLE XVI

(Councils)

- Sec.1. There shall be within the Association such councils as the Board of Directors may from time to time find necessary to serve adequately the needs of respective members of this Association.
- Sec.2. The Board of Directors shall manage the activities of the Councils.