

ARTICLE I – Name and Location

Section 1: The name of this Association shall be HOME BUILDERS ASSOCIATION OF SAN ANGELO. This Association shall operate as a Corporation charter, having been filed with the Secretary of the State Texas on the 23rd day of February, 1956.

Section 2: The principal office of this Association shall be located in San Angelo, Tom Green County, Texas or at such place as the Board of Directors may designate.

ARTICLE II – Territorial Jurisdiction

Section 1: This Association shall operate for the benefit of the home builders and persons, firms and corporations engaged in allied trades, industries, businesses and professions in the Counties of Coke, Concho, Irion, Runnels, Schleicher, Sterling and Tom Green of the State of Texas (7 Counties.)

ARTICLE III – Objectives

Section 1: The objectives of this Association shall be:

- a) To associate home builders operating within the above described 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 the jurisdiction of this Association for the purpose of mutual advantage and for the benefit of the industry as a whole.
- c) To promulgate and enforce a Code of Ethics in order to maintain high professional standards and sound business methods among its members.
- d) To secure cooperative actions in advancing the common purposes of its members; equity in laws; and proper consideration of opinion upon questions affecting the home building industry within the jurisdiction of this Association.
- e) To function as a local affiliated Association of the National Association of Home Builders of the United States and of the Texas Association of Builders within the above described territorial jurisdiction.
- f) To assist the officers, Board of Directors and the membership committee of the National Association of Home Builders of the United States and the Texas Association of Builders in qualifying members operating within the above described territorial jurisdiction.
- g) To assist in the accomplishment of the mutual objectives of the National Association of Home Builders of the United States and the Texas Association of Builders.
- h) 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 of the United States and the Texas Association of Builders.
- i) To operate without profit and no part of the income of this Association shall ensure to the benefit of any individual member.

ARTICLE IV – Code of Ethics

Section 1: All members of this Association shall agree to observe and be bound by the following Code of Ethics:

- a) MEMBERS shall constantly seek to provide better values, so that an even greater share of our people may enjoy the benefits of home ownership.
- b) MEMBERS shall strive to develop efficiency of the home building industry to the end that labor may receive its just and proper reward.

- c) MEMBERS shall at all times contribute their knowledge in home building to the best interest of those they serve.
- d) MEMBERS shall not knowingly enter into any contract, the terms of which are designed to imperil the rights of either labor or the suppliers of materials to receive a fair return for services or goods furnished.
- e) MEMBERS shall not obtain any business by means of fraudulent statements or by use of implications unwarranted by fact of reasonable probability.
- f) MEMBERS shall comply both in spirit and letter with rules and regulations prescribed by law and government agencies for the health, safety and progress of the community.
- g) MEMBERS shall be alert to examine proposed or enacted state and local legislation detrimental to social, economic and political progress.
- h) MEMBERS shall not perform or cause to be performed any act which would tend to reflect on or bring into disrepute any part of the home building industry.

ARTICLE V – Membership

Section 1: Membership in this Association shall be of four (4) classes:

- a) Qualified Builder Members
- b) Associate Members
- c) Affiliate Members
- d) Honorary Members

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

- a) **Qualified Builder Membership** shall be open to any person, firm or corporation whose principal business is the construction or remodeling of housing or land developing within the territorial jurisdiction of this Association who is actively associated in some phase of the home building industry or who is in a managerial capacity in housing construction, remodeling or land developing, who shall agree to abide by the provisions of these Bylaws, who shall subscribe to the foregoing Code of Ethics and who shall meet with the approval of the membership committee and the Board of Directors. Builder membership shall be open to builder members upon payment of the dues set for these memberships as provided by ARTICLE VIII of these Bylaws.
- b) **Associate Membership** 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 shall agree to abide by the provisions of these Bylaws, who shall subscribe to the foregoing Code of Ethics, and who shall meet with the approval of the membership committee and the Board of Directors. Associate membership shall be open to associate members upon payment of the dues set for these memberships as provided by ARTICLE VIII of these Bylaws.
- c) **Affiliate Membership** shall be open to any individual who is an employee of a firm represented by a builder or associate member of the same local Association as defined in ARTICLE V Section 1(a) and Section 1(b) of these Bylaws, who shall agree to abide by the provisions of these Bylaws and shall subscribe to the foregoing Code of Ethics and who shall meet with the approval of the membership committee and the Board of Directors. Affiliate membership shall be open upon payment of the dues set for these memberships as provided by ARTICLE VIII of these Bylaws. The principal business location of Affiliate members does not necessarily have to be located within the territorial jurisdiction of this Association.
- d) **Honorary Membership** shall be open at the discretion of the Board of Directors to any person who has distinguished himself, or herself, by meritorious service in the furtherance of the interest of the Nation, the State, the Community or this Association, or who is connected with a governmental agency or department handling matters

pertaining to the home building industry. Such Honorary members shall be exempt from the payment of any all fees and dues and shall have no interest in any property of the Association, shall have no vote and shall not have the privilege of holding elective office. Honorary Membership is on a local level only and does not include TAB or NAHB memberships.

Section 3: Application for membership in this Association shall be made to the membership committee and the Board of Directors and processed in the following manner:

- a) Candidate shall submit his/her application in writing on a form supplied by this Association containing an agreement to abide by these Bylaws and to observe the Code of Ethics of this Association.
- b) Application shall be endorsed by at least one (1) qualified member of this Association in good standing and shall be accompanied by payment in an amount sufficient to cover the dues period for one (1) year in advance. All payment so made shall be returned in full if membership is not approved.
- c) The membership committee or an executive officer shall investigate all applications for membership and make their recommendations to the Board of Directors, in whom shall be vested the exclusive right to elect the membership.
- d) Membership in this Association includes membership in the National Association of Home Builders of the United States and the Texas Association of Builders. Each member shall be entitled to full benefits, services and privileges offered to members of these organizations.

Section 4: Suspension, termination, reinstatement and transfer of membership in this Association shall be accomplished in the following manner:

- a) Any member, whose account is not paid in full within three (3) months after becoming due and payable, may be dropped by a majority vote of the Board of Directors.
- b) Any member may be censured, suspended or expelled from this Association if, in the opinion of the Board of Directors, as evidenced by a two-thirds (2/3) vote of the entire Board or directors it shall be considered desirable and for the best interest of this Association or its members, that said member be censured, suspended or expelled. This provision shall apply in particular to any member displaying obvious infringement of the Code of Ethics of this Association.
- c) A vote of two-thirds (2/3) of the entire Board of Directors shall be required to reinstate any member who has been expelled or suspended pursuant to the provisions of this section.
- d) 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 of the resigning member. This transfer must be approved by the Board of Directors.

Section 5: All memberships in this Association shall be for one year. Upon payment of dues, membership renews automatically provided the member still meets the qualifications for membership.

ARTICLE VI – Meetings

Section 1: The Board of Directors of this Association may provide for holding general membership meetings whenever it may be considered necessary or desirable.

Section 2: The annual meeting of the general membership of this Association shall be considered the “business” meeting held during the month of January, on a date to be determined by the Board of Directors, at least thirty (30) days in advance.

Section 3: At all general membership meetings of this Association, those present of the members in good standing, shall constitute a quorum, unless otherwise provided by these Bylaws.

Section 4: Each member of this Association shall be given notice of every regular general membership meeting.

Section 5: Every member of this Association in good standing, unless otherwise provided in these Bylaws, and in attendance at any general membership meeting of the organization shall be entitled to speak and vote on any subject brought before the group for consideration.

ARTICLE VII – Fiscal Year

Section 1: The fiscal year of this Association shall be the calendar year.

ARTICLE VIII – Dues

Section 1: Membership for a new member shall commence upon receipt of amount sufficient to cover dues for one-year in advance.

Section 2: The dues of this Association shall be payable in advance on the first day of a member’s renewal month unless otherwise provided by special consideration and arrangement between the Board of Directors and the member involved.

Section 3: Dues for membership in this Association will include dues for membership in the National Association of Home Builders of the United States and the Texas Association of Builders, and shall be paid by this Association from its treasury at the rate fixed and under the terms stated in the Bylaws of the National Association of Home Builders of the United States and the Texas Association of Builder (or amendments thereto currently in effect).

Section 4: Membership dues in this Association shall be

- a) Qualified Builder Membership – to be set by the Board of Directors, annually.
- b) Associate Membership - to be set by the Board of Directors, annually
- c) Affiliate Membership - to be set by the Board of Directors, annually
- d) Honorary Membership – no dues

ARTICLE IX – Board of Directors

Section 1: The government of this Association, the direction of its works and the control of its property shall be vested in a Board of Directors consisting of thirteen (13) members: seven (7) of whom shall be qualified builder members, five (5) of whom shall be associate members, and one whom shall be the immediate past president of this Association, plus any state and national directors, with those being elected serving a term of two (2) years. The Board of Directors shall qualify and elect from their own number, a president, two (2) vice-presidents, a secretary and a treasurer. The directors shall have power to fill all vacancies on the Board. They may adopt rules for conducting the business of this Association. A full report of the work and finances shall be made available upon written request to any member of this Association.

Section 2: The Board shall have the power in the name of the corporation to sue and be sued, buy, hold, sell, lease or mortgage both real and personal property, to incur debts, to borrow money,

giving therefore notes of the corporation signed by one or more officials, duly authorized for that purpose, together with such collateral therefore as may be required, and may enter into contracts of any kind furthering the purpose of this Association.

Section 3: The Board of Directors may employ an executive officer as the chief administrator of this Association, and shall fix the compensation for his/her services.

Section 4: The Board of Directors shall meet at regular periods, but not less than once a month, the time to be fixed by the Board. Absence from three (3) consecutive regular meetings without an excuse deemed valid and so recorded by the Board shall be construed as a resignation. A special meeting of the Board may be called at any time by the president or by not less than three (3) of the members of the Board, provided that when called otherwise than by the president, a call shall be issued to each director stating the purpose of the meeting.

Section 5: A simple majority of the Board of Directors shall constitute a quorum at any meeting.

Section 6: The Board shall appoint a nominating committee of six (6) members not later than September 15th of each year. The chairperson of the committee shall be the vice president elect of this Association and the other members shall consist of one (1) builder Board member, two (2) associate Board members and one (1) associate member and one (1) builder member who are not on the Board. This nominating committee shall announce the date of their meeting for not later than October 1, and due notice of such meeting shall be previously given to each member by the executive officer. Any member of this Association in good standing shall be admitted to the meeting and shall be permitted to address the committee to give suggestions as to who should or should not be nominated as a director of this Association.

The nominating committee shall prepare a list of not more than twelve (12) candidates to be known as the "official ticket" from which members may select six (6) for directors. The nominations and elections shall comply with the provisions of these Bylaws in that in odd numbered years six (6) of the names submitted shall be for positions on the Board as builder members and six (6) of the names submitted shall be for positions on the Board as associate members, from which Association members shall vote for and elect three (3) builder members and three (3) associate members. In even numbered years eight (8) of the names submitted shall be submitted for positions on the Board as builder members and four (4) of the names submitted shall be for positions on the Board as associate members, from which Association members shall vote for and elect four (4) builder members and two (2) associate members.

The nominating committee shall prepare a list of not more than twelve (12) candidates to be known as the "official ticket" from which members may select six (6) for directors. The nominations and elections shall comply with the provisions of these Bylaws in that in odd numbered years Association members shall vote for and elect three (3) builder members and three (3) associate members. In even numbered years Association members shall vote for and elect four (4) builder members and two (2) associate members. In the event that a Board member's term ends while serving in an Officer position on the leadership ladder, the serving term will automatically extend through completion of elected presidency. If this exception causes a void in the required number of elected directors, the official ticket may be modified to fill any director vacancies in the subsequent year.

Section 7: The official ticket in the form of a ballot shall be mailed to each member in good standing of this Association not later than October 15, upon which the member may indicate his choice for the number of directors to be elected. All voting shall be done by mail or in person by

secret ballot at the principal offices of this Association. No proxies shall be allowed. Members shall be allowed ten (10) days to return ballots.

Section 8: In mailing the ballots to the members, a self-addressed envelope shall be enclosed for the return of the ballot, and the envelope shall be so marked that when it is returned it will be placed in the ballot box unopened until such time as the canvass committee is convened to canvass the ballots.

Section 9: The president of this Association shall appoint and submit to the Board of Directors a committee of two (2) who are not members of the Board or candidates for election as such, to work in conjunction with the executive officer to canvass the results of the election for members of the Board of Directors.

Section 10: In odd numbered years the three (3) builder member and the three (3) associate member candidates receiving the highest number of votes cast as outlined above in the annual election, shall be constituted and declared members of the Board of Directors for a period of two (2) years. In even numbered years, the four (4) builder member and the two (2) associate member candidates receiving the highest number of votes cast as outlined above in the annual election shall be constituted and declared members of the Board of Directors for a period of two (2) years. In the election of directors and officers, should a tie vote occur, the current Board of Directors shall cast lots and certify as elected the person or persons on whom the selection falls.

Section 11: A director of this Association is not liable to the Association or its members for monetary damages for an act or omission occurring while that person was performing the duties of a director.

Section 12: No employee or director shall have a direct or indirect financial interest in or receive any compensation or other benefits as a result of transactions any individual or business from which (A) this Association purchases supplies, materials or property, (B) renders any service to this Association, (C) enters into leases or assignments to or from this Association, (D) the Association sells any of its products, materials, facilities or properties, (E) has any other contractual relations or business dealings with this Association except with prior approval of the Executive Committee upon complete disclosure of the facts. If approval is given, said individual will abstain from any vote having direct impact on his/her company.

ARTICLE X – Officers

Section 1: The incoming president and vice-president elect shall be elected each year in November from the existing Board of Directors at the time of election. Both shall be builder members and shall automatically serve on the Board for their term, with term of office to begin the following January. The remaining officers, one (1) vice-president, a secretary and a treasurer are to be elected at the same Board of Directors meeting in November. Any associate member may hold any office except president and vice-president elect. All officers must be members of the Board of Directors and shall hold office for one (1) year from the date of election or until their successors are elected and duly qualified.

- a) **President.** The president shall be the chief officer of this Association and shall preside at its meetings and those of the Board of Directors and the Executive Committee. He/she shall be the official spokesman of this Association in matters of public policy. He/she shall appoint all committees and shall be an ex-officio member of all committees and shall perform all other duties usual to such office. He/she shall also serve as chairperson on the Executive Committee.

- b) **Vice-President Elect**. The vice-president elect shall, in the absence of the president or upon his direction, perform all of the duties of the present. He/she shall also serve on the Executive Committee. He/she shall also serve as co-chairperson on the membership committee. Upon approval of the membership, the vice-president elect shall succeed the president after his/her term.
- c) **Vice-President**. The vice-president shall, in the absence of the president and vice-president elect or upon their direction, perform all of the duties of the present. He/she shall also serve on the Executive Committee. He/she shall also serve as co-chairperson on the membership committee.
- d) **Secretary**. The secretary shall be responsible for the keeping of a record of all of the official proceedings of this Association and its Board of Directors including the reports of special committees. He/she shall also serve on the Executive Committee.
- e) **Treasurer**. The treasurer shall be responsible to this Association for an accounting of all monies collected and disbursed by this Association and shall render an annual statement to the membership. Upon approval of the membership, the treasurer shall succeed the vice-president elect after his/her term. He/she shall also serve on the Executive Committee. He/she shall also serve as the chairperson on the budget and finance committee.

Section 2: The following administrative officers, staff and others may be employed by the Board at such rate of compensation as they deem fair and proper.

- a) **An Executive Officer** shall serve as the chief administrator of this Association. He/she shall have charge of the management of the property, business and affairs of this Association and shall perform such functions and duties as may be delegated to him by the Board of Directors, the Executive Committee or the president. The Board shall fix the compensation for his/her services. He/she shall assist the secretary of the Board in all their duties. He/she shall receive all monies paid to this Association and shall keep the books of account of this Association and in general, may assist the treasurer in his/her duties. Subject to the approval of the Board of Directors, he/she shall appoint and fix the number and the compensation of other employees of this Association and shall have authority to dismiss any such employees. He/she shall, with any other officer of this Association, have authority to sign all contracts and obligations of this Association. He/she shall act as general manager of the corporation and in such capacity it shall be his/her duty to conduct official correspondence, to preserve all books, documents, communications and archives, to maintain a complete and accurate record of all proceedings of this Association, its Board of Directors and all committees and to perform such other duties as are usual for such an official. He/she shall also be responsible for any other employee the Board of Directors shall employ. He/she shall also serve as a member of the Executive Committee.
- b) **A General Counsel** who shall be an attorney-at-law licensed to practice within the territorial jurisdiction of this Association and who shall advise the officers, directors and committees of this Association in legal matters.
- c) **Any Other Staff** deemed necessary by the Board of Directors.

Section 3: The Board of Directors shall appoint from among the qualified builder members of this Association one (1) member to represent each fifty (50) qualified builder members (or fractional part thereof) on the Board of Directors of the National Association of Home Builders of the United States in accordance with the Bylaws of that Association, with election of the national director being in November and term of office beginning the following January. Each national director, if not elected to the Board of Directors, shall be considered a member of the Board of Directors.

Section 4: The Board of Directors shall appoint from among the qualified builder members of this Association one (1) member to represent each fifty (50) qualified builder members (or fractional part thereof) on the Board of Directors of the Texas Association of Builders, in accordance with the Bylaws of that Association, with election of the state directors being in November and term of office beginning the following January. Each state director, if not elected to the Board of Directors, shall be considered a member of the Board of Directors.

ARTICLE XI – Membership Certificate and Emblems

Section 1: Members of this Association may use on their stationery and literature the official emblems of the National Association of Home Builders of the United States, the Texas Association of Builders, and this Association.

Section 2: 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.

ARTICLE XII – Committees

Section 1: The Board of Directors shall authorize and define the power and duties of all standing and special committees, except those committees whose duties and functions are set forth in these Bylaws. Subject to confirmation by the Board of Directors, the president shall appoint all committees. Committee appointments shall be for a period of one (1) year.

Section 2: It shall be the function of committees to make investigations, conduct hearings, make recommendations to the Board of Directors, and to carry on such activities as may be delegated to them by the Board. They shall examine and report on such subjects as may be referred to them by the Board or by this Association or they may originate and report to the Board such views as they may deem proper for its consideration. All committee reports to the Board of Directors shall be made in writing. No committee shall take or make public any formal action, or make public any resolution, or in any way commit this Association on a question or policy, or on matters of general public interest, without having first received the approval of the Board or the entire membership, if deemed necessary.

Section 3: Within thirty (30) days following its appointment and approval, a meeting of each committee shall be called by the chairperson and the committee shall proceed promptly and expeditiously to perform the project assigned to it. Such a notice of committee meetings shall be given as shall seem feasible. No act of any committee meetings shall be invalidated by reason of the insufficiency of any notice of such meetings.

Section 4: The members present at any committee meeting shall constitute a quorum for the transaction of committee business.

Section 5: In the event any committee fails to discharge the duties assigned to it with reasonable promptness, such committee may be discharged by the president, who shall report his action thereon to the Board of Directors, and there thereupon appoint a new committee.

Section 6: Special committees shall be discharged by the president when their work has been completed and their reports accepted, or when in the opinion of the Board of Directors it is deemed wise to discontinue the activity on which the committee may be engaged.

Section 7: The president may, at his/her discretion, appoint only committee chairpersons and then allow the committee chairperson to appoint the members of his/her committee, except as provided

in these Bylaws, for certain of the standing committees. All committees thusly appointed must finally be approved by the Board of Directors.

Section 8: There shall be the following standing committees:

- a) **The Executive Committee** shall be composed of the president as chairperson, the two (2) vice-presidents, the secretary, the treasurer, the immediate past president, as voting members and the executive officer, as a non-voting member. This committee shall conduct the affairs of this Association in accordance with these Bylaws, policies and instructions of the Board of Directors. It shall be the policy-maker and steering committee of this Association, and shall be responsible for establishing the budget for financing this Association and for all matters of policy and public statement, subject to the approval of the Board of Directors. This committee shall meet upon the call of the president, the Board of Directors or any three (3) members of the committee stating the time and place of the meeting. Four (4) members of this committee shall constitute a quorum.
- b) **The Nominating Committee** shall be composed as provided in ARTICLE IX Section 6 of these Bylaws.
- c) **The Membership Committee** shall be composed of as many members in good standing as the president and Board of Directors or the chairpersons of the committee deem necessary. The two (2) vice-presidents shall serve as co-chairpersons of the membership committee and their duties should be the stimulus of the membership of this Association.
- d) **The Budget and Finance Committee** shall be composed of the treasurer, as chairperson, and four (4) other members who are a mix of builder and associate members. The committee shall from time to time advise the Board with respect to the financial position and financial policies of this Association and shall suggest ways and means of conserving and increasing the membership and revenues of this Association. The committee may advise the executive officer in preparation of the annual budget and as to the handling of the funds of this Association.

Section 9: There shall be such other committees as may be designated by the president, Board of Directors or the Executive Committee, the members of which shall be appointed by the president.

ARTICLE XIII – Finances

Section 1: Dues and other monies collected by this Association shall be placed in a depository selected by the Board, and payments from the funds of this Association shall be made on any two (2) signatures of the president, immediate past president, vice-president elect, treasurer or any person so authorized by the Board of Directors. If deemed necessary by the Board of Directors, bonding may be required for anyone who handles the Association finances.

Section 2: The Board shall adopt a budget for the fiscal year, and this Association shall function within the totals of such a budget. Any expenditure in excess of such budget must be authorized by the Board of Directors.

ARTICLE XIV – Affiliated Organizations

Section 1: The Board of Directors shall have the power to provide for the affiliation of organizations with this Association in such a manner and upon terms as may be determined, provided that no such affiliation shall confer upon nonmembers the general privileges of this Association. The primary purpose of such affiliations shall be to provide better coordination of

effort on the part of the respective organizations to improve the general welfare of the home building industry.

Section 2: Any affiliation granted under the provisions of these Bylaws may be withdrawn at any time by the Board of Directors of this Association, by a majority vote of the directors present at any meeting at which there is a quorum, for any cause which said Board may deem sufficient.

ARTICLE XV – Notices

Section 1: Members shall furnish the executive officer with their official address and contact information and the mailing, faxing or E-mailing of any notice or notices to such address shall be deemed service of such notice or notices upon them as of the date of mailing, faxing or E-mailing.

ARTICLE XVI – President’s Council

Section 1: There shall be a President’s Council composed of those members who have been elected and served as president of the local, state or national association of home builders. The council shall be an advisory body and shall meet with and advise the Board at the Board’s request. The chairperson of the council shall be the immediate past president of this Association or in the event he/she is unwilling or unable to serve, the council shall elect a chairperson from among its members.

ARTICLE XVII – Rules of Procedures

Section 1: Robert’s Rules of Order shall govern the procedure of all meetings of this Association except where the point of order is clearly and expressly covered in these Bylaws.

ARTICLE XVIII – Voting, Proxies and Quorums

Section 1: The voting privilege shall be limited as follows:

- a) At meetings of the membership, only qualified builder members and associate members shall have the right to vote.
- b) At meetings of the Board of Directors, only members of the Board, including the state and national directors, shall have the right to vote.

Section 2: A majority vote on any measure will be determined as follows:

- a) The majority of the members present at any general membership meeting shall carry any measure, except as provided for in ARTICLE XIX Section 1 of these Bylaws.
- b) The majority of the directors present at any meeting of the Board of Directors shall carry any measure provided the number of directors in attendance at the meeting constitutes a quorum, except as provided in ARTICLE V Section 4(a) and Section 4(b) of these Bylaws.

Section 3: A quorum present at any meeting shall be determined as follows:

- a) A quorum of the membership shall consist of not less than one-half (1/2) of the members in attendance.
- b) A quorum of the Board of Directors shall consist of a simple majority of its members.

ARTICLE XIX – Referenda

Section 1: Upon the request in writing of fifteen (15) members in good standing of this Association, the Board of Directors shall, or upon its own initiative may, submit a question by mail to the members for a referendum vote. The ballot for that vote shall be accompanied by briefs

stating both sides of the question. When so stated in written request, action taken thereon by the membership shall be final and shall bind the Board of Directors.

Section 2: A referendum submitted to the membership shall be returned within ten (10) days after the date of mailing. Each member shall be supplied with an addressed envelope in which to return his ballot. All returned envelopes shall be so marked that they will be opened only by the judges appointed to canvas the balloting.

ARTICLE XX – Amendments

Section 1: These Bylaws may be amended by a two-thirds (2/3) vote of the members present at any general membership meeting and provided further that a copy of the proposed amendments shall have been mailed to each member of this Association not less than five (5) days prior to the meeting at which action is to be taken thereon.

Section 2: Bylaws, rules and regulations not consistent herewith may be adopted and amended by the Board of Directors.

ARTICLE XXI – Enactment

Section 1: These Bylaws are hereby adopted by a two-thirds (2/3) vote of the members present at the general membership meeting designated for that purpose and held in accordance with the Bylaws in existence prior to adoption of these Bylaws. Therefore, these Bylaws are hereby declared adopted and shall supersede all previous constitutions, Bylaws, rules and regulations governing this Association, which are hereby annulled.

Approved by the General Membership on August 12, 2009

Amended by the General Membership on October 8, 2014