

**BYLAWS
OF THE
PROFESSIONAL WOMEN IN BUILDING COUNCIL
OF THE
NORTH IDAHO BUILDING CONTRACTORS
~~HOME BUILDERS~~ ASSOCIATION**

ARTICLE I: NAME

SECTION 1: The name of this Professional Women in Building (PWB) Council shall be the Professional Women in Building Council of the North Idaho Building Contractors Association.

SECTION 2: This PWB Council is and shall be an Affiliated PWB Council of the National Association of Home Builders Professional Women in Building (PWB) Council of the United States and the North Idaho Building Contractors Association and shall abide by their respective Bylaws as amended from time to time.

SECTION 3: The operations of this Professional Women in Building (PWB) Council shall be conducted in the territory assigned to its jurisdiction now and hereafter by the National Association of Home Builders.

ARTICLE II: PURPOSE

SECTION 1: The purposes of this Professional Women in Building (PWB) Council shall be:

- a) To assist in the accomplishment of the mutual objectives of the National Association of Home Builders, the National Association of Home Builders Professional Women in Building Council and the North Idaho Building Contractors Association.
- b) To comply with all laws, federal, state and local.
- c) To operate without profit, and no part of the income of the Professional Women in Building (PWB) Council shall ensure to the benefit of any individual member.
- d) The Professional Women in Building Council is first and foremost an organization dedicated to supporting the professional development of the women in the Home Building industry. Its members consist of NAHB members, builders and associates, and persons who are affiliated with a NAHB member including employees, spouses and extended family.

It provides direct member service to the general membership through education and training programs which focus on professional and leadership development, networking opportunities, and industry related information.

In addition, the Council recognizes its role in supporting the overall building industry by mobilizing its membership to assist efforts spearheaded by local, state and national builders' associations.

ARTICLE III: MEMBERSHIP

SECTION 1: Classes of members. The Professional Women in Building (PWB) Council shall have four classes of members. The designation of such classes and the qualifications of the members of such classes shall be as follows:

- a) **BUILDER MEMBER.** Any individual who is a Builder Member in good standing of the North Idaho Building Contractor Association or affiliated (employee, spouse, or immediate family member) with a Builder Member in good standing of the North Idaho Building Contractor Association.
- b) **ASSOCIATE MEMBER.** Any individual who is a NAHB Associate member in good standing of the North Idaho Building Contractor Association or affiliated (employee, spouse, or immediate family member) with a NAHB Associate Member.
- c) **LIFE MEMBER.** Any Past President of the Council shall be a Life Member.
- d) **HONORARY MEMBER.** The Board of Directors of the Professional Women in Building (PWB) Council may recognize distinguished or unique service by any person by designating that person an Honorary Member of the Professional Women in Building (PWB) Council.

SECTION 2: Acceptance of Members.

- a) Applicants for membership 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 Professional Women in Building (PWB) Council, upon payment of dues, shall be members of the National Association of Home Builders Professional Women in Building Council of the United States, and while in good standing, shall be entitled to the full benefits, services and privileges of the respective Professional Women in Building (PWB) Councils.

SECTION 3: Meetings of the Membership.

- a) An annual meeting of the membership of this Professional Women in Building (PWB) Council shall be held at a time designated by the Board of Directors for the express purpose of electing the officers of the Professional Women in Building (PWB) Council, a Board of Directors, and taking up such other matters as may properly come before the general membership.
- b) Regular meetings of the membership of the Professional Women in Building (PWB) Council shall be held at a time designated by the Board of Directors.
- c) Special meetings of the membership of this Professional Women in Building (PWB) Council 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 in advance.

ARTICLE IV: DUES

SECTION 1: Dues

- a) The dues of this Professional Women in Building (PWB) Council shall be payable at the rate of \$60.00.
- b) These dues shall include those required for membership in the NAHB Professional Women in Building Council of the United States (\$50.00) which this PWB Council shall collect and remit in accordance with the requirements of the NAHB Professional Women in Building Council, as provided for from time to time.

ARTICLE V: BOARD OF DIRECTORS

SECTION 1: Composition and Authority. The Professional Women in Building (PWB) Council, at its annual meetings, shall elect three (3) Local Directors. The Board of Directors shall be the governing body of the PWB Council. Two Directors so elected shall hold office from one year from the date of election or until a successor is duly elected. The third Director shall hold office from two years from the date of election or until a successor is duly elected.

SECTION 2: Ex-Officio Members. The President, Vice President(s), Secretary-Treasurer and immediate Past President shall be Ex-Officio members of the Board of Directors with full voting privileges.

SECTION 3: Chairman. The President shall be the Chairman of the Board of Directors.

SECTION 4: Vacancies. Vacancies on the Board because of disability, death or resignation shall be filled by appointment by 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.

SECTION 5: National Directors. The Board shall prescribe the method of selection of National Directors and Alternate Directors to which the PWB Council is entitled under the provisions and conditions prescribed in the Bylaws of the NAHB Professional Women in Building Council.

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

- a) Regular meetings of the Board of Directors shall be held on the first 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 seven (7) days in advance.

SECTION 7: Voting. A simple majority vote shall decide an issue provided a quorum is present.

SECTION 8: Quorum. The presence of one-half of the Directors at a meeting shall constitute a quorum.

ARTICLE VI: ELECTIVE OFFICERS

SECTION 1: The elected offices of the Professional Women in Building (PWB) Council of the North Idaho Building Contractors Association shall consist of a President, Vice President, Secretary-, Treasurer, immediate Past President and shall be Ex-Officio members of the Board of Directors with full voting privileges.

SECTION 2: The President and all officers of the Council shall be members in good standing.

SECTION 3: The officers and the chairman and/or vice chairman of all the standing committees shall constitute the Executive Committee. A majority vote of the members present shall constitute action by the Executive Committee.

SECTION 4: National Delegates. The Board shall prescribe the method of selection of National Delegates for which the Women in Building Council is entitled under the provisions and conditions prescribed in the Bylaws of the NAHB Professional Women in Building.

ARTICLE VII: ELECTION OF OFFICERS

SECTION 1: 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 election or until their successors are elected and duly qualified.

- a) A President shall be the chief officer of this Professional Women in Building (PWB) Council and shall preside at its meetings and those of the Board of Directors. The President shall be the official spokesman of this Council in matters of public policy. The President shall appoint all committees, except as provided for in these Bylaws, shall be an Ex-Officio member of all committees, and shall perform all other duties usual to such office.
- b) A Vice President shall perform such duties as are assigned to her by the President, and shall, in the absence of the President, or upon her direction, perform all of the duties of the President.
- c) A Treasurer, who shall be responsible to the Council for an accounting of all monies collected and disbursed by the Council, shall render a quarterly report to the Board of Directors in a timely manner. Upon direction of the President, the Treasurer may perform other duties appropriate to this office.
- d) A Secretary, who shall keep a record of all of the official proceedings of this Council and its Board of Directors, including the reports of special committees. Upon the direction of the President, the Secretary may perform other duties appropriate to this office.

SECTION 2: SUCCESSION OF OFFICE

- a) In the event of absence, disability, resignation, or death of the President, then the Vice President shall act as President of the Professional Women in Building (PWB) Council. Should neither the President nor the Vice President be able to serve for any of the foregoing reasons, then the Treasurer shall act as President. If she should be unable to serve for any of the foregoing reasons, then the Secretary shall act as President. The officer so designated to act as President shall serve until such time as the Board of Directors names from among its members a President to fill out the unexpired term.

- b) In the event of a vacancy, other than in the office of the President, the Board of Directors shall name from among its members a successor to fill out the unexpired term.

ARTICLE VIII: VOTING

SECTION 1: All members of the Professional Women in Building (PWB) Council in good standing shall be entitled to vote at meetings of the Membership except as may be provided in other Section of these Bylaws.

SECTION 2: A majority vote of the members present shall decide an issue. This section shall not apply to voting on amendments to these Bylaws.

ARTICLE IX: ELECTIONS

SECTION 1: A nominating committee of no less than three (3) members, one of which is the immediate Past President and Chairman, shall be appointed by the President at the September meeting. The committee shall canvas the membership. It shall solicit and consider their recommendations and shall nominate at least one (1) candidate for each office to be filled. The names for election shall be presented at the October meeting. Officers shall be installed at the December meeting.

SECTION 2: Additional nominations may be made from the floor provided that persons nominated from the floor be present at the time of nomination or must have previously given written consent to such nomination.

SECTION 3: Dues and other monies collected by the Professional Women in Building (PWB) Council shall be placed in a depository selected by the Board of Directors. Payments from the funds of the Council shall be made on the signature of the Treasurer and/or any person so authorized by the Board of Directors.

ARTICLE X: RULES OF PROCEDURE

SECTION 1: Roberts' Rules of Order shall govern the parliamentary procedure of the meetings of the Professional Women in Building (PWB) Council provided for in these Bylaws.

ARTICLE XI: AMENDMENTS

SECTION 1: These Bylaws may be amended by a two-thirds vote of the members present at any meeting provided that a copy of any proposed amendment shall have been mailed to each member of the PWB Council at least thirty days in advance.