

**Home Builders Association
Of Greater Charlotte**

Bylaws

**As Amended and Revised
September 16, 2026**

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ARTICLE I NAME, LOCATION, AFFILIATION AND JURISDICTION

Sec. 1. The name of this Association shall be the Home Builders Association of Greater Charlotte, Inc., hereinafter referred to as the "HBAGC".

Sec. 2. The principal office of this Association shall be at such a place as the Board of Directors may designate from time to time.

Sec. 3. This Association is and shall be an Affiliated Association of the National Association of Home Builders of the United States and The North Carolina Homebuilders Association and shall abide by its respective Bylaws as amended from time to time.

Sec. 4. The jurisdiction of this Association shall be inclusive of Mecklenburg County and surrounding counties as approved by the National Association of Homebuilders.

ARTICLE II OBJECTIVES

The Home Builders Association of Greater Charlotte offers means, support and opportunities for the Residential Building & Remodeling industry by providing resources that benefit industry professionals, consumers and the American Dream in the communities we serve.

ARTICLE III MEMBERSHIP

Sec. 1. Membership Requirements. Membership in this Association shall be open to persons qualifying under the following classifications:

(a) Builder Membership: Any person, firm, or corporation who is, or has been, in the business of building or rebuilding homes, apartments, schools, commercial, industrial, or other structures normally related and appurtenant to a community, or in land development, who subscribes to the Code of Ethics of this Association, and who is of good character and business reputation, and whose company is in good standing with the HBAGC.

(b) Developer Membership: Any person, firm, or corporation who is, or has been, in the business of developing land for homes, apartments, schools, commercial, industrial, or other structures normally related and appurtenant to a community, and who subscribes to the Code of Ethics of this Association, and who is of good character and business reputation, and whose company is in good standing with the HBAGC.

(c) Remodeler Membership: Any person, firm, or corporation who is, or has been in the business of remodeling homes, schools, apartments, commercial, industrial, or other structures normally related and appurtenant to a community, and who subscribes to the Code of Ethics of this Association, and who is of good character and business reputation, and whose company is in good standing with the HBAGC.

(d) Associate Membership: Any individual who is or has been engaged or employed by a firm, limited liability company or corporation engaged in a trade, industry, or profession related to building and not inconsistent with the objectives of this Association, who subscribes to the Code of Ethics of this Association, who is of good character and business reputation, and whose company is in good standing with the HBAGC.

(e) Affiliate Membership: Any person currently employed by a Builder Member or Associate Member in good standing of this Association.

(f) Honorary Membership: Any individual who has been recognized and allowed admittance by the Board of Directors of this Association for distinguished and unique service to the Association or the home building industry.

(g) Those holding membership in HBAGC as set forth in subsections (b) or (c) of this section shall also be considered "builder members" whenever that term is used to ascertain representation, to determine qualification for office, or to govern voting privileges elsewhere in these Bylaws or in connection with any similar determination on behalf of the HBAGC.

Sec. 2. Acceptance of Members.

(a) Applicants for membership shall apply on a form satisfactory to the Board of Directors which contains information showing that the Applicant meets the requirements of the preceding Sec. 1. Upon receipt of dues an applicant shall become a member.

(b) Members in good standing of this Association shall be members of the National Association of Home Builders Association and the North Carolina Home Builders Association, and while in

good standing shall be entitled to the full benefits, services and privileges of the respective Associations.

Sec. 3. Grievance Process.

- (a) Grievances are formal complaints, in writing, which allege a Members' violation of the HBAGC Code of Conduct in relation to their membership within the HBAGC. Examples include, but are not limited to, discrimination, safety concerns, or repeated inappropriate behavior at a HBAGC sponsored event.
- (b) Grievances may be filed in writing by members of the HBAGC to the Grievance Committee.
- (c) The Grievance Committee shall collect written documentation, and interview parties and witnesses regarding the grievance.
- (d) After investigation, the Grievance Committee shall either:
 - 1. Recommend action to the Executive Committee; or,
 - 2. Take no action, in which case the grievance is deemed resolved.

Sec. 4. Suspension, Termination, Revocation and Reinstatement of Membership

- (a) The Board of Directors by a two-thirds (2/3) majority vote may suspend or revoke the membership of any member for conduct detrimental to this Association. The member shall be given at least sixty (60) days' written notice in advance of the meeting of the Board at which the vote is taken, 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 conditions as the Board may impose.
- (c) Membership shall be automatically terminated for non-payment of dues after being notified of the delinquency and failure to remit payment for 90 days

Sec. 5. Meetings of the Members.

- (a) Annual Meeting. An Annual Meeting of the Membership of this Association shall be held at such time and place as the Board may designate, for the express purpose of electing a Board of Directors and its officers and taking up such matters as may properly come before the general membership.
- (b) Regular Meeting. Regular meetings of the membership of this Association shall be held at such time as the Board of Directors may designate.
- (c) Special Meeting. Special meetings of the membership of this Association may be called by the President, or, if requested in writing, by a majority of the voting 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 FEES, DUES AND ASSESSMENTS**

Sec. 1. Initiation Fees. The Board of Directors, at its discretion, may impose an initiation fee for all new members.

Sec. 2. Dues.

- (a) The dues of this Association shall be established by the Board of Directors and shall at least be in the amount required for the National Association of Home Builders of the United States and the North Carolina Association of Home Builders which this Association shall collect and remit in accordance with the requirements of the National and State Associations.
- (b) If dues for the National Association of Home Builders or the North Carolina Home Builders Association are raised, the dues of this Association shall be evaluated and brought before the board for a vote.

Sec. 3. Assessments. The Board of Directors, at its discretion, may assess Builder Members a fee based on the number of permits issued to that member within the Association's jurisdiction for the construction of single-family homes, townhomes, condominiums or apartments. The amount of each assessment shall be clearly printed on this Association's Membership Application. The Board may increase the amount of permit assessments and is required to notify all Builder Members within thirty (30) days of such an increase.

ARTICLE V BOARD OF DIRECTORS

Sec. 1. Composition and Authority. A Board of Directors which shall be the governing body of the Association and shall consist of at least twenty (20) directors, or such greater or lesser number as may be determined from time to time by the Board. The President, First Vice President, Second Vice President, Treasurer, Associate Vice President, Secretary, Immediate Past President, and General Counsel, and at least thirteen (13) directors along with any additional Ex-Officio directors as set forth in these Bylaws.

Sec. 2. Ex-Officio Members.

(a) The President, First Vice President, Second Vice President, Treasurer, Associate Vice President, Secretary, Immediate Past President, Associates Council Chair, Sales and Marketing Council Chair and General Counsel shall be ex-officio members of the Board of Directors with full voting privileges.

(b) The President shall be entitled to appoint 6 members of the HBAGC to serve as Presidential Appointees, these members shall have full voting privileges.

(c) Any member serving as the Chair of a Council recognized by the HBAGC shall serve as ex-officio members of the Board with full voting privileges.

(d) Any member serving as Chair of a committee shall also serve as a member of the Board, such member shall have full voting privileges.

Sec. 3. Chair. The President shall be the Chair of the Board of Directors.

Sec. 4. Vacancies. Vacancies on the Board because of disability, death or resignation of a Director shall be filled by appointment of the President, subject to the concurrence of a majority of the Directors. Persons so appointed will serve the unexpired term of the position vacated.

Sec. 5. National and State Directors. At the Annual meeting of the Board of Directors, the Board shall prescribe the method of selection of any National and State Directors and Alternate Directors to which the Association is entitled under the provisions and conditions prescribed in the Bylaws of the State and National Associations.

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

(a) Regular Meeting. Regular meetings of the Board of Directors shall be held monthly at a time and location as the Board directs.

(b) Special Meeting. Special meetings of the Board of Directors may be called by the President or upon formal 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 five (5) days in advance.

Sec. 7. Attendance. Directors are expected to attend all board meetings and, in the event, they cannot attend, they should notify the Executive Officer. If a Board Member fails to attend Board meetings the Board may ask them to step down from their position or remove them from their position by a 2/3 vote of the Board at the next scheduled board meeting. The Member in question will be given notice of the intent to remove them from their position at least 20 days prior to the Vote and provided with an opportunity to be heard by the board.

Sec. 8. Life Directors. In addition to the Directors and Ex-Officio Directors, the Board may appoint, at its discretion, Life Directors. Life Directors shall retain voting rights.

ARTICLE VI OFFICERS

Sec. 1. The following Officers shall be elected by and from the Membership at their Annual Meeting and shall hold office from the first day of the fiscal year following election for a term of one (1) year or until their successors are elected and duly installed. All officers shall be elected from the Builder or Associate Membership except that of General Counsel who shall be an attorney elected from the Associate Membership. Notwithstanding the foregoing, the offices of President, First Vice President, and Second Vice President shall be Builder Members. Non-Builders may serve as President for up to two consecutive years, after which the position must return to a Builder.

(a) President. A President shall be a Member of the Association. Non-Builders may serve as

President for one year, after which the position must return to a Builder Member. The President shall be the chief officer of the Association and shall preside at its meetings and those of the Board of Directors and Executive Committee. He/She shall serve as an ex-officio voting member of all Standing and Special Committees, Task Forces and Councils.

(b) First Vice President. A First Vice President shall be a Member of the Association. Non-Builders may serve as First Vice President for one year, after which the position must return to a Builder Member. The First Vice President shall perform such duties as are assigned by the President and in the absence of the President, or upon direction, shall perform all the duties of the President. The First Vice President shall also serve as a member of the Membership Committee.

(c) Second Vice President. A Second Vice President shall be a Member of the Association. Non-Builders may serve as Second Vice President for one year, after which the position must return to a Builder Member. The Second Vice President shall perform such duties as are assigned by the President and in the absence of the First Vice President, or upon direction, shall perform all the duties of the First Vice President. The Second Vice President shall be a member of at least 1 consumer event committee and shall assist with the creation of the annual budget.

(d) Immediate Past President. Immediate Past President shall serve as a bridge between presidential terms and provide guidance and input regarding past decisions, policies, procedures and in the absences of the President and First Vice President, or upon direction, shall perform the duties of the President or First Vice President.

(e) Treasurer. A Treasurer who shall be responsible to the Association for an accounting of all funds collected and disbursed by the Association and shall render a monthly report to the Board of Directors. The office of Treasurer may be combined with the office of Secretary and held by one person, who, in such event, shall have the title of Secretary-Treasurer.

(f) Secretary. A Secretary who shall keep a record of all of the official proceedings of this Association and its Board of Directors. The office of Secretary may be combined with the office of Treasurer and held by one person, who, in such event, shall have the title of Secretary-Treasurer.

(g) An Associate Vice President who shall represent the interests of all Associate Members of the Association.

(h) General Counsel. A General Counsel who shall serve as ex-officio Director without pay and 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 Committee of this Association in legal matters.

Sec. 2. To fill a vacancy occasioned by death or resignation of an Officer, the President or Executive Officer shall call for a Special Meeting. The Board shall elect by majority vote of the members present, a successor to finish out the term of the resigning or deceased Officer.

ARTICLE VII

Executive Officer

Sec. 1. An Executive Officer, hereinafter "EO" may be employed by the Board of Directors at such rate of compensation as the Executive Committee deems fair and proper and shall serve at the discretion of the Board.

Sec. 2. Duties and Responsibilities.

(a) The EO will oversee the daily operations of the HBAGC, including but not limited to budget preparation and compliance, event management, marketing, membership recruitment, legislative initiatives of the HBAGC, and other tasks as may be delegated by the board.

(b) The EO may create additional positions as they deem necessary for the proper function and management of the HBAGC.

(c) The EO shall maintain all of the books, records, minutes and policies of the HBAGC.

(d) The EO shall hire, supervise, and if necessary, terminate staff in their sole discretion, with the exception that compensation and overall staffing needs must be within the approved budget. In the event the EO believes they need additional staff or an adjustment of compensation for any staff member which shall exceed the approved overall staffing budget, the EO shall make a request to the Executive Committee, who may approve the request and then submit the recommendation to the Board for vote. In the even the Executive Committee denies the request, the EO may bring the request directly to the board for vote.

Sec. 3. Removal. An Executive Officer may be removed by unanimous vote of the Executive Committee. If a vote is not unanimous, then an Executive Officer may be removed by a 2/3 vote of the Board of Directors.

ARTICLE VIII VOTING, PROXIES AND QUORUMS

Sec. 1. Voting. Members of the Association do not have voting rights, except as may be expressly stated in these Bylaws. Every member of the Board is entitled to one vote as long as such member is in good standing. If a Director has not attended at least fifty (50%) percent of the regularly scheduled meetings, without excuse from the EO or President, within the immediately preceding twelve (12) months, they will not have any voting rights until such time as they have either (1) attended fifty (50%) percent of the regularly scheduled meetings or (2) the Board elects to reinstate the voting rights of the Director.

Sec. 2. Proxies. Votes may be cast by proxy at a Meeting of the Board in the following manner: Any member, as listed in the Association's official records, entitled to vote may, by an instrument in writing bearing a date not more than ten (10) days in advance of the meeting, designate the Association's President to vote for him/her in their place and stead at any Meeting of the Board.

Sec. 3. Quorums. A Quorum at any meeting of the Board of Directors or committee meeting will consist of one-third (1/3) of those with the right to vote. A Quorum of any meeting of the general membership shall consist if 15 or more members are present.

Sec. 4. Electronic Voting. The Board may in its discretion allow for electronic voting via email, facsimile, zoom, or any other electronic methods as appropriate and approved by the President.

Sec. 5. Voting Measures. Once quorum is met, the Board of Directors may act on any measure under the following:

- (a) A two-thirds (2/3) vote of the Board of Directors present at any meeting shall be required for the removal of a member, Director, or Officer or to amend these Bylaws.
- (b) All other measures shall require vote of the majority of the Board of Directors present at the meeting.

ARTICLE IX ELECTIONS

Sec. 1. The Nominating Committee shall:

- (a) Solicit, interview and consider the recommendations of the membership, as to candidates for each position to be filled.
- (b) Provide a nomination list for board review and seek additional recommendations.
- (c) Make substitute nominations where any candidate declines the nomination and present their "Final Report on Nomination of Directors" at the Annual Meeting of Membership and their "Final Report on Nomination of Officers" at the Annual Meeting of the Board of Directors.
- (d) Prepare and send to each Member at least ten (10) days prior to the Annual Meeting of the Membership a list of the candidates proposed for each office and directorship to be filled.

Sec. 2. Whenever there shall be only one nomination for an elective office or a post on the Directorate, election shall be by voice vote. A voice vote shall be conducted by the President pursuant to Robert's Rules of Order.

Sec. 3. Whenever there shall be more than one nomination for elective office or a post on the Directorate, vote shall be taken by secret ballot, held in accordance of Robert's Rules of Order. It will be the responsibility of the Secretary to count and record all votes.

Sec. 4. In the event that more than two candidates are named, a majority of those voting shall be necessary to elect. In the event such majority is not obtained, then a second vote shall be taken upon the two leading candidates.

**ARTICLE X
STANDING COMMITTEES, SPECIAL COMMITTEES,
TASK FORCES, CHAPTERS AND COUNCILS**

Sec. 1. General Provisions. Except as these bylaws may provide otherwise, the following general provisions shall govern all committees of this association.

(a) **Chair.** The Chair of any committee of the Association shall be approved by the President except as otherwise specifically provided in these bylaws.

(b) **Vice Chair.** The Vice Chair of all committees shall be appointed by the Chair, if the Chair deems necessary. It should be the general practice that the Vice Chair be expected to serve as Committee Chair in the ensuing year.

(c) **Committee Members.** All Committee members shall be current members or employees of active members of this Association. A committee may not amend, alter or repeal any resolution of the Board of Directors, or conduct any other business normally reserved for the President, other officers or the Board of Directors.

(d) **Removal.** The President may, with the advice and consent of the Executive Committee, remove the Chair, vice-Chair or members of any committee of this Association.

(e) **Meetings.** Meetings of all committees shall be at the call of the Chair with presence of Association staff.

(f) **Majority Vote.** A majority vote of the committee shall decide an issue providing a quorum is present.

(g) A staff member of the Association shall be present for all formal committee meetings for the purpose of keeping the records for the association.

Sec. 2. Standing Committees. In addition to the Executive committee, there shall be standing committees of this Association as set forth in this section. The designation, jurisdiction, and special tenures of standing committees are as follows:

(a) **Nominating Committee.** The Chair shall certify the qualifications of candidates being put forth for office, provide timely notification to the membership when positions are available, seek candidates for office, and oversee the elections of this Association to fulfill the bylaw requirements as set forth herein. The committee may recommend such rules and regulations as may be deemed necessary to fulfill the requirements of these bylaws. The chair shall be the Immediate Past President of this Association and the President shall serve as Vice Chair. In the event the Immediate Past President is unable to serve, the current President of the Association shall serve as the chair and the 1st Vice Present will be the Vice Chair. The Nominating Committee shall then appoint a maximum of 6 additional members

(b) **Membership Committee.** The Membership Committee shall be charged with developing a program to recruit and orient new members and increase the renewal retention of existing members. It shall have the responsibility of investigating all membership applications and shall present new members to the Board of Directors for action.

(c) **Finance Committee.** The Finance Committee shall study the finances of this Association, make recommendations on financial policies to the Executive Committee and the Board of Directors, participate and engage service professionals for the annual audit, if necessary, and tax filings, review any reports prepared by a CPA, and review or make recommendations for during the preparation of the Annual Budget upon request by the EO. The Executive Committee shall review the budget as prepared by the Finance Committee and make recommendations to the Board of Directors for approval. The Chair shall be the Treasurer and shall appoint at least 2 additional members. If the HBAGC has an accountant on staff, then the accountant shall serve as an Ex-Officio member of the Finance Committee and shall not have voting rights.

(d) **Grievance Committee.** The Grievance Committee shall be charged with hearing all grievances from Members and will recommend either (1) action to the Executive Committee or (2) take no action, in which the grievance is deemed resolved. The Grievance Committee shall consist of the Executive Director, General Counsel, President, and First Vice President.

(e) **Bylaws Committee.** The Bylaws Committee shall be charged with hearing all Bylaw Amendment recommendations from Officers and Members and will recommend either (1) action to the Executive Committee or (2) take no action, in which the recommendation is deemed denied. The Bylaw Committee shall consist of the Executive Director, General Counsel, President, and First Vice President

Sec. 3. Additional Committees. The Board may at any time create additional committees to serve the membership. The Board shall define the scope and purpose of any additional committees and appoint a

chairperson.

Sec. 4. Task Forces. From time to time, the President of this Association may form task forces to study and make recommendations on any such issue he/she deems necessary. The President shall have the authority to establish a Task Force, determine its scope, appoint its chair, determine members, and set length of service not to exceed twelve (12) months.

Sec. 5. Councils. 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. Council Chairs and Trustees shall be elected by the individual Council and approved by the Association's President. Councils may be disbanded by the Association's Board of Directors with or without cause.

(a) Rules of Procedure. Councils shall operate subject to Rules of Procedure which shall be adopted and may be amended by the Council Membership, subject to approval by the Association's Board of Directors. The Association Board of Directors, at their discretion, may amend Council Rules of Procedure.

(b) Board of Trustees. The activities of the Council shall be managed by a Board of Trustees composed of its members.

Sec. 6. Chapters. The Board may acquire additional territories, each Chapter shall have its own Leadership Committee, elected by its members and meet at least quarterly.

ARTICLE XI GENERAL PROVISIONS

Sec. 1. Authority to Bind: The following officers have the authority to bind the association: President, First Vice President, Treasurer, and EO, unless such authority has been delegated or limited elsewhere in these bylaws.

Sec. 2. Finances. The President, Treasurer and the Executive Officer may execute drafts, deposits and other financial documents.

(a) Fiscal Year. 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.

(b) Depositories. Dues and other moneys collected by this Association shall be placed in depositories selected by the Board of Directors.

(c) Annual Budget. The Board of Directors shall adopt an annual budget for each calendar year, and this Association shall function within the totals of such a budget. Any expenditures in excess of such a budget must be authorized by the Board of Directors.

(d) Bonding. The Treasurer, and other Officers and members of the staff handling the funds of the Association, shall furnish a bond at the expense of the Association in such amount as the Executive Committee shall determine.

(e) Annual Audit. There shall be an annual audit of the finances of this association by an Independent Public Accountant, and this, together with a report from the Treasurer, shall be submitted to the Board of Directors.

Sec. 3. Reserve Funds. The Board of Directors may vote to authorize the creation of reserve funds for the future operation of the Association. Such funds may be used for such purposes as may be authorized by the Board of Directors.

Sec. 4. Dissolution. In the event of dissolution of this Association, the assets shall, after appropriate provision for its debts and liabilities, be distributed in any liquidation proceeding to the North Carolina Homebuilders Association, in the event the North Carolina Homebuilders Association is dissolved, then to the National Homebuilders Association. In the event neither the North Carolina Homebuilders Association or the National Homebuilders Association is unable to accept the assets of the HBAGC, then to a corporation, trust, or association which is not organized for profit and is exempt from federal income taxation under the Internal Revenue laws applicable at the time of such dissolution.

Sec. 5. Books and Records. Shall be kept in accordance with the Association Policies.

Sec. 6. Directors and Officers Insurance. The Association shall provide, at the Association's expense. Directors and Officers Liability Insurance.

Sec. 7. Member addresses. Members shall furnish the Association Office with their official address and the mailing of any notice to such address shall be deemed service of such notice or notices upon them as of the date of mailing the same.

Sec. 8. Rules of Order. Robert's Rules of Order shall govern the parliamentary procedure of all meetings of the Association provided for in these bylaws.

Sec. 9. Official Emblem. The Board of Directors shall adopt an official emblem for the exclusive use of this Association and its members in good standing. Use of emblem by a member shall be confined to identifying him as a member in good standing of this Association. The emblem may not be used in any manner or position to denote or imply any endorsement by this Association of a members' product or service, unless the Board had taken specific action to endorse such product or services. Use of the emblem may not be conveyed by a member to a non-member for any purpose whatsoever.

Sec. 10. Tax Exempt Status. This Association is organized as a not-for-profit corporation under the laws of the State of North Carolina and is intended to operate as a tax-exempt business league pursuant to Section 501(c)(6) of the Internal Revenue Code of 1954, as amended (or the corresponding provision Internal Revenue Code).

ARTICLE XII CODE OF CONDUCT

Sec. 1. The Code of Conduct shall be reviewed periodically by the Executive Committee and may be amended by such, as necessary, to reflect changes in law, policy, or organizational values.

ARTICLE XIII AMENDMENTS

Sec. 1. These Bylaw or Association Policies may be amended as follows:

(a) Any proposed amendment to these Bylaws or Association policies will be referred to the Bylaws Committee, which will meet to consider the proposed amendment. After consideration, the Bylaws Committee will make its recommendation to the Executive Committee, which will review the proposal and either forward it to the board for a vote or send back to the proposer with recommendations.

(b) Once approved by the Executive Committee, the Bylaws Committee will present its report to the Board of Directors. Two thirds, (2/3) vote of the Directors present and voting at a meeting in which quorum is present will be required for approval of an amendment to the Bylaws or Association policies.

(c) Any proposed amendments which receive a two thirds (2/3) vote of approval will be deemed to have passed and the Bylaws or Association Policies will be amended.

CERTIFICATE OF EXECUTIVE DIRECTOR

I, the undersigned, hereby certify:

- (a) That I am the duly elected and acting Executive Director of the HBAGC; and
- (b) That the foregoing bylaws, comprised of eleven (11) pages, including this page, constitute the bylaws of such, as duly adopted by Board of Directors through Electronic Voting.

IN WITNESS WHEREOF, I have hereunto subscribed my name on September 16, 2026.



EXECUTIVE DIRECTOR NAME, Executive Director