BY-LAWS
of
WELD COUNTY BUILDERS ASSOCIATION, INC.

ARTICLE I.
Rules of Order

Section 1.

Roberts Rules of order shall govern all meetings of this organization, unless changed by the terms contained in these bylaws.

ARTICLE II.
Quorum

Section 1.

A majority of those elected to the Board shall constitute a quorum at any meeting of the board of directors.

Section 2.

A minimum of 15% of the members in good standing shall constitute a quorum of any meeting of the membership.

Section 3.

A majority of any committee shall constitute a quorum.

ARTICLE III.
Regular Meetings

Section 1 Membership.

The annual meeting of the membership shall be held on the second Tuesday in November of each year, at the hour and place designated by the board of directors. The president of the association shall preside over the meetings. The membership shall elect such directors as are needed to fulfill the seven directorships of the association.

The regular meetings of the membership shall be held on the second Tuesday of each month at the hour and place designated by the board of directors and shall conduct such business as appropriate. The regular meeting in November shall follow the annual meeting.

Section 2 Board of Directors.

The annual meeting of the board of directors shall be held the third Tuesday in November at the hour and place designated by the president. The president shall preside over the meeting.

The regular meetings of the board of directors shall be held on the third Tuesday of each month at the hour and place designated by the board of directors and shall conduct such business as appropriate. The regular meeting in November shall follow the annual meeting.

Section 3 Notice of Membership Meetings.

Notice of membership meetings shall be given by the secretary by regular mail, e-mail, or facsimile (fax), to all members, in good standing, in advance of each meeting.

ARTICLE IV.

Membership, Initial Fee, and Rules

Section 1.

Any individual, firm or corporation associated with the building industry is eligible for membership in this corporation.

Section 2.

Written application for membership must be made to the association. Each applicant must be recommended by at least one member in good standing and his application shall be referred to the board of directors, and upon a favorable report shall be admitted to membership. The applicant must agree in said application that if admitted he will abide by the certificate of incorporation and the by-laws of this organization.

Section 3.

Upon approval of the application and payment of the initial fee and the current year's annual dues, as set by the Board of Directors, the said applicant shall be admitted to this association. Membership dues shall be payable in advance, annually, by the 10th day of May of each year. The initial application fee, the annual dues and the membership meeting costs will be set by the board of directors.

Section 4.

Any member who shall neglect to pay his dues within thirty days from the due date shall be considered a member not in good standing; and if he fails to pay his dues within ninety days from due date he shall forfeit all his rights, benefits, and privileges in this association, and shall be suspended, and notice thereof shall be given to all members at the next meeting of the membership. Any member so suspended may be reinstated by payment of a reinstatement fee as set by the Board of Directors and all delinquent dues, and upon favorable vote of the board at any board meeting or upon waiver granted by the board of directors.

Section 5.

Any member may be suspended by the board of directors for conduct or actions determined by the board of directors, in its sole discretion, to be detrimental to the association. A suspended member may be reinstated by the board of directors upon satisfactory proof that the member will abide by the rules, regulations, by-laws and intent and purpose of the association.

Section 6.

The board of directors shall investigate all grievances and complaints about members which are referred to it by a member of the board of directors

ARTICLE V.

Officers and The Board of Directors

Section 1.

The officers of this organization shall consist of a president, vice president, secretary, treasurer, 2nd vice president, 3rd vice president and the past president. The officers of the corporation will make up the board of directors. The property and business of the association shall be managed by the board of directors. One officer will be elected, at the annual meeting of the membership and will hold office for a seven year term. Each year the officers will rotate through each of the seven positions on the board of directors until their seven year term has expired. The elected officers, at the date of

these bylaws, will serve out the remainder of their current seven year terms. The board of directors may appoint assistants to the board of directors from outside its membership. In addition, the board of directors may appoint, from the membership of the association, a special advisor for a 1 year term, to assist them with any and all functions as set by the board of directors. The special advisor will not have any voting rights on the board of directors.

Section 2.

Duties of the Officers

a. President. The president shall preside at the meetings of the board of directors and membership. He shall sign all certificates of membership, notes, obligations, contracts and other papers and documents of the corporation requiring the corporate seal.

b. Vice President. The vice president shall preside at all meetings of the board of directors and of the membership and shall perform such executive acts and duties of the president, whenever the president is, for any reason, unable to preside or act.

c. Secretary. It is the duty of the secretary to keep the minutes of all meetings of the membership and board of directors. He shall have custody of the corporate seal, shall sign all certificates of membership, notes, contracts, and other papers and documents requiring the corporate seal and shall affix the corporate seal thereto. He shall give notice of all membership and directors meetings and shall keep a record of the same and a record of the members' addresses.

d. Treasurer. The treasurer shall keep accounts of all monies of the corporation received and disbursed and shall deposit all money of the corporation to the credit of such corporation in a bank or banks to be designated by the board of directors. He shall sign all financial statements and shall keep accurate books of accounts. He shall keep the books of the corporation open to inspection of the membership at all reasonable times. He shall maintain a budget based upon the previous years financial statements and shall make recommendations to the board of directors regarding expenditures of the organization.

e. 2nd & 3rd Vice Presidents. Shall perform any reasonable function at the direction of the president or the vice president.

f. Past President. Shall advise the board of directors on all matters before the board.

ARTICLE VI.

Vacancies

A vacancy on the board of directors caused by death, resignation or otherwise shall be filled by the board of directors at their next meeting following the vacancy. The replacement director shall serve until the next annual meeting of the membership at which time the membership shall elect a successor to complete the full term of the vacancy. The replacement director is eligible to be elected as the successor to complete the full term of the vacancy.

ARTICLE VII.

Committees

Special committees may be appointed by the board of directors to perform such duties as may be designated by the board of directors. A majority of any committee shall constitute a quorum.

ARTICLE VIII.

Corporate Powers

The board of directors shall have those powers enumerated in the Certificate of Incorporation and such other powers as are necessary or incidental in carrying out such enumerated corporate powers and conducting the business of the corporation, including the power to employ agents and managers with such powers and duties as they deem proper. All salaries of paid employees will be fixed by the board of directors.

ARTICLE IX.

Seal

The seal of the corporation shall contain the name of the corporation, and the word "COLORADO" arranged in a circle, and the word "SEAL" in the center thereof, which seal shall be in the custody of the secretary.

ARTICLE X.

Amendments

Proposed amendments to these by-laws may be presented in writing, at any meeting of the membership, upon notice of the proposed amendment provided to each member in good standing in advance of the meeting at which the proposal is to be voted upon. Proposed amendments may be submitted by the board of directors or by not less than five members in good standing. A special meeting of the membership, for the purpose of voting on an amendment to these by-laws, may be called upon the request of the president or the board of directors. A proposed amendment shall be adopted by a majority vote of the members at the meeting at which it is presented.

We hereby attest that theses bylaws were approved on the 8th day of the month of November in the year 2005 by a majority of the membership of the association in good standing.

_____	_____
Dave Grauberger	Ron Bernhardt
President	Vice President

The foregoing instrument was subscribed and sworn to me this 29th day of November, 2005.

WITNESS my hand and official seal. My commission expires: _____

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Signature of the Notary Public