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 or appointed 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 and Annual Meetings

Section 1 Membership Meetings.

The annual meeting of the association shall be held in the month of November of each year, at the date, hour and place designated by the Board of Directors. The President shall preside over the meeting. The membership shall elect such directors as are needed to fill the directorships of the association at the annual meeting. If the membership does not elect enough directors to fill the seven directorships of the association, the Board of Directors may call for and hold Special Election(s) meetings as needed to fill the open directorship positions or the Board of Directors may elect not to fill the open board positions until the next annual meeting.

The regular meetings of the membership shall be held at the date, hour and place designated by the Board of Directors and shall conduct such business as appropriate. The regular meeting of the membership in November shall coincide with the annual meeting.

Section 2 Board of Directors Meetings.

The annual meeting of the board of directors shall be held in the month of November of each year, at the date, 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 at the date, hour and place designated by the President and shall conduct such business as appropriate.

Section 3 Notice of Membership Meetings.

Notice of all meetings shall be given by the Secretary by regular mail, e-mail, facsimile (fax) or other means approved by the Board of Directors, 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 their application shall be referred to the Board of Directors. Upon a favorable report they shall be admitted as a member to the association. The applicant must agree, in said application, that if admitted, they will abide by the certificate of incorporation and the by-laws of this organization.

Section 3.

Upon approval of the application, payment of an initial application fee and the current year's annual dues, as set by the Board of Directors, the said applicant shall be admitted to this association. Annual dues for all members renewing their membership shall be payable in advance, by the 10th day of March of each calendar year. New members maybe admitted to the association anytime throughout the calendar year. The Board of Directors may waive the initial application fee for all new members in any given calendar 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 neglects to pay their dues within thirty (30) days from the due date shall be considered a member not in good standing and they shall forfeit all their rights, benefits, and privileges in this association. Any member who neglects to pay their dues within ninety (90) days from due date shall have their membership in the association suspended. Any member that has been suspended because of failure to pay their dues may be reinstated by payment of a reinstatement fee, as set by the Board of Directors, payment of all delinquent membership dues and upon a favorable vote of the Board of Directors at any board meeting.

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.

Section 7.

The Board of Directors may award a Lifetime Membership to any individual that has been a long time active member of the association. A firm or corporation may not be awarded a Lifetime Membership. The Lifetime Members of the association are not required to pay initial application fees or annual dues but have all of the rights, benefits, privileges and responsibilities of a paying member of the association. Lifetime Members are required to abide by the rules, regulations, by-laws and intent and purpose of the association and may be suspended by the Board of Directors for conducts or actions determined by the Board of Directors, in its sole discretion, to be detrimental to the association. All Honorary Lifetime Members of the association as of the date of these bylaws will become Lifetime Members of the association.

ARTICLE V.

Officers and The Board of Directors

Section 1.

The officers of this organization shall consist of the President, Vice President, Treasurer, Secretary, 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. Officer(s) will be elected, at either the annual meeting of the membership or at a special election called by the Board of Directors, to the highest open board position according to the succession of authority. The succession of authority for the Board of Directors will be the President, Vice President, Treasurer, Secretary, 2nd Vice President, 3rd Vice President then the Past President,. Elected officers of the association will hold office until they have served through all of the higher authority board positions from the position that they are elected to.

The elected officers, at the date of these bylaws, will serve out the remainder of their current terms. The Board of Directors may appoint assistants to the Board of Directors from the membership or from outside the membership. In addition, the Board of Directors may appoint, from the membership of the association, a Special Advisor for a one 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. The President 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. 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. The Treasurer shall sign all financial statements and shall keep accurate books of accounts. The Treasurer shall keep the books of the corporation open to inspection of the membership at all reasonable times. The Treasurer shall maintain a budget based upon the previous year's financial statements and shall make recommendations to the board of directors regarding expenditures of the organization.

d. Secretary. It is the duty of the Secretary to keep the minutes of all meetings of the membership and Board of Directors. The Secretary 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. The Secretary shall give notice of all membership and directors meetings and shall keep a record of the same and a record of the current and the Lifetime members contact information.

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 or shall be filled at a special election called for by the Board of Directors with notice. If the replacement director is filled by the Board of Directors, 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. The Board of Directors may decide not to fill an open board position until the next scheduled annual election. If all of the Board of Directors are unable to preside over the Association, the most recent and willing Past President by date of service will be automatically appointed interim President of the association and will call for and hold a special election to fill all of the positions on the Board of Directors.

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 any member of the association 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 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 April in the year 2009 by a majority of the membership of the association in good standing.

_____	_____
Chris Moser	Bart Pruett
President	Vice President

The foregoing instrument was subscribed and sworn to me this 8th day of April, 2009.

WITNESS my hand and official seal.

_____
Signature of the Notary Public

My commission expires: _____