

CONSTITUTION and BYLAWS

of

THE AUXILIARY

of the

NEW YORK STATE ASSOCIATION

of

PLUMBING, HEATING, COOLING

CONTRACTORS, INC.

ORGANIZED 1928

ARTICLE I

Name

The name of this Association shall be The Auxiliary of the New York State Association of Plumbing, Heating, Cooling Contractors, Inc., hereinafter called The Auxiliary.

ARTICLE II

Objectives

The objectives of the Auxiliary are:

- To cooperate with The New York State Association of Plumbing-Heating-Cooling Contractors, with which this Auxiliary has a common business interest.
- To unite, for the mutual benefit, people who are interested in the various phases of the plumbing, heating, cooling industry.
- To encourage participation and cooperation among the Auxiliary members.
- To promote education, benevolence and historical awareness.
- To provide members with knowledge of the legislative process and legislation as it relates to the plumbing-heating-cooling industry.

ARTICLE III

Membership

Any person sponsored by a NYSPHCC (New York State Plumbing Heating and Cooling Contractors) member in good standing is eligible to be a member of The Auxiliary of the New York State Association of Plumbing-Heating-Cooling Contractors.

ORGANIZATION

Section 1. Any number, but not less than 3, of eligible people in any locality in this State where there is an Association may organize an Auxiliary to that Association upon application to the State Secretary of The Auxiliary.

Section 2. No new Auxiliary shall be chartered where an Auxiliary already exists.

Section 3. Where there is no local Auxiliary to the Association, individuals may apply to the State Auxiliary Secretary to become a Member-at-Large, hereinafter called MAL. A MAL shall pay the same dues and assessments as Auxiliary members.

Section 4: One year's dues, paid in advance shall accompany any application for membership.

Section 5. Honorary membership may be awarded to any individual who has performed an outstanding service to this Auxiliary and who has been recommended by the Board of Directors.

Section 6. A member who has been inactive for less than two (2) years and rejoins shall be considered a reinstated member. A member who has been inactive for more than two (2) years and rejoins shall be considered a new member.

Section 7. Right to hold office - - All members have the right to hold office except honorary members.

Section 8. Right to Vote - - All members registered to the State Convention shall have the right to vote, except honorary members.

Section 9. A member of any Auxiliary who desires to change membership shall be entitled, if that member is in good standing, to transfer to any other Auxiliary in the State during that fiscal year.

Section 10. If the membership of any Auxiliary falls below the required number of three (3), the charter shall be recalled at the end of its fiscal year. The remaining members shall be considered Members-at-Large until such time that membership is again raised to three (3) or more. At that time, the original charter shall be reinstated.

ARTICLE IV

Officers

A State Auxiliary, without Local Auxiliaries, is composed of three (3) or more eligible people from various parts of the state. A State Auxiliary with Local Auxiliaries is an association of one or more Local Auxiliaries and any Members-at-Large throughout the state. In the event there is no State Auxiliary any one Local Auxiliary shall act as liaison between the National Auxiliary and all State Auxiliary members.

A State Auxiliary shall have state officers, a Zone Director (not to conflict with National Bylaws); meet annually during the State convention of the State Association of NYPHCC to which it is an Auxiliary, but may hold as many meetings as desired; adopt Bylaws, none of which shall conflict with the Bylaws of the National Auxiliary; and if membership warrants, appoint chairmen of standing committees to work with corresponding National Committee Chairmen on programs sponsored by their National Auxiliary and the plumbing-heating-cooling industry.

ARTICLE V

Elected Officers

The elected officers of the Auxiliary may include President, Vice President and Treasurer and they shall be elected at the annual meeting.

Duties of Elected Officers

Section 1. President

- a. The President shall preside at all meetings, decide all points of order and have general supervision of all affairs of the Auxiliary.
- b. This person shall appoint the Secretary and the Standing Committee Chairpersons.
- c. This person shall approve all order drawn on the Treasurer for payment of money.
- d. This person shall be ex-officio member of all committees.
- e. This person shall notify all local Auxiliaries of the time and place of the State Convention.

Section 2. VICE-PRESIDENT

The Vice-President shall assist the President, and in the absence of the President, act as President and assume all duties of the President's office.

- a. This person shall serve as Convention Coordinator.
- b. This person shall be the new membership liaison to the NYSAPHCC.

Section 3. TREASURER

- a. The Treasurer shall receive all monies paid to The Auxiliary and keep, in books provided for that purpose, a full and accurate account of all receipts and payments made. This person shall pay money only on order of the President or the Secretary.
- b. The accounts and vouchers shall, at all times, be subject to the inspection of the Executive Committee.

ARTICLE VI

Appointed Officers

Section 1. Secretary

- a. The Secretary shall be appointed by the President-Elect for confirmation by the Convention, and such confirmation shall constitute election.
- b. The Secretary shall keep the minutes of all meetings of the Convention meetings and record the proceedings in books provided for that purpose.
- c. The accounts and books shall, at all times, be open to the inspection of the Executive Committee.
- d. This person shall provide the Local Auxiliaries with copies of the Constitution and Bylaws for each member.
- e. This person shall be responsible for recording any amendments to the Constitution and Bylaws.
- f. The person shall mail a copy of the recorded minutes from the annual convention to all paying members, upon request.

Section 2. STANDING COMMITTEE

The President may appoint a Parliamentarian, a Chaplain, and the Chairpersons of the Financial Review, Nominating, Resolutions, Scholarships, Credentials, Membership, Legislative and Public Relations Committees as needed.

Section 3. SPECIAL COMMITTEES

The President may appoint special committees of as many members as necessary to carry out specific assignments and they shall serve until the assignments are completed. If an assignment requires more than one year for completion, the chairperson shall present a progress report at each intervening convention. Special committees may be discharged by a two-thirds (2/3) vote of members attending and voting during convention.

ARTICLE VII

Duties of Committees

Section 1. The Executive committee shall be composed of the Officers. It shall have the powers of the Board of Directors between meetings of the Board of Directors. The President shall be the Chairperson.

Section 2. The Board of Directors shall be composed of the Executive Committee, the Chairpersons of Convention committees, and the President of each Local Auxiliary and shall have the power of the Auxiliary between the annual Conventions. They shall meet as needed. Due to logistics of travel a conference call shall constitute a meeting with minutes being taken.

Section 3. In case the Zone Director is unable to complete the term of office for any cause, the State may submit, anytime prior to the Board of Directors Meeting at the National Convention, the name of a new Zone Director to the National President and/or Corresponding Secretary for appointment as Zone Director. The new Zone Director shall perform all the duties and be entitled to all the privileges of the office. In the event the installed Zone Director is unable to attend the National Convention, but wishes to continue the duties of the office, an alternate Zone Director will be allowed the Zone Director's privileges at the National Convention, only upon notification to the National President and/or Corresponding Secretary at or prior to the National Board of Directors meeting.

A Zone Director serves as a liaison between the National Auxiliary and the State Auxiliary. This person shall present the objectives of the National and the State Auxiliary. The Zone Director shall present the objectives of the National Auxiliary to the State organization, take part in recruiting members, assist the State President and assist at the convention.

Section 4. The Parliamentarian shall rule on questions of parliamentary procedure on the authority of the Bylaws of this Auxiliary and "Robert's Rules of Order Newly Revised". The Parliamentarian shall be the Installing Officer.

Section 5. The Chaplain shall offer the invocations and benedictions for the Convention meetings, conduct any memorial service and send condolences to the bereaved families.

Section 6. The Financial Review Committee shall examine current accounts and bills, the annual reports of the Treasurer and the Secretary and such other financial business as may be referred to it.

Section 7. The Nominating Committee shall submit names for officers for the ensuing year. Nominations may also be made from the floor.

Section 8. The Scholarship Committee shall be composed of the Chairperson, who shall be appointed by the President and at least two members.

- a. The Scholarship Committee shall review all applications for scholarships and make recommendations to the Convention of the names of those they deem most worthy, with the amounts suggested for each award.
- b. The Scholarship Committee shall establish such rules of eligibility for the award of scholarships as it may deem appropriate and as are not inconsistent with these Bylaws, provided that the Board of Directors approves such rules. (See Article XII.)

Section 9. The Credential Chairperson shall ascertain that only currently qualified members may vote.

Section 10. It shall be the duty of the Public Relations Chairperson to work toward promoting better public relations for the industry, initiating programs and distributing information on plumbing-heating-cooling to Local Auxiliaries.

Section 11. The Legislative Chairperson shall work to keep the membership aware of current industry legislation that could affect the plumbing-heating-cooling industry, encourage the membership to become involved by writing letters to their State Legislators and their Congress people in Washington, D.C., and lead or participate in any other activity deemed appropriate.

ARTICLE VIII

Elections

Section 1. The President, the Vice-President, the Secretary appointed by the President and the Treasurer shall be elected at the Annual Convention for a period of one year and shall serve until their successors are duly elected and installed. The President shall not succeed her/himself but twice.

Section 2. The term of all officers shall begin at the closing of the Convention at which they are elected.

Section 3. A majority of meeting attendees is required to elect officers and vote on business matters.

ARTICLE IX

Conventions

Section 1. Conventions of the Auxiliary shall be held annually at the time and place of the convention of NYSAPHCC.

Section 2. All members, with the exception of Honorary Members, registered for the State Convention may vote.

All members have the right to speak on the floor. However, only registered members, excluding Honorary Members, may make and second motions and vote. No voting member may cast more than one (1) vote.

Section 3. A plurality of eligible votes shall constitute the quorum for the transaction of convention business.

Section 4. Each registered member shall be entitled to one vote for elections and questions for action at conventions. There shall be no voting by proxy and the system of cumulative or unit voting shall not prevail at the annual meeting.

ARTICLE X

Dues, Fees and Properties

Section 1. All members are responsible to pay all dues assessed by Local, State and National Auxiliaries. All members of New York State Auxiliary must also be members of the PHCC National Auxiliary.

Section 2. Except by majority vote of members attending and voting at the annual Convention, this Auxiliary shall not incur debt or liability or undertake any project requiring expenditure of funds, except the ordinary current expenses or those specifically provided for in these Bylaws.

Section 3. All Officers and Committee Chairpersons shall upon completion of their term of office, relinquish to the newly elected or appointed officer or chairperson, within 30 days of their election, all Auxiliary property, records and funds in their possession.

ARTICLE XI

Fiscal Policies

Section 1. The fiscal year begins January 1 and ends December 31.

Section 2. The Auxiliary shall provide for a position bond for the Treasurer.

Section 3. In the event that this Auxiliary is dissolved, its assets may be distributed to charitable or educational organizations as defined by the Internal Revenue Code.

ARTICLE XII

Scholarship Fund

There shall be a Scholarship Fund and/or a Memorial Scholarship Fund.

Section 1. Scholarships shall be awarded to deserving applicants who:

- a. Are members of their senior class or graduates of a secondary school, including those who are older than high school age desiring to continue their education.
- b. No person may receive more than one award. No family may receive more than two (2) awards per year.

Section 2. Scholarships shall be allocated annually in the amount suggested by the members attending the annual meeting. The amount considered for distribution shall be determined by the amount received from NYSAPHCC and the balance of the scholarship account, but not in excess of thirty-five percent (35%) of the fund.

ARTICLE XIII

Amendments

These Bylaws may be amended by a roll call vote of the two-thirds (2/3) majority of registered members at any Annual Convention of the Auxiliary, provided the notice of such intention to amend, together with a copy of the proposed amendment, shall be filed with the Secretary at least seven (7) days before the day of the Convention.

These Bylaws must be consistent with the Bylaws of the National Auxiliary.

ARTICLE XIV

Rules of Honor

“Robert’s Rule of Order Newly Revised” shall be the authority on Parliamentary procedure of the Auxiliary in all its meetings and Convention.

Revised April 16, 2008 by

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