

**NATIONAL CONCRETE BURIAL VAULT ASSOCIATION, INC.
CONSTITUTION**

*ARTICLE I
Name*

This organization shall be known as "The National Concrete Burial Vault Association, Inc."

*ARTICLE II
Objective*

The objective of the National Concrete Burial Vault Association, Inc. is to secure cooperative action of concrete burial vault manufacturers or wholesale distributors for the purpose of developing high standards of quality; promote the use of concrete burial vaults by approved advertising and ethical sales methods; encourage fair trade practices among its members; and engage in research and educational activities that will contribute to the growth and improvement of the concrete burial vault industry.

*ARTICLE III
Management*

The management of this association shall be vested in the Board of Directors, referenced throughout as the Board.

*ARTICLE IV
Membership*

Members shall be admitted as provided in the Bylaws. The Association shall have the power to exclude, expel or suspend members in such manner as shall be provided in the Bylaws.

*ARTICLE V
Bylaws*

The Bylaws of the Association shall be taken for its laws subordinate to the laws and Constitution provided for by the Bylaws themselves; and shall prescribe the powers and the functions of the Board of Directors; times and places of meetings, the qualifications of offices and the manner of electing officers; the powers and duties of such officers and shall govern all activities of the Association.

*ARTICLE VI
Amendments*

Proposed amendments to the Constitution shall be in writing and signed by at least three regular members and presented to the Association membership through the Association office at least ten (10) days before the meeting in which they are to be voted upon. A proposed amendment shall be presented on the floor of a membership meeting by one of the sponsors. If two-thirds of votes of all members present and voting at such meetings are in favor of any amendment, it shall be adopted.

NATIONAL CONCRETE BURIAL VAULT ASSOCIATION, INC.
BYLAWS

ARTICLE I
Membership

Section 1. The membership of this Association shall consist of individuals, firms or corporations that are actively engaged as a manufacturer or wholesale distributor of concrete burial vaults and who subscribe to the Code of Ethics of the Association. Each member, whose dues are fully paid, whether such member is an individual, partnership, corporation, or multi-site owner is entitled to only one vote at all such meetings.

Section 2. Associate Members shall consist of individuals, firms, or corporations providing goods and/or services to manufacturers or wholesale distributors of concrete burial vaults and interested in the welfare of the Association. They shall receive all publications and be invited to exhibit at the annual convention. Associate members have no voting privileges.

Section 3. Affiliate Members shall consist of Doric Products, Inc., Eagle Burial Vault Company, Trigard, Wilbert Funeral Services, Inc., and other license and dealer organizations as may be determined by the Board of Directors. They shall enjoy all rights and privileges of regular members, however, an Affiliate Member cannot hold a position on the executive board.

Section 4. Honorary Members shall consist of individuals who have performed some distinguished service for the Association or of the industry and who are not actively engaged in the vault business. Honorary members shall be recommended by the Board to the Association at an annual meeting and, if approved, shall be honorary members for life and retain all those benefits and rights as an Associate Member.

Section 5. Applications for membership shall be made in writing to the Executive Director, who shall submit the names of applicants and their completed application form to the Board of Directors.

Section 6. Applicants shall be approved by a majority vote of the Directors.

ARTICLE II
Management

Section 1. The Board of Directors ("Board") shall be composed of eleven members with full voting privileges (4 at-large Directors, 1 representative from each of the 4 Affiliate Members, a President, Vice-President, and Treasurer) elected for a term of three years. Each position on the Executive Board (President, Vice-President, and Treasurer) will be two years. Additionally, the Board may, at its discretion, ask the immediate past President to continue in a non-voting, advisory capacity. The Board may employ an Executive Director or management firm and shall define and supervise those duties.

Section 2. A simple majority of the Board shall constitute a quorum to transact business.

Section 3. The officers will be elected from and by the Board. Board members are intended to be “officers of the chairs.”

*ARTICLE III
Elections*

Section 1. Elections for open positions will be held during the annual meeting.

Section 2. The Board shall not have more than one representative from each licensing organization (Doric, Eagle, Trigard, and Wilbert) unless there are no eligible members from a licensing organization. Associate and Honorary Members are not eligible for election to the Board. The elections may be by ballot, if requested by a majority vote of all members present and voting at the meeting. Regular and Affiliate Members shall have the privilege of making nominations.

Section 3. If a Director dies, resigns or misses three (3) consecutive meetings, that Director’s office may be vacated and the Board shall be authorized to appoint a replacement to serve the unexpired term of the replaced Director. The Board has the option to elect temporary officers until the following scheduled election.

*ARTICLE IV
Duties*

Section 1. The Board is responsible for the management and welfare of the Association. The Board shall periodically review the implementation of its policies and programs. On a yearly basis, the job performance of the paid staff will be reviewed through personal meetings, correspondence (including periodic reports) and/or conference calls.

Section 2. The President shall preside over all meetings of the Board and of the Association and shall carry into execution all resolutions of the Association and of the Board. The President shall perform such other duties as usually pertain to the office of President. The President shall have the privilege of polling the Board by mail, email, or group conference call when a vote is required between meetings of the Board.

Section 3. The Vice-President shall take over the duties of the President when necessary and keep a roll of the members, give notice of all business meetings, record minutes at all meetings of the Board and at all meetings of the Association, and perform other duties as designated by the Board. If both the President and the Vice-President are absent, a President pro tem will be elected by the Board.

Section 4. (intentionally left blank – combined with Sec 3)

Section 5. The Treasurer is in charge of the finances of the Association. The Treasurer prepares quarterly and annual reports for the Board and the membership, has the records reviewed annually by a CPA, and performs such other duties as designated by the Board.

Section 6. The Executive Director, or management organization, shall be chosen by the Board and shall perform such duties and directives as assigned by the Board or President.

*ARTICLE V
Committees*

Section 1. The President shall appoint a Nominating Committee and other special committees on an ad hoc basis with such committees being documented and updated no less than annually.

Section 2. At least thirty days before each annual meeting, the Nominating Committee shall submit to the Board a slate of nominations to fill occurring vacancies; one nominee for each vacancy. This slate of nominations shall be announced to the Association members at least ten days before the annual meeting.

*ARTICLE VI
Meetings*

Section 1. The places of annual meetings shall be decided by the majority vote of the Board. The Board may vote to decide the places at which the meeting will be held. The Board shall decide the dates of annual meetings and shall have the authority to call such special meetings as they may deem necessary.

Section 2. Ten (10) percent of all members or 66% proxy shall constitute a quorum at all Annual and special meetings; provided however, that a notice of such meetings shall be mailed or emailed to all Association members at least two weeks before the date of such meetings and the purpose of special meetings stated in written notice.

Section 3. Board meetings are organized at the discretion of the President or on written request to the President by six Directors.

Section 4. Order of Business at annual meeting: (1) Roll Call; (2) Reading of minutes of previous meeting; (3) Reports of Officers and Committees; (4) Elections for open positions (5) Unfinished business; (6) New business; (7) Induction into office of newly elected officers and Directors; (8) Adjournment.

Section 5. The order of business shall be followed as far as practicable at the business portion of the annual meeting, but at any meeting, it may be suspended by two-thirds vote of the members present and voting.

Section 6. "Robert's Rules of Order, Revised" shall govern the proceedings of all business meetings.

*ARTICLE VII
Dues*

Section 1. The fiscal year of the Association shall begin on the first day of January and invoices are due upon receipt. Statements will be generated in January.

Section 2. The annual dues of members will be established from time-to time by the Board.

Section 3. Membership dues for those new members accepted for membership by the Board during the calendar year will be pro-rated on a monthly basis.

Section 4. The Board shall be authorized to levy special or emergency assessments for legislative and/or legal expenses, contingent upon the prior approval of such expenses by the Board.

*ARTICLE VIII
Discipline*

Section 1. Any member being three (3) months in arrears in the payment of dues or fees or charges in excess of the dues for NCBVA programs, materials, etc., which are specifically requested by the member and billed to such member shall automatically stand suspended and shall be so notified in writing by the Vice-President. Such member, upon payment of arrears within thirty (30) days, may be reinstated by the Board.

Section 2. Any member may be expelled for cause by three-fourths vote of all members of the Association present and voting as expressed by secret ballot and on charges preferred by the Board, provided the member against whom the charges are preferred has been given a one month's notice by registered letter and an opportunity to appear at a general meeting to contest such charges.

*ARTICLE IX
Amendments*

These Bylaws may be amended by a vote of two-thirds of the voting members present and voting at any meeting of the Association, provided that such proposed amendments shall be announced to the membership by the Association at least ten (10) days before the meetings in which they are to be voted upon. Only when directed by the Board may the Vice-President submit proposed amendments to the membership at the expense of the Association. Proposers of amendments may submit proposed amendments to the membership at their own expense. A proposed amendment shall be presented on the floor of a membership meeting by one of its sponsors.

Last Revision August 7, 2019, 6:20 pm