



**PLUMBING-HEATING-COOLING CONTRACTORS
NATIONAL AUXILIARY**

Bylaws

Approved October 1, 2015

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**This book contains Bylaws for the
Plumbing-Heating-Cooling Contractors – National Auxiliary
(PHCC – National Auxiliary).**

These bylaws are revised every five to eight years or as deemed necessary.

**The Duties & Procedures Manual is used as a guideline
for all officers and committees. The manual shall be updated as needed
for the benefit of the incoming officers and committees.**

ARTICLE I – Name and Location

The name of this organization shall be Plumbing-Heating-Cooling Contractors – National Auxiliary, herein referred to as the Auxiliary. The principal place of business shall be 180 S. Washington Street, Suite 100, Falls Church, Virginia 22046, the location of the Plumbing-Heating-Cooling Contractors – National Association (PHCC–NA) business office.

ARTICLE II – Mission, Objectives, Insignia & Motto

Section 1. The mission of the Auxiliary shall be:

The Plumbing-Heating-Cooling Contractors (PHCC) – National Auxiliary, in cooperation with PHCC – National Association, promotes public awareness of the industry through education and communication.

Section 2. The objectives of the Auxiliary shall be:

- A. To educate individuals on the opportunities available in the PHCC organization.
- B. To strengthen communication to effectively promote public awareness.
- C. To foster and improve relationships throughout the plumbing-heating-cooling industry.

Section 3. Organization Insignia and Motto shall be:

- A. The insignia of the Auxiliary shall be the same as that adopted by PHCC– NA.
- B. The motto shall be Semper Fidelis – Always Faithful.

ARTICLE III – Organization Seal

There shall be a seal that carries the Auxiliary name to be used for business purposes for the organization. Use of the seal for business other than that of the organization is strictly prohibited.

ARTICLE IV – Organization

Section 1. The Auxiliary is a three-tier federation requiring each member to pay dues to the National Auxiliary, and if applicable, the state and local auxiliaries.

Section 2. A requirement in forming an organization is that there is an existing PHCC association or one being formed.

Section 3. A new organization may not be chartered where another is in existence.

Section 4. The Auxiliary shall recognize three types of organizational structure:

- A. State Auxiliary
- B. Local Auxiliary acting as a State Auxiliary
- C. National Member-at-Large (M-a-L).

Section 5. Auxiliary Organizational Structure:

- A. State -
 1. A State Auxiliary consists of three (3) or more eligible persons.
 2. A State Auxiliary is comprised of the Local Auxiliaries within the state and may include State Members-at-Large from areas where no Local Auxiliary exists.
 3. A charter application for a State Auxiliary shall be signed by the charter officers and, with any unpaid National Auxiliary membership dues, be submitted to the National Membership Secretary, who shall issue the charter. The charter will be presented at a time and location that is mutually agreed upon by the National President and the State President.
 4. The State Auxiliary shall designate a contact person.
 5. It shall adopt bylaws, none of which shall conflict directly with the bylaws of the National Auxiliary.
 6. The State Auxiliary shall promote the objectives of the Auxiliary, the Plumbing-Heating-Cooling Contractors – National Association and the plumbing-heating-cooling industry in general.

7. The State Auxiliary shall be distinguished by the name of the state in which it is located.
- B. Local–
1. A local Auxiliary shall consist of three (3) or more eligible persons.
 2. A charter application for a Local Auxiliary shall be signed by the charter officers and, with any unpaid National Auxiliary membership dues, be submitted to the National Membership Secretary, who shall issue the charter. The charter will be presented at a time and location that is mutually agreed upon by the National President and Local Auxiliary President.
 3. Each local organization shall be known by the name of the local PHCC– NA affiliate.
 4. In the absence of a State Auxiliary, a Local Auxiliary will also function as the State Auxiliary, sending information to all Members–at–Large within the state.
- C. Members at Large (M-a-L) –
1. A National M-a-L may be any eligible person who resides in a state where no State Auxiliary exists. Application may be made directly to the National Membership Secretary. After payment of dues, the applicant will be afforded full privileges of membership.
 2. A State M-a-L may be any eligible person who resides in an area of a state where no Local Auxiliary exists. This member shall be a State Member-at-Large until a new Local Auxiliary is formed. Dues shall be paid to the State and National Auxiliaries.

Section 6. Other –

- A. Should the membership of a Local or State Auxiliary fall below the required three (3) members, the charter shall be recalled within a reasonable time, but not more than two (2) years. The remaining members shall become Members-at-Large. If the Auxiliary regains three (3) members, the original charter may be reissued.
- B. The disbandment of a State Auxiliary should be decided at a State Auxiliary meeting and minutes of the meeting furnished as evidence of the action with the Charter when surrendered to the Membership Secretary, copy to the National President. In the event that minutes are not available, the National Membership Secretary should be notified of the dissolution by letter with a copy to the National President.
- C. The Auxiliary shall not assume the burden of any act of a constituent organization or of individual members that are not authorized by the Bylaws.

ARTICLE V – Membership

Section 1. Any interested person may join the National Auxiliary. A member may retain membership for life, as long as in good standing.

Section 2. Auxiliary members may have choices of membership.

- A. A qualified member of this organization may be a member of more than one state/local, but the member shall have only one national vote with their national affiliation being in the state of their choosing.
- B. Life Members may decide which State/ Local Auxiliary shall carry their membership.

Section 3. Life Members shall always retain member status.

- A. Life Members are Presidents, Secretaries and Treasurers of the National Auxiliary who shall have completed a term of office.
- B. Life Members shall have all the privileges of any member, without payment of dues, and shall receive a Life Member card.

Section 4. The Auxiliary recognizes special members for membership.

- A. Persons who can no longer attend Auxiliary functions may qualify for Disabled Membership status through a written request approved by the Executive Officers.
- B. Senior membership may be obtained for members sixty-five (65) years and older at a reduced membership rate.

- C. Honorary membership may be awarded to any individual who has rendered an outstanding service to the Auxiliary and has been recommended by the Board of Directors.

ARTICLE VI – Executive Committee and Board of Directors

- Section 1. The Executive Officers shall be vested with the power to conduct the general affairs of the Auxiliary in the interim between Annual Business Meetings.
 - A. The Executive Officers shall be comprised of the President, President-Elect, Vice President, Recording Secretary, Membership Secretary, Marketing Secretary and Treasurer.
 - B. The President shall serve as the Chair.
- Section 2. The Executive Committee shall be comprised of the Executive Officers, Chaplain, Historian and Parliamentarian.
- Section 3. A Board of Directors shall manage the Auxiliary. This Board shall be comprised of the immediate Past President, President, President-Elect, Vice President, Recording Secretary, Membership Secretary, Marketing Secretary, Treasurer, Chaplain, Historian, Parliamentarian, the Members-at-Large Representative and the State Auxiliary Presidents or Local Auxiliary President serving as State Auxiliary Presidents.
- Section 4. Candidates for the Members-at-Large Representative will be presented and elected by the members present at the Annual Business Meeting.

ARTICLE VII – Officers

- Section 1. General –
 - A. All officers and committee members shall abide by the bylaws of the organization.
 - B. Officers of the Auxiliary are either elected or appointed and confirmed to a term of office. All members in good standing are eligible to hold office with the exception of honorary members.
 - C. New officers and committee chairs shall be elected or appointed and confirmed at the Annual Business Meeting. They shall take office at the close of that convention, except the Treasurer whose term shall be the calendar year.
 - D. Elected and appointed officers including chairs shall serve one term of office, may be reappointed, and shall serve until their successors are duly elected or appointed and installed.
 - E. Upon expiration of their respective terms, the Vice President automatically becomes President-Elect and the President-Elect automatically becomes President.
 - F. If the position of President becomes vacant, the President-Elect shall assume the office of President.
 - G. If the position of President-Elect becomes vacant, the Vice President shall assume the office of President-Elect.
 - H. Any person elected or appointed who is not fulfilling his or her duties may be terminated after a polled vote of the Executive Committee.
- Section 2. If the position of Vice President, Treasurer, Membership, Marketing or Recording Secretary becomes vacant, the Board of Directors shall take a polled vote to fill that position until the next Annual Business Meeting, at which time the membership shall confirm. Vacancies among other appointed offices shall be filled by the President.
- Section 3. To be eligible for election as Vice President, a member shall have served as a State President, State Secretary, State Treasurer, National Officer or have served at least two (2) years on a National Committee. This candidate must have been an Auxiliary member for at least three (3) years and must have attended at least two (2) National Auxiliary Annual Business Meetings. If there is no candidate with those qualifications at the time of

the elections, any willing member may be nominated with a two-thirds vote of the members present.

Section 4. Duties –

- A. The President shall be the principal executive officer for the National Auxiliary. This officer shall have general control and direction of the organization and its officers. Authority is granted for action approved by the Executive Officers. The President shall perform the following duties:
 - 1. Have and exercise all such powers and duties necessary and proper to implement all resolutions and orders either granted or imposed in the Auxiliary Bylaws.
 - 2. Have the responsibility for the day-to-day operation of the Auxiliary.
 - 3. Attend all Auxiliary meetings and preside over the National Convention, Board of Directors' Meeting, Annual Business Meeting and Executive Officers' meetings.
 - 4. Oversee the progress of all committees involving funds.
 - 5. Serve as an ex-officio member entitled to attend and may participate in all committee meetings except the Nominating Committee.
 - 6. Represent the Auxiliary on the PHCC National Association Board.
- B. The President-Elect shall perform the following duties on behalf of the Auxiliary.
 - 1. Assist the President with Auxiliary activities.
 - 2. Perform the duties of the President in the absence or disability of the President.
- C. The Vice President shall perform the following duties on behalf of the Auxiliary:
 - 1. Assist the President and President-Elect with all Auxiliary activities as requested.
 - 2. Perform the duties of the President in the absence or disability of the President and President-Elect.
- D. The Treasurer shall perform the following duties on behalf of the Auxiliary:
 - 1. Have custody of all funds, securities and valuable items of the Auxiliary.
 - 2. Keep accurate records of all monies received and disbursed.
 - 3. Comply with statutory reporting requirements, tax returns and tax payments.
 - 4. Serve a two-year term and two consecutive terms are permitted.
- E. The Marketing Secretary shall perform duties delegated by the President.
 - 1. Serve a two-year term and may be reappointed.
 - 2. Be responsible for developing and marketing all promotional incentives of the Auxiliary.
 - 3. Oversee the records of all promotional items.
 - 4. Remit all funds with an accounting of them to the Treasurer in a timely manner.
- F. The Membership Secretary shall perform the duties delegated by the President.
 - 1. Serve a two-year term and may be reappointed.
 - 2. Maintain an updated membership roster.
 - 3. Issue dues notices and collect membership dues.
 - 4. Remit all funds with an accounting of them to the Treasurer in a timely manner.
- G. The Recording Secretary shall perform duties delegated by the President.
 - 1. Serve a two-year term and may be reappointed.
 - 2. Keep minutes of all meetings of the Executive Officers, Board of Directors and the Annual Business Meeting.
 - 3. Keep all records required by law and the policies of the Board of Directors.
 - 4. Remit all funds with an accounting of them to the Treasurer in a timely manner.
- H. The other officers of the Auxiliary appointed by the incoming President include the Chaplain, Historian and Parliamentarian.
 - 1. They shall serve a one-year term and may be reappointed.
 - 2. They shall perform duties delegated by the President.
- I. The Past President shall be the Foundation Representative for the Auxiliary and serve as a link between the Auxiliary and the PHCC Educational Foundation and attend Educational Foundation meetings.

Section 5. Upon completion of their term in office, all elected and appointed officers shall relinquish to the new officers all records and funds in their possession at the National Annual Convention or within thirty (30) days. The exception is the Treasurer who shall relinquish to the new treasurer all funds and records by December 31.

Section 6. No officer shall receive a salary for services rendered to the Auxiliary.

Article VIII – Members-at-Large Representative

The Members-at-Large Representative shall:

1. Be elected by the members present at the Annual Business Meeting.
2. Serve as liaison between the Members-at-Large and the Executive Officers.
3. Be responsible for communication of Auxiliary business to and from the Members-at-Large.
4. Report to the Executive Officers.
5. Represent the Members-at-Large on the Board of Directors.
6. Serve a term of one (1) year and may be reelected.

ARTICLE IX – Committees & Representatives

Section 1. The President shall appoint all Standing Committees. These include: Budget, Bylaws/Duties & Procedures, Convention, Education, Financial Review, Long-Range Planning, Marketing, Membership, Nominating, Resolutions and Registration/ Credentials.

Section 2. The responsibilities of the Standing Committees for the Auxiliary are:

- A. The Auxiliary Convention Committee shall coordinate all Auxiliary activities for the National Convention. This committee shall include the President, Convention Chair and other members as required.
- B. The Budget Committee is comprised of the President, who shall be chair, President-Elect, Vice President and Treasurer. This Committee shall present the Auxiliary's proposed budget to the auxiliary membership for their approval at the Annual Business Meeting. This proposed budget should show the projected income and expenses for the upcoming year.
- C. The Bylaws/Duties & Procedures Committee shall consist of the President-Elect, Vice President, Parliamentarian and a Life Member. The President shall appoint one non-executive officer member. The Bylaws/Duties & Procedures Committee shall review and recommend bylaw changes. This committee shall keep the Auxiliary Duties & Procedures Manual current with the activities of each officer and committee.
- D. The Education Committee shall be responsible for developing and implementing educational initiatives and projects that promote the plumbing-heating-cooling industry.
- E. The Financial Review Committee shall review the books of the Treasurer, Membership Secretary, Marketing Secretary and Recording Secretary preceding the Annual Business Meeting to verify accuracy of records. Their findings shall be reported at the Annual Business Meeting.
- F. The Long-Range Planning Committee shall provide the overall direction for the Auxiliary based on the mission statement. The direction will include the vision of the Auxiliary and a three- (3) to five- (5) year strategic plan. This Committee shall be comprised of a maximum of seven voting members including the President-Elect who shall serve as chair, Vice President and a Life Member. Efforts should be made to ensure that the Committee is balanced in respect to experience, new membership and geographical location. Members of this Committee shall serve for three years with one-third being replaced annually.
- G. The Marketing Committee shall have the responsibility of assisting the Marketing Secretary to promote the initiatives undertaken by the Auxiliary to increase public awareness about the plumbing-heating-cooling industry.

- H. The Membership Committee shall have the responsibility to develop strategies and implement initiatives that promote and increase membership. The committee shall be comprised of the Vice President, the Membership Secretary and two members appointed by the President.
 - I. The Nominating Committee shall be responsible for identifying qualified candidates to fill positions for the upcoming year.
 - J. The Registration/Credentials Committee shall register all Auxiliary members in attendance at the Annual Business Meeting.
 - K. The Resolutions Committee shall oversee all resolution activities.
- Section 3. The President may appoint special committees of as many members as necessary to carry out specific assignments and they shall serve until the assignment is complete. If assignment requires more than one (1) year for completion, the Chair shall present a progress report at each intervening Annual Business Meeting.
- Section 4. Representatives of the Auxiliary may be appointed to other organizations and their committees by the President with confirmation by the Executive Officers. They shall serve a one-year term or less if the position is no longer needed and may be reappointed.

ARTICLE X – Scholarship Committee & Scholarship Funds

The Scholarship Committee shall be responsible for reviewing scholarship applications, determining the awardees and allocating scholarship funds. This committee shall submit all rules of eligibility to the Executive Officers for approval. The Executive Officers shall determine the total amount to be awarded prior to the Convention. The Scholarship Committee shall consist of three (3) members, each serving a three (3)-year term with rotation to chair. The new Scholarship Committee member shall be elected at the Annual Business Meeting each year.

ARTICLE XI – Meetings

- Section 1. A National Convention of the PHCC - National Auxiliary may be held annually at the same time and place as the PHCC – National Association Convention.
- Section 2. The Executive Officers shall assemble for a pre-convention meeting, a post-convention meeting and additional meetings during the year, as deemed necessary.
- Section 3. Board of Directors Meeting –
- A. A meeting of the Board of Directors shall be held in preparation for the Annual Business Meeting. The President shall serve as Chair of the meeting. A condensed report of action taken at the meeting shall be given to the general membership at the Annual Business Meeting.
 - B. The number of Board of Directors present shall constitute a quorum for the transaction of business at any meeting of the Board.
 - C. Decisions made by a board quorum shall represent the Board of Directors.
 - D. All motions and voting shall be limited to the Board members.
 - E. Special request to address the Board of Directors may be granted at the discretion of the Chair.
 - F. All members may attend the Board of Directors' meeting.
- Section 4. Annual Business Meeting –
- A. The Annual Business Meeting will be held each year to conduct the business of the organization. The President shall serve as Chair of the meeting.
 - B. The number of members present shall constitute a quorum for the transaction of business at the meeting.
 - C. Decisions made by a quorum shall represent the membership.
 - D. Special request to address the meeting may be granted at the discretion of the Chair.

Section 5. Types of meetings may include in-person meetings, teleconference meetings and videoconference meetings where all participants have the opportunity for a verbal interchange on the issues to be decided.

ARTICLE XII – Voting & Election of Officers

Section 1. All Auxiliary members, except Honorary members, registered for the Annual Business Meeting:

- A. Shall have the right to vote at the Annual Business Meeting.
- B. May make and second motions.
- C. Shall be entitled to one (1) vote upon the elections and questions for action.
- D. Have the right to speak from the floor.

Section 2. There shall be no voting by proxy.

Section 3. The system of cumulative or unit voting shall not prevail.

Section 4. All candidates for office shall be nominated from the floor during the election of officers.

Section 5. The Vice President, Treasurer, Members-at-Large Representative and the new three (3)-year Scholarship Committee member shall be elected by a plurality vote during the Annual Business Meeting.

Section 6. New candidates for Marketing Secretary, Membership Secretary, Recording Secretary, Chaplain, Historian and Parliamentarian shall be appointed and presented for confirmation during the Annual Business Meeting.

Section 7. Elections shall be by ballot, unless there is only one (1) candidate for each office; then by two-thirds (2/3) vote of the members present, the Recording Secretary shall be instructed to cast a single unanimous ballot for all the candidates. If balloting is necessary, the Sergeant-at-Arms and Election Teller shall conduct the election.

Section 8. Neither the Executive Officers nor the Nominating Committee shall actively campaign for any nominee for office.

ARTICLE XIII – Parliamentary Authority

Section 1. For parliamentary procedures, all conventions and meetings of the national, state or local auxiliaries are governed first by the Auxiliary Bylaws.

Section 2. In matters not covered in the Auxiliary Bylaws, the Auxiliary shall abide by Robert's Rules of Order Newly Revised Edition.

ARTICLE XIV – Dues and Appropriations

Section 1. The dues year shall be the calendar year that begins January 1 and ends December 31. Dues shall be in the Membership Secretary's hands by March 1.

Section 2. National Auxiliary dues shall be as determined by the Board of Directors and confirmed by the voting members at the Annual Business Meeting.

Section 3. Any dues sent to the Membership Secretary for new members sixty- (60) days or less prior to the Annual Business Meeting shall automatically apply to the next year.

Section 4. The budget for the following year will be presented to and voted on by the members at the Annual Business Meeting.

Section 5. The Executive Officers shall establish guidelines for expenses and awards.

ARTICLE XV – Dissolution of PHCC National Auxiliary

In order to dissolve this organization, a resolution to dissolve may be drafted at the final Auxiliary meeting and voted on by those present. The resolution shall include disbursement of remaining scholarship funds to the PHCC Education Foundation and any other monies to be disbursed to the Plumbing-Heating-Cooling Contractors National Association or other industry-related organizations.

All funds held in trust shall revert back to the original donor or their heirs. All applicable laws at the time of dissolution shall be followed.

ARTICLE XVI – Amendments

- Section 1. The Auxiliary Bylaws may be amended by two-third (2/3) vote of the members attending and voting during the Annual Business Meeting. All amendments passed will take effect immediately upon adoption.
- Section 2. A notice with a copy of the proposed amendments shall have been submitted to the Recording Secretary postmarked or electronically transmitted and acknowledged no later than sixty- (60) days before the Annual Business Meeting.
- Section 3. All proposed amendments shall have been approved by the Auxiliary Board of Directors, Executive Officers, State Auxiliary or a Special Committee, with the exception of National Members-at-Large, who may forward amendments directly to the Recording Secretary.
- Section 4. Any Local Auxiliary may originate an amendment with the approval of its State Auxiliary before being presented at the Annual Business Meeting.
- Section 5. The proposed bylaw revisions shall be sent to all members postmarked or electronically transmitted no later than (30) days prior to the Annual Business Meeting.

2014-15 Bylaws Revision Committee

Angie Westman – President-Elect
Lynne Finley – Vice President
Terry Giebelhaus – Parliamentarian
Linda Bienvenu – Past President, Life Member
Patricia Blank – Past President, Life Member