



## NORTHSHORE AREA BOARD OF REALTORS®

# BYLAWS

### ARTICLE I - NAME

#### Section 1. Name

The name of this organization shall be the NORTHSHORE AREA BOARD OF REALTORS® hereinafter referred to as the “Board”, “NABOR” or the “Association.”

#### Section 2. REALTORS®

Inclusion and retention of the Registered Collective Membership Mark REALTORS® in the name of the Board shall be governed by the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS®, hereinafter referred to as the “National Association” or NAR, as from time to time amended.

### ARTICLE II – OBJECTIVES

The objectives of the Board are:

- Section 1. To unite those engaged in the recognized branches of the real estate profession for the purpose of exerting a beneficial influence upon the profession and related interests.
- Section 2. To promote and maintain high standards of conduct in the real estate profession as expressed in the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®.
- Section 3. To provide a unified medium for real estate owners and those engaged in the real estate profession whereby their interests may be safeguarded and advanced.
- Section 4. To further the interest of home and other real property ownership.
- Section 5. To unite those engaged in the real estate profession in this community with the LOUISIANA REALTORS® and the NATIONAL ASSOCIATION OF REALTORS®, thereby furthering their own objective throughout the State and nation and obtaining the benefits and privileges of membership therein.
- Section 6. To designate, for the benefit of the public, those individuals authorized to use the terms REALTOR® and REALTORS® as licensed, prescribed, and controlled by the NATIONAL ASSOCIATION OF REALTORS®.

### ARTICLE III – JURISDICTION

#### Section 1. Territorial Jurisdiction

The territorial jurisdiction of the Association as a member of the NATIONAL ASSOCIATION OF REALTORS® as allocated by the Board of Directors of the National Association, shall include the geographical limits of St. Tammany, Tangipahoa and Washington Parishes in the state of Louisiana.

## **Section 2. Territorial Jurisdiction Definition**

Territorial jurisdiction is defined to mean:

The right and duty to control the use of the terms REALTOR® and REALTORS®, subject to the conditions set forth in these Bylaws and those of the NATIONAL ASSOCIATION OF REALTORS®, in return for which the Board agrees to protect and safeguard the property rights of the National Association in the terms.

## **ARTICLE IV – MEMBERSHIP**

### **Section 1. Membership Classes**

There shall be three classes of members:

#### **1. REALTOR® Members**

REALTOR® Members, whether primary or secondary, shall be:

Individuals who, as sole proprietors, partners, corporate officers, or branch office managers, are engaged actively in the real estate profession, including buying, selling, exchanging, renting or leasing, managing, appraising for others for compensation, counseling, building, developing or subdividing real estate, and who maintain or are associated with an established real estate office in the state of Louisiana or a state contiguous thereto. All persons who are partners in a partnership, or all officers in a corporation who are actively engaged in the real estate profession within the state or a state contiguous thereto shall qualify for REALTOR® membership only, and each is required to hold REALTOR® membership (except as provided in the following paragraph) in an association of REALTORS® within the state or a state contiguous thereto, unless otherwise qualified for Institute Affiliate membership.

In the case of a real estate firm, partnership, or corporation, whose business activity is substantially all commercial, only those principals actively engaged in the real estate business in connection with the same office, or any other offices within the jurisdiction of the association in which one of the firm's principals holds REALTOR® membership, shall be required to hold REALTOR® membership unless otherwise qualified for Institute Affiliate Membership.

- (a) Individuals who are engaged in the real estate profession other than as sole proprietors, partners, or corporate officers, or branch office managers and are associated with a REALTOR® Member and meet the qualifications.
- (b) Franchise REALTOR® Membership. Corporate officers (who maybe licensed or unlicensed) of a real estate brokerage franchise organization with at least one hundred fifty (150) franchises located within the United States, its insular possessions and the Commonwealth of Puerto Rico, elected to membership pursuant to provisions in the NAR Constitution and Bylaws. Such individuals shall enjoy all the rights, privileges and obligations of REALTOR® membership (including compliance with the Code of Ethics) except: obligations related to association-mandated education, meeting attendance, or indoctrination classes or other similar requirements; the right to use the term REALTOR® in connection with their franchise organization's name; the right to hold elective office in the local association, state Association and National Association.
- (c) Primary and Secondary REALTOR® Members. An individual is a primary member if the association pays state and National dues based on such member. An individual is a secondary member if state and National dues are remitted through another association. One of the principals in a real estate firm must be a Designation REALTOR® member of the association in order for licensees affiliated with the firm to select the association as their "primary" association.

(d) Designation REALTOR® members. Each firm (or office in the case of firms with multiple office locations) shall designate in writing one REALTOR® member who shall be responsible for all duties and obligations of Membership including the obligation to arbitrate (or mediate if required by the association) pursuant to Article 17 of the Code of Ethics and the payment of association dues. The “Designated REALTOR® must be a sole proprietor, partner, corporate officer or branch office manager acting on behalf of the firm’s principal(s) and must meet all other qualification for REALTOR® membership.

2. **Institute Affiliate Members.** Institute Affiliate Members shall be individuals who hold a professional designation awarded by an institute, society or council affiliated with the NATIONAL ASSOCIATION OF REALTORS® that addresses a specialty area other than residential brokerage or individuals who otherwise hold a class of membership in such institute, society or council that confers the right to hold office. Any such individual, if otherwise eligible, may elect to hold REALTOR® or REALTOR® Associate membership, subject to payment of applicable dues for such membership.
3. **Affiliate Members.** Affiliate Members shall be real estate owners and other individuals or firms, who while not engaged in real estate profession as defined in paragraphs (a) or (b) of this Section, have interest requiring information concerning real estate, and are in sympathy with the objectives of the Board.

## **ARTICLE V – QUALIFICATIONS**

### **Section 1. Application**

- (a) An application for membership shall be made in such manner and form as may be prescribed by the Board of Directors and made available to anyone requesting it. The application form shall contain among the statements to be signed by the applicant:

That applicant shall, with the form of application, have access to a copy of the Bylaws Constitution, Rules and Regulations, and Code of Ethics and agrees as a condition to membership thoroughly familiarize himself/herself with these documents. As a member will abide by the Constitutions and Bylaws and the Rules and Regulations of the local, State and National Associations, including the obligation to arbitrate (or mediate if required by the Association) controversies arising out of real estate transactions as specified by Article 17 of the Code of Ethics, and as further specified in the Code of Ethics and Arbitration Manual of the NATIONAL ASSOCIATION OF REALTORS®, as from time to time amended.

### **Section 2. Qualification**

- (a) An applicant for REALTOR® Membership who is a sole proprietor, partner, corporate officer, or branch office manager of a real estate firm shall supply evidence satisfactory to the Board through its acting appointee, that he is actively engaged in the real estate profession, and maintains a current, valid real estate broker’s or salesperson’s license or is licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property, has a place of business within the state or a state contiguous thereto, (unless a secondary member), has no record of official sanctions involving unprofessional conduct\*\*, agrees to complete a course of instruction covering the Bylaws and Rules and Regulations of the Board, the Bylaws of the State Association, and the Constitution and Bylaws and Code of Ethics of the National Association of REALTORS®, and shall pass such reasonable and nondiscriminatory written examination thereon as may be required.

\*\*No record of official sanctions involving unprofessional conduct is intended to mean that the Board may only consider judgments within the past three (3) years of violations of (1) civil rights

laws; (2) real estate license laws; (3) or other laws prohibiting unprofessional conduct against the applicant rendered by the courts or other lawful authorities.

Note: Article IV, Section 2, of the NAR Bylaws prohibits Member Boards from knowingly granting REALTOR® membership to any applicant who has an unfulfilled sanction pending which was imposed by another Board or Association of REALTORS® for violation of the Code of Ethics.

- (b) Individuals who are actively engaged in the real estate profession other than as sole proprietors, partners, corporate officers, or branch office managers in order to qualify for REALTOR® Membership, shall at the time of application, be associated either as an employee or an independent contractor with a Designated REALTOR® Member of the Board or a Designated REALTOR® Member of another Board (if a secondary member) and must maintain a current, valid real estate broker's or salesperson's license or be licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property, shall complete a course of instruction covering the Bylaws and Rules and Regulations of the Board, the Bylaws of the State Association, and the Constitution and Bylaw and Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® and by such constitution, Bylaws and Rules and Regulations and the code of Ethics.
- (c) The Board may also consider the following in determining an applicant's qualifications for REALTOR® membership:
  - 1. All final findings of Code of Ethics violations of membership duties and obligations in any other association/board within the past three years.
  - 2. Pending ethics complaints or hearings
  - 3. Unsatisfied discipline pending
  - 4. Pending arbitration requests or hearings
  - 5. Unpaid arbitration awards or unpaid financial obligations to any other association or association MLS
  - 6. Any misuse of the term REALTOR® or REALTORS® in the name of the applicant's firm.

### **Section 3. New Member Code of Ethics Orientation**

Applicants for REALTOR® Membership and provisional REALTOR® members (where applicable) shall complete and orientation program on the Code of Ethics of not less than two (2) hours and thirty (30) minutes of instructional time. This requirement does not apply to applicants for REALTOR® membership or provisional members who have completed comparable orientation in another association, provided that REALTOR® membership has been continuous, or that any break in membership is for one (1) year or less.

Failure to satisfy this requirement within 30 days of the date of application (or, alternatively the date that provisional membership was granted) will result in denial of the membership application or termination of provisional membership.

### **Section 4. REALTOR® Code of Ethics Training**

Effective January 1, 2017, through December 31, 2018, and for successive two-year periods thereafter, each REALTOR® member of the association (with the exception of REALTOR® members granted REALTOR® Emeritus status by the National Association) shall be required to complete ethics training of not less than two (2) hours and thirty (30) minutes of instructional time. This requirement will be satisfied upon presentation of documentation that the member has completed a course of instruction conducted by this or another association, the State Association of REALTORS®, the NATIONAL ASSOCIATION OF REALTOR®, or any other recognized educational institution or provider which meets the learning objectives and minimum criteria established by the NATIONAL ASSOCIATION OF REALTORS® from time to time. REALTOR® members who have completed training as a requirement of membership in another association and REALTOR® members who have completed the New Member

Code of Ethics Orientation during any two (2)-year cycle shall not be required to complete additional ethics training until a new two (2)-year cycle commences.

Failure to satisfy the required periodic ethics training shall be considered a violation of a membership duty. Failure to meet the requirement in any two (2)-year cycle will result in suspension of membership for the first two months (January and February) of the year following the end of any two (2)-year cycle or until the requirement is met, whichever occurs sooner. On March 1 of that year, the membership of a member who is still suspended as of that date will be automatically terminated.

## **ARTICLE VI - PRIVILEGES AND OBLIGATIONS**

### **Section 1. Privileges of REALTOR® Members**

REALTOR® members, whether primary or secondary, in good standing whose financial obligations to the association are paid in full shall be entitled to vote and to hold elective office in the association; may use the terms REALTOR® and REALTORS®; and have the primary responsibility to safeguard and promote the standards, interests and welfare of the association and the real estate profession.

### **Section 2. Obligation of REALTOR® Members**

It shall be the duty and responsibility of every REALTOR® member of this association to abide by the Constitution and Bylaws and the rules and regulations of the association, the Constitution and Bylaws of the State Association, the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS®, and to abide by the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, including the duty to mediate and arbitrate controversies arising out of real estate transactions as specified by Article 17 of the Code of Ethics, and as further defined and in accordance with the procedures set forth in the Code of Ethics and Arbitration Manual of this association, as from time to time amended.

### **Section 3. Discipline of REALTOR® Members**

Any REALTOR® Member of the Board may be disciplined by the Board of Directors for violations of the Code of Ethics or other duties of membership, after a hearing as described in the Code of Ethics and Arbitration Manual of the association, provided that the discipline imposed is consistent with the discipline authorized by the Professional Standards Committee of the NATIONAL ASSOCIATION OF REALTORS® as set forth in the Code of Ethics and Arbitration Manual of the National Association.

### **Section 4. Resignations**

Resignations of Members shall become effective when received in writing by the Board of Directors, provided, however, that if the member submitting the resignation is indebted to the Association for dues, fees, fines, or other assessments of the Association or any of its services, departments, divisions, or subsidiaries, the Association may condition the right of the resigning Member to reapply for membership upon payment in full of all such monies owed.

### **Section 5.**

If a member resigns from the association or otherwise causes membership to terminate with an ethics complaint pending, the complaint shall be processed until the decision of the association with respect to disposition of the complaint is final by this association (if respondent does not hold membership in any other association) or by any other association in which the respondent continues to hold membership. If an ethics respondent resigns or otherwise causes membership in all Boards to terminate before an ethics complaint is filed alleging unethical conduct occurred while the respondent was a REALTOR®, the complaint, once filed, shall be processed until the decision of the association with respect to disposition of the complaint is final. In any instance where an ethics hearing is held subsequent to an ethics respondent's resignation or membership termination, any discipline ratified by the Board of Directors shall be held in abeyance until such time as the respondent rejoins an association of REALTORS®. If a member resigns from the Association or otherwise causes membership to terminate

with an ethics complaint pending, that Board of Directors and/or AE may condition the right of the resigning member to reapply for membership upon the applicant's certification that he/she will submit to the pending ethics proceeding and will abide by the decision of the hearing panel.

If a member resigns or otherwise causes membership to terminate, the duty to submit to arbitration (or to mediation if required by the association) continues in effect even after membership lapses or is terminated, provided that the dispute arose while the former member was a REALTOR®.

### **Section 6. REALTOR® Members**

REALTOR® Members, whether Primary or Secondary, in good standing, whose financial obligations to the Board are paid in full shall be entitled to vote; may hold elective office in the board and may use the terms REALTOR® and REALTORS®, which use shall be subject to provision of Article VIII; and have the primary responsibility to safeguard and promote the standards, interest and welfare of the Board and real estate profession.

(a) If a REALTOR® Member is a sole proprietor in a firm, a partner in a partnership, or an officer in a corporation and is suspended or expelled, the firm, partnership, or corporation shall not use the terms REALTOR® or REALTORS® in connection with its business during the period of suspension, or until re-admission to REALTOR® membership, or unless connection with the firm, partnership or corporation is severed, whichever may apply. The membership of all other principals, partners, or corporate officers shall suspend or terminate during the period of suspension of the disciplined Member, or until readmission of the disciplined Member, or unless connection of the disciplined member with the firm, partnership, or corporation is severed which ever may apply. Further, the membership of REALTORS® other than principals who are employed by or affiliated as independent contractors with the disciplined Member shall suspend or terminate during the period of suspension of the disciplined Member or until readmission of the disciplined Member or until connection of the disciplined Member with the firm, partnership, or corporation is severed for or unless the REALTOR® member (non principal) elects to sever his/her connection with the REALTOR® and affiliate with another REALTOR® member in good standing in the Board, whichever may apply. If a REALTOR® member who is other than a principal in a firm, partnership, or corporation is suspended or expelled, the use of the terms REALTOR® or REALTORS® by the firm, partnership, or corporation shall not be affected.

(a) In any action taken against a REALTOR® Member for suspension or expulsion under Section 6 (a) hereof, notice of such action shall be given to all REALTORS® employed by or affiliated as independent contractors with such REALTOR® Member and they shall be advised that the provisions in Article VI, Section 6 (a) shall apply.

### **Section 7. Institute Affiliate Members.**

Institute Affiliate Members shall have rights and privileges and be subject to obligations prescribed by the Board, except the right to vote and to hold office.

### **Section 8. Affiliate Members.**

Affiliate Members shall have rights and privileges and be subject to obligations prescribed by the Board, except the right to vote and to hold office.

## **ARTICLE VII - PROFESSIONAL STANDARDS AND ARBITRATION**

### **Section 1.**

The responsibility of the association and association members relating to the enforcement of the Code of Ethics, the disciplining of Members, and arbitration of disputes, and the organization and procedures incident thereto, shall be governed by the Code of Ethics and Arbitration Manual of the NATIONAL ASSOCIATION OF REALTORS®, as amended from time to time, which by this reference incorporated

into these Bylaws, provided, however, that any provision deem inconsistent with state law shall be deleted or amended to comply with state law.

**Section 2.**

It shall be the duty and responsibility of every REALTOR® Member of this Board to abide by the Constitution and Bylaws and the Rules and Regulations of the Board, the Constitution and Bylaws of the State Association, the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS®, and to abide by the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® including the duty to mediate and arbitrate controversies arising out of real estate transactions as specified by Article 17 of the Code of Ethics, and as further defined and in accordance with the procedures set forth in the Code of Ethics and Arbitration Manual of the National Association of REALTORS® as from time to time amended.

**Section 3.**

The responsibility of the Board and/or Board members relating to the enforcement of the Code of Ethics, the disciplining of members, the arbitration of disputes, and the organization and procedures incident thereto, shall be consistent with the cooperative professional standard enforcement agreement entered into by the board, which by this reference is made a part of these Bylaws.

**ARTICLE VIII - USE OF THE TERMS REALTOR® AND REALTORS®**

Inclusion and retention of the Registered Collective Membership Mark REALTORS® in the name of the association shall be governed by the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS® as from time to time amended.

**Section 1.**

Use of the terms REALTOR® and REALTORS® by members shall, at all times, be subject to the provisions of the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS® and to the Rules and Regulations prescribed by its Board of Directors. The association shall have the authority to control, jointly and in full cooperation with the NATIONAL ASSOCIATION OF REALTORS®, use of the terms within its jurisdiction. Any misuse of the terms by members is a violation of a membership duty and may subject members to disciplinary action by the Board of Directors after a hearing as provided for in the association's Code of Ethics and Arbitration Manual.

**Section 2.**

REALTOR® Members of the Board shall have the privilege of using the terms REALTOR® and REALTORS® in connection with their places of business within the state or a state contiguous thereto so long as they remain REALTOR® Members in good standing. No other class of Members shall have this privilege.

**Section 3.**

A REALTOR® principal member may use the terms REALTOR® and REALTORS® only if all the principals of such firm, partnership, or corporation who are actively engaged in the real estate profession within the state or a contiguous state thereto are REALTOR® members or Institute Affiliate members.

- (a) In the case of a REALTOR® principal member whose business activity is substantially all commercial, the right to use the term REALTOR® or REALTORS® shall be limited to office locations in which a principal holds REALTOR® membership. If a firm, partnership, or corporation operates additional places of business in which no principal holds REALTOR® membership, the term REALTOR® or REALTORS® may not be used in any reference to those additional places of business.

#### **Section 4.**

Institute Affiliate Members and Affiliate Members shall not use the terms REALTOR<sup>®</sup>, REALTORS<sup>®</sup>, nor the imprint of the emblem seal of the National Association of REALTORS<sup>®</sup>.

### **ARTICLE IX - STATE AND NATIONAL MEMBERSHIP**

#### **Section 1.**

The association shall be a member of the NATIONAL ASSOCIATION OF REALTORS<sup>®</sup> and the Louisiana REALTORS<sup>®</sup>. By reason of the association's membership, each REALTOR<sup>®</sup> member of the Member Association shall be entitled to membership in the NATIONAL ASSOCIATION OF REALTORS<sup>®</sup> and the Louisiana REALTORS<sup>®</sup> without further payment of dues. The association shall continue as a Member of the State and National Association, unless by majority vote of all of its REALTOR<sup>®</sup> Members, decision is made to withdraw, in which case the State and National Associations shall be notified at least one month in advance of the date designated for the termination of such membership.

#### **Section 2.**

The association recognizes the exclusive property rights of the NATIONAL ASSOCIATION OF REALTORS<sup>®</sup> in the terms REALTOR<sup>®</sup> and REALTORS<sup>®</sup>. The association shall discontinue use of the terms in any form in its name, upon ceasing to be a Member of the National Association, or upon a determination by the Board of Directors of the National Association that it has violated the conditions imposed upon the terms.

#### **Section 3.**

The association adopts the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS<sup>®</sup> and agrees to enforce the Code among its REALTOR<sup>®</sup> members. The Board and all its Members agree to abide by the Constitution, Bylaws, Rules and Regulations, and policies of the National Association.

### **ARTICLE X - DUES AND ASSESSMENTS**

#### **Section 1. Application Fee**

The Board of Directors may adopt an application fee for REALTOR<sup>®</sup> Membership in a reasonable amount, not exceeding three times the amount of the annual dues for REALTOR<sup>®</sup> membership, which shall be required to accompany each application for REALTOR<sup>®</sup> Membership and which shall become the property of the Board upon final approval of the application.

**Section 2. Dues** The annual dues of Members shall be as follows:

- (a) **Designated REALTOR<sup>®</sup> Member Dues.** The annual dues of each Designated REALTOR<sup>®</sup> Member shall be in such amount as established annually by the Board of Directors, plus an additional amount to established annually by the Board of Directors times the number of real estate salespersons and licensed or certified appraisers who (1) are employed by or affiliated as independent contractors, or who are otherwise directly or indirectly licensed with such REALTOR<sup>®</sup> Member, and (2) are not REALTOR<sup>®</sup> Members of any association in the state or a state contiguous thereto or Institute Affiliate Members of the association. In calculating the dues payable to the association by a Designated REALTOR<sup>®</sup> Member, non-member licensees as defined in (1) and (2) of this paragraph shall not be included in the computation of dues if the Designated REALTOR<sup>®</sup> has paid dues based on said non-member licensees in another Board in the State or a state contiguous thereto, provided the Designated REALTOR<sup>®</sup> notifies the association in writing of the identity of the association to which dues have been remitted. In the case of a Designated REALTOR<sup>®</sup> Member in a firm, partnership, or corporation whose business activity is substantially all commercial, any assessments for non-member licensees



shall be limited to licensees affiliated with the Designated REALTOR® (as defined in (1) and (2) of this paragraph) in the office where the Designated REALTOR® holds membership, and any other offices of the firm located within the jurisdiction of this association.

A REALTOR® Member of a Member Board shall be held to be any member who has a place or places of business within the state or a state contiguous thereto and who, as a principal is actively engaged in the real estate profession as defined in Article III, Section 1, of the Constitution of the NATIONAL ASSOCIATION OF REALTORS®. An individual shall be deemed to be licensed with a REALTOR® if the license of the individual is held by the REALTOR®, or by any broker who is licensed with the REALTOR®, or by any entity in which the REALTOR® has a direct or indirect ownership interest and which is engaged in other aspects of the real estate business provided that such licensee is not otherwise included in the computation of dues payable by the principal of the entity.

A REALTOR® with a direct or indirect ownership interest in an entity engaged exclusively in soliciting and/or referring clients and customers to the REALTOR® for consideration on a substantially exclusive basis shall annually file with the association on a form approved by the association a list of the licensees affiliated with that entity and shall certify that all the licensees affiliated with the entity are solely engaged in referring clients and customers and are not engaged in listing, selling, leasing, managing, counseling or appraising real property. The individuals disclosed on such form for purposes shall not be deemed to be licensed with the REALTOR® filing the form for the purposes of this section and shall not be included in calculating the dues of the Designated REALTOR®. Designated REALTOR®s shall notify the association within three (3) days of any change in status of licensees in a referral firm.

The exemption for any licensee included on the certification form shall automatically be revoked upon the individual being engaged in real estate licensed activities (listings, selling, leasing, renting, managing, counseling, or appraising real estate) other than referrals, and dues for the current fiscal year shall be payable.

Membership dues shall be prorated for any licensee included on a certification form submitted to the association who during the same calendar year applies for REALTOR® or REALTOR® - ASSOCIATE membership in the association. However, membership dues shall not be prorated if the licensee held REALTOR® or REALTOR® -ASSOCIATE membership during the preceding calendar year.

- (b) **REALTOR® Member Dues.** The annual dues of REALTOR® members other than the Designated REALTOR® shall be as established annually by the board of directors.
- (c) **Institute Affiliate Member Dues.** The annual dues of each Institute Affiliate Member shall be as established in Article II of the Bylaws of the National Association of REALTORS®.

### **Section 3. Dues Payable**

Association Dues for all Members for the following year, shall be payable annually in advance no later than December 1 of every year. Dues shall be computed from the first day of the month in which a Member becomes eligible and shall be prorated for the remainder of the year.

- (a) In the event a sales licensee or licensed or certified appraiser who holds REALTOR® membership is dropped for non-payment of Board dues and remains with the designated REALTORS®'s firm, the dues obligation of the "Designated" REALTOR® (as set forth in Article X, Section 2, a) will be increased to reflect the addition of a non-member licensee. Dues shall be calculated from the first day of the current fiscal year and are payable within 30 days of the notice of termination.

#### **Section 4. Nonpayment of Financial Obligations.**

Dues paid after December 1 will be assessed late fees. If dues, fees, fines, or other assessments including amounts owed to the Association are not paid within one month after the due date, the nonpaying Member is subject to suspension and termination of MLS access, subject to current GSREIN/MLS rules. Two (2) months after the due date, membership of the nonpaying Member may be terminated at the discretion of the Board. Three (3) months after the due date, membership of the nonpaying Member shall automatically terminate unless within that time the amount due is paid. However, no action shall be taken to suspend or expel a Member for nonpayment of disputed amounts until the accuracy of the amount owed has been confirmed. A former Member who has had his membership terminated for nonpayment of dues, fees, fines, or other assessments duly levied in accordance with the provisions of these Bylaws or the provisions of other Rules and Regulations of the Association or any of its services, departments, divisions or subsidiaries may apply for reinstatement in a manner prescribed for new applicants for membership, after making payment in full of all accounts due as of the date of termination.

#### **Section 5. Deposit**

Deposits and expenditures of funds shall be in accordance with policies established by the board of directors.

#### **SECTION 6. Notice of Dues, Fees, Fines, Assessments, and other Financial Obligations of Members**

All dues, fees, fines, assessments, or other financial obligations to the association shall be noticed to the delinquent Association Member in writing setting forth the amount owed and due date.

**Section 7. REALTOR® Emeriti.** The dues of REALTOR® members who are REALTOR® Emeriti (as recognized by the National Association), past presidents and past treasurers of the National Association or recipients of the Distinguished Service Award shall be as determined by the board of directors.

NOTE: A Member Board's dues obligation to the National Association is reduced by an amount equal to the amount which the association is assessed for a REALTOR® member, times the number of REALTOR® Emeriti (as recognized by the National Association), past presidents and past treasurers of the National Association, and recipients of the Distinguished Service Award of the National Association who are REALTOR® members of the association. The dues obligation of such individuals to the local association should be reduced to reflect the reduction in the association's dues obligation to the National Association. The association may, at its option, choose to have no dues requirement for such individuals except as may be required to meet the association's obligation to the State Association with respect to such individuals. Member Boards should determine whether the dues payable by the association to the State Association are reduced with respect to such individuals. It should be noted that this does not affected a "designated" REALTOR®'s dues obligation to the association with respect to those licensees employed by or affiliated with the "designated" REALTOR® who are not members of the local association.

### **ARTICLE XI - OFFICERS AND DIRECTORS**

#### **Section 1. Officers**

The elected officers of the association shall be: a president, a vice president, a secretary and a treasurer. The secretary and treasurer may be the same person. They shall be elected for terms of one year.

**Section 2. Duties of Officers**

The duties of the Officers shall be such as their titles, by general usage, would indicate and such as may be assigned by the Board of Directors. . It shall be the particular duty of the association executive (AE) to keep the records of the association and to carry on all necessary correspondence with the NATIONAL ASSOCIATION OF REALTORS® and the Louisiana REALTORS®.

**Section 3. Board of Directors**

The governing body of the Board shall be a Board of Directors consisting of up to 12 voting REALTOR® members in good standing of the NABOR membership, plus the ex-officio who shall not have voting rights. Thereafter, at each general election as many Directors can be elected each year as are required to fill vacancies seats for which the term of a director has expired.

The Board of Directors shall consist of a maximum of thirteen (13) Directors, including Officers. It is ideal practice to have directors representing various real estate firms and locations. A director from each District below shall be **elected annually by membership ballot**. The immediate Past President shall be the thirteenth (13<sup>th</sup>) Director- (Ex-Officio/nonvoting).

District (Area Covered)	District Code	Number of Positions
Eastern District (Slidell Area)	A	2
Central District (Mandeville/Covington Area)	B	2
Western District (Tangipahoa Area)	C	2
Northern District (Washington Parish)	D	2
At- Large District	E	4

- (a) A Candidate’s district will be determined by primary office location at the time of nomination.
- (b) In the event of special circumstances, the board of directors may waive the required district designations as approved by majority vote of the board membership notified via email.
- (c) Term Limits. No director shall serve for more than two (2) consecutive three (3)-year terms.
- (d) No more than two (2) REALTORS® from the same primary independent office may simultaneously serve on the Board of Directors.

**Section 4. Election of Officers and Directors**

At least two (2) months before the annual election, a nominating/election committee of not more than five (5) REALTOR® members shall be appointed by the president with the approval of the board of directors. The nominating/election committee shall select at least one candidate for each office and at least one candidate for each place to be filled on the board of directors. Candidates shall agree to serve, in writing, prior to being nominated by the committee. Board officers must have served at least one full term prior to being eligible for election to officer status. The report of the nominating/election committee shall be mailed or, where permitted by state law, electronically transmitted to each member eligible to vote at least four (4) weeks preceding the election.

Additional candidates for the office to be filled may be placed in nomination by petition signed by at least 3% of the REALTOR® members eligible to vote. The petition shall be filed with the Association Executive no later than three weeks before the election.

The final ballot as presented by the nominating/election committee shall be mailed or, where permitted by state law, electronically transmitted to each member eligible to vote allowing at least two weeks for responses to be collected.

Voting members must cast a full ballot. Ballots containing votes for more, or less than the number of directors to be elected, shall be invalidated by the Nominating/Election committee.

### **Section 5. Vacancies**

Vacancies among the Directors shall be filled by a simple majority vote of the Board of Directors until the next annual election.

### **Section 6. Removal of Officers and Directors**

In the event an Officer or Director is deemed to be incapable of fulfilling the duties for which elected, but will not resign from office voluntarily, the Officer or Director may be removed from office under the following procedures:

- (a) A petition requiring the removal of a an Officer or Director and signed by not less than one-third of the voting membership or a majority of all Directors, shall be filed with the President, or if the President is the subject of the petition, with the next ranking officer, and shall specifically set forth the reasons the individual is deemed to be incapable of fulfilling the duties for which elected.
- (b) Upon receipt of the petition, and not less than twenty (20) days or more than forty-five (45) days thereafter, a special meeting of the voting membership of the Board shall be held, and the sole business of the meeting shall be to consider the charge against the Officer or Director, and to render a decision on such petition.
- (c) The special meeting shall be noticed to all voting members at least ten (10) days prior to the meeting and shall be conducted by the President unless the President's continued service is office is being considered at the meeting. In such case, the next ranking officer will conduct the meeting of the Members. Provided a quorum is present, a three-fourths vote of Members present and voting shall be required for removal of office.

### **Section 7. Association Executive**

There shall be an association executive, appointed by the board of directors, who shall be the chief administrative officer of the association. The association executive shall have the authority to hire, supervise, evaluate and terminate other staff, if any, and shall perform such other duties as prescribed by the board of directors.

## **ARTICLE XII - MEETINGS**

### **Section 1. Annual Meetings**

The annual general membership meeting of the Board shall be held at least twice a year.

### **Section 2. Meetings of Directors**

The Board of Directors shall designate a regular time and place for board meetings. Absence from three (3) regular meetings without an excuse deemed valid by the board of directors shall be construed as resignation. A quorum for the transaction of business shall be a majority of the board of directors, except as may otherwise be required by state law.

### **Section 3. Other Meetings**

Meetings of the membership may be called at other times as the President or the Board of Directors may determine, or upon the written request of at least 10% of the Members eligible to vote.

### **Section 4. Notice of Meetings**

Written notice shall be given to every Member entitled to participate in the meeting at least one (1) week preceding all meetings. If a Special meeting is called, it shall be accompanied by a statement of

the purpose of the meeting. Publication of notice in the official publication of the Board which is mailed or transmitted electronically to all Broker offices shall be deemed to be good and sufficient notice.

#### **Section 5. Quorum for Membership Meetings**

A quorum for the transaction of general association business shall consist of 50 Members present who are eligible to vote.

#### **Section 6. Electronic Transaction of Business**

To the fullest extent permitted by law, the Board of Directors or membership, may conduct association business, by electronic means.

#### **Section 7. Action without Meeting**

Unless specifically prohibited by the articles of incorporation, an action required or permitted to be taken at a meeting of the board of directors may be taken without an official meeting.

### **ARTICLE XIII – COMMITTEES/TEAMS**

#### **Section 1. Standing Committees/Teams**

The President shall appoint from among the REALTOR® Members, subject to confirmation by the Board of Directors, all committees or teams (i.e. Political Action, Special Events, Affiliate, etc.)

#### **Section 2. Organization**

All committees/teams shall appoint, subject to confirmation by the board of directors, special committees or sub-committees as deemed necessary.

#### **Section 4. President**

The President shall be an ex-officio and non-voting member of all standing committees/teams and shall be notified of their meetings.

#### **Section 5. Action without Meeting**

Any committee/team may act by unanimous consent in writing without a meeting. The consent shall be evidenced by one or more written approvals, each of which sets forth the action taken and bears the signature of one or more of the members of the committee/team.

#### **Section 6. Attendance by Telephone**

Members of a committee/team may participate in any meeting through the use of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Such participation shall be at the discretion of the president/committee chair and shall constitute presence at the meeting.

### **ARTICLE XIV - FISCAL AND ELECTIVE YEAR**

#### **Section 1. Fiscal Year**

The fiscal year of the Board shall be January 1 to December 31.

#### **Section 2. Elective Year**

The elective year of the association shall be January 1 to December 31.

## **ARTICLE XV - RULES OF ORDER**

### **Section 1.**

Robert's Rules of Order, latest edition, shall be recognized as the authority governing the meetings of the Board, its Board of Directors and teams in all instances wherein its provisions do not conflict with these Bylaws.

## **ARTICLE XVI - AMENDMENTS**

### **Section 1.**

These Bylaws may be amended by the majority vote of the voting REALTOR® Members present and qualified to vote at a General membership meeting at which a quorum is present, provided the substance of such proposed amendment(s) shall be plainly stated in the call for the meeting, except that the Board of Directors may, at any regular or special meeting of the Board of Directors at which a quorum is present, approve amendment to the Bylaws which are mandated by National Association of REALTORS® Constitution and Bylaws and/or policy.

When Bylaws amendments are mandated NAR policy these Bylaws may be automatically amended to reflect the mandate as of the effective date of the mandatory policy authorized by the NATIONAL ASSOCIATION OF REALTORS®. The association shall provide notice of that change in a regular or special membership communication.

### **Section 2.**

Notice of all meetings at which amendments to these Bylaws are to be considered shall be provided to the membership at least two (2) weeks prior to meeting.

## **ARTICLE XVII - DISSOLUTION**

### **Section 1.**

Upon the dissolution this Board, the Board of Directors, after providing for the payment of all physical property obligations, including, satisfying all staff and funds due to the Association Executive, distribute any remaining assets to the Louisiana REALTORS® or, within its discretion, to any other non-profit tax-exempt organization.