

**West Volusia Association of REALTORS<sup>®</sup>, INC.**

**BYLAWS**

**Adopted - December 12, 1994**

**Approved by the Board of Directors  
September, 2007**

**Revisions Adopted**

09/2007

08/2007

**BYLAWS OF THE  
WEST VOLUSIA ASSOCIATION OF REALTORS<sup>®</sup>, INC.**  
Revisions Adopted September 28, 2007

**ARTICLE I - NAME**

**SECTION 1.** The name of this organization shall be the West Volusia Association of Realtors<sup>®</sup>, Inc. Hereinafter referred to as "THE ASSOCIATION"

**SECTION 2.** REALTORS<sup>®</sup> Inclusion and retention of the term REALTORS<sup>®</sup> in the name of the Association shall be governed by the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS<sup>®</sup> as from time to time amended.

**ARTICLE II - OBJECTIVES**

The objectives of the Association are:

**SECTION 1.** To unite those engaged in the recognized branches of the real estate profession in this area 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<sup>®</sup>.

**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 area with the Florida Association of REALTORS<sup>®</sup> and the NATIONAL ASSOCIATION OF REALTORS<sup>®</sup>, thereby furthering their own objectives throughout the state and nation, and obtaining the benefits and privileges of membership therein.

**SECTION 6.** To designate for the benefit of the public, individuals authorized to use the terms REALTOR<sup>®</sup>, REALTORS<sup>®</sup>, as licensed, prescribed and controlled by the NATIONAL ASSOCIATION OF REALTORS<sup>®</sup>.

**ARTICLE III - JURISDICTION**

**SECTION 1.** The territorial jurisdiction of the Association, a member of the NATIONAL ASSOCIATION OF REALTORS<sup>®</sup> shall include that portion of Volusia County, Florida lying West of a line beginning at the intersection of the Volusia/Flagler County line and the NE corner of SECTION 25, Township 14S, Range 30E, thence S to the SE corner of SECTION 36, Township 14S, Range 30E, thence W to the NE corner of SECTION 1, Township 15S, Range 30E, thence S to the SE corner of SECTION 36, Township 15S, Range 30E, thence E to the NE corner of SECTION 1, Township 16S, Range 31E, thence S to the Volusia/Seminole County line.

**SECTION 2.** Territorial jurisdiction is defined to mean:

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

## **ARTICLE IV - MEMBERSHIP**

### **SECTION 1.** There shall be six classes of Members as follows:

(a) **REALTOR® Members.** REALTOR® Members, whether primary or secondary, shall be:

(1) Individuals who, as sole proprietors, partners, or corporate officers or branch 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 Florida 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 a board of REALTORS® within the state or a state contiguous thereto unless otherwise qualified for Institute Affiliate Membership as described in SECTION 1(b) of Article IV.

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 board 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 as described in SECTION 1 (b) of Article IV.

(2) Individuals who are engaged in the real estate profession other than as sole proprietors, partners, corporate officers, or branch office managers and are associated with a REALTOR® Member and meet the qualifications set out in Article V.

(3) Corporate officers (who may be licensed or unlicensed) of a real estate brokerage franchise organization with at least one hundred fifty (150) franchisees located within the United States, its insular possessions and the Commonwealth of Puerto Rico, elected to membership pursuant to the provisions in the NAR Constitution and Bylaws. Such individuals shall enjoy all of 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.

(4) **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 Designated REALTOR® member of the Association in order for licensees affiliated with the firm to select the Association as their "primary" Association.

(5) **Designated 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 pursuant to Article 17 of the Code of Ethics and the payment of Association dues as established in Article X of the Bylaws. 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 qualifications for REALTOR® Membership established in Article V, SECTION 2 of the Bylaws.

(b) 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® membership, subject to payment of applicable dues for such membership.

(c) Affiliate Members: Affiliate Members shall be real estate owners or other individuals or firms who, while not engaged in the real estate profession as defined in paragraph (a) of this SECTION, have interests requiring information concerning real estate, and are in sympathy with the objectives of the Association.

(d) Public Service Members: Public Service Members shall be individuals who are interested in the real estate profession as salaried employees of educational, public utility, governmental or other similar organizations, but are not engaged in the real estate profession on their own account or in association with an established real estate business.

(e) Honorary Members: Honorary Members shall be individuals not engaged in the real estate profession who have performed notable service for the real estate profession, for the Association, or for the public.

(f) Student Members: Student members shall be individuals who are seeking an undergraduate or graduate degree with a specialization or major in real estate at institutions of higher learning, and who have completed at least two years of college and at least one college level course in real estate, but are not engaged in real estate business on their own account or not associated with an established real estate office.

(g) The President of the Florida Association, if not otherwise a member of the local Association, shall be a non-dues paying Realtor® member in good standing with the West Volusia Association of Realtors®, by virtue of the office. The FAR President shall not have the right to vote on local Association matters or to hold elective office in the Association, but shall, when given authority by the local association, cast the number of votes allowed as the representative to the Delegate Body of the National Association of Realtors®.

## **ARTICLE V - QUALIFICATIONS AND ELECTION**

### **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 (1) that he has or has had access to, has carefully reviewed, and if elected a Member, will 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 if a REALTOR® Member, will abide by the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® including the obligation to arbitrate 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, and (2) that applicant consents that the Association, through its Membership Committee or otherwise, may invite and receive information and comment about applicant from any Member or other persons, and that applicant agrees that any information and comment furnished to the Association by any person in response to the invitation shall be conclusively deemed to be privileged and not form the basis of any action for slander, libel, or defamation of character. The applicant shall, with the form of application, have access to a copy of the Bylaws, Constitution, Rules and Regulations, and Code of Ethics referred to above.

## **SECTION 2. QUALIFICATION**

(a) An applicant for REALTOR® Membership who is a principal, partner corporate officer or branch office manager of a real estate firm shall supply evidence satisfactory to the Membership Committee 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, no recent or pending bankruptcy, agrees to complete a course of instruction covering the Bylaws, Rules and Regulations of the Association, 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 examinations thereon as may be required by the Committee, and shall agree that if elected to membership, applicant will abide by such Constitution, Bylaws, Rules and Regulations, and Code of Ethics. **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 as 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 Bylaws and Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, and shall pass such reasonable and nondiscriminatory written examinations thereon as may be required by the Membership Committee and shall agree in writing that if elected to membership he will abide by such Constitution, Bylaws, Rules and Regulations, and the Code of Ethics.

(c) The Association will also consider the following in determining an applicant's qualifications for REALTOR® membership:

1. All final findings of Code of Ethics violations and violations of other membership duties in any other association within the past three (3) 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

"Provisional" membership may be granted in instances where ethics complaints or arbitration requests (or hearings) are pending in other associations or where the applicant for membership has unsatisfied discipline pending in another association (except for violations of the Code of Ethics, See Article V, SECTION 2(a) NOTE 2) provided all other qualifications for membership have been satisfied. Associations may reconsider the membership status of such individuals when all pending ethics and arbitration matters (and related discipline) have been resolved or if such matters are not resolved within six months from the date that provisional membership is approved. Provisional members shall be considered REALTORS® and shall be subject to all of the same privileges and obligations of REALTOR® membership. If a member resigns from another association with an ethics complaint or arbitration request pending, the association may condition membership on the applicant's

certification that he/she will submit to the pending ethics or arbitration proceeding (in accordance with the established procedures of the association to which the applicant has made application) and will abide by the decision of the hearing panel.

### **SECTION 3. ELECTION**

The procedure for election to membership shall be as follows:

(a) Applicants for REALTOR® (and REALTOR ASSOCIATE ® , where applicable) membership shall be granted provisional membership immediately upon submission of a completed application form and remittance of applicable association dues and any application fee. Provisional members shall be considered REALTOR® ® (or REALTOR ASSOCIATE ® ) and shall be subject to all the same privileges and obligations of membership. Provisional membership is granted subject to subsequent review of the application by the Board of Directors. If the Board of Directors determines that the individual does not meet all of the qualifications for membership as established in the association's bylaws, or if the individual does not satisfy all the requirements of membership established in the association's bylaws, or, if the individual does not satisfy all the requirements of membership ( for example completion of a mandatory orientation program) within 60 days from the association's receipt of their application, membership may, at the discretion of the Board of Directors be terminated.

(b) Dues shall be computed from the date of application and shall be non-refundable unless the association's Board of Directors terminates the individual's membership in accordance with subsection (a) above. In such instances, dues shall be returned to the individual less a prorated amount to cover the number of days that the individual received association services and any application fee.

(c) The Board of Directors may not terminate any provisional membership without providing the provisional member with advance notice, an opportunity to appear before the Board of Directors, to call witnesses on his behalf, to be represented by counsel, and to make such statements as he deems relevant. The Board of Directors shall require that written minutes be made of any hearing before it or may electronically or mechanically record the proceedings.

(d) If the Board of Directors determines that provisional membership should be terminated, it shall record its reasons with the Chief Staff Executive. If the Board of Directors believe that termination by provisional membership may become the basis of litigation and claim of damage by a provisional member, it may specify that termination shall become effective upon entry in a suit by the Board for a declaratory judgment by a court of competent jurisdiction of a final judgment declaring that the termination violates no rights of the individual.

### **SECTION 4. STATUS CHANGES**

(a) A REALTOR® who changes the conditions under which he holds membership shall be required to provide written notification to the Association within 30 days. A REALTOR® (non-principal) who becomes a principal in the firm with which he has been licensed or, alternatively, becomes a principal in a new firm which will be comprised of REALTOR® principals may be required to satisfy any previously unsatisfied membership requirements applicable to REALTOR® (principal) Members shall, during the period of transition from one status of membership to another, be subject to all of the privileges and obligations of a REALTOR® (principal). If the REALTOR® (non-principal) does not satisfy the requirements established in these Bylaws, for the category of membership to which they have transferred

within 30 days of the date they advised the Association of their change in status, their new membership application will terminate automatically unless otherwise so directed by the Board of Directors.

A REALTOR® or REALTOR ASSOCIATE®, where applicable) who is transferring their license from one firm comprised of REALTOR® principals to another firm comprised of REALTOR® principals shall be subject to all of the privileges and obligations of membership during the period of transition. If the transfer is not completed within 30 days of the date the board is advised of the disaffiliation with the current firm, membership will terminate automatically unless otherwise so directed by the Board of Directors.

(The Board of Directors, at their discretion, may waive any qualification which the applicant has already fulfilled in accordance with the Board's Bylaws.)

(b) Any application fee related to a change in membership status shall be reduced by an amount equal to any application fee previously paid by the applicant.

(c) Dues shall be prorated from the first day of the month in which the member is notified of election by the Board of Directors and shall be based on the new membership status for the remainder of the year.

#### **SECTION 5. NEW MEMBER CODE OF ETHICS ORIENTATION**

Applicants for REALTOR® membership and provisional REALTOR® members (where applicable) shall complete an orientation program on the Code of Ethics of not less than two hours and thirty 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 year or less.

Failure to satisfy this requirement within 60 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 6. CONTINUING MEMBER CODE OF ETHIC TRAINING**

Effective January 1, 2001 through December 31, 2004 and for successive four year periods thereafter, each REALTOR® member of the association shall be required to complete quadrennial ethics training of not less than two hours and thirty 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 REALTORS® 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 four-year cycle shall not be required to complete additional ethics training until a new four-year cycle commences.

Failure to satisfy this requirement shall be considered a violation of a membership duty for which REALTOR® membership shall be suspended until such time as the training is completed.

Members suspended for failing to meet the requirement for the first four (4)-year cycle (2001 through 2004) will have until December 31, 2005 to meet the requirement. Failure to meet the requirement by that time will result in automatic termination of membership. Failure to meet the requirement for the second (2005 through 2008) cycle and subsequent four (4)-year cycles will result in suspension of membership for the first two months (January and February) of the year following the end of any four (4)-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. (Adopted 1/01, revised 5/05)

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

**SECTION 1.** The privileges and obligations of Members, in addition to those otherwise provided in these Bylaws, shall be as specified in this Article.

**SECTION 2.** Any Member of the Association may be reprimanded, fined, placed on probation, suspended, or expelled by the Board of Directors for a violation of these Bylaws and Association Rules and Regulations not inconsistent with these Bylaws after a hearing as provided in the *Code of Ethics and Arbitration Manual* of the Association. Although Members other than REALTORS® are not subject to the Code of Ethics nor its enforcement by the Association, such Members are encouraged to abide by the principles established in the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® and conduct their business and professional practices accordingly. Further, Members other than REALTORS® may, upon recommendation of the Membership Committee, or upon recommendation by a hearing panel of the Professional Standards Committee, be subject to discipline as described above, for any conduct, which in the opinion of the Board of Directors, applied on a nondiscriminatory basis, reflects adversely on the terms REALTOR® or REALTORS®, and the real estate industry, or for conduct that is inconsistent with or adverse to the objectives and purposes of the local Association, the State Association, and the NATIONAL ASSOCIATION OF REALTORS®.

**SECTION 3.** Any REALTOR® Member of the Association 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 of Members shall become effective when received in writing by the Board of Directors, provided however, that if any Member submitting the resignation is indebted to the Association for dues, fees, fines, or other assessments of the Association for 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, that Board of Directors may condition the right of the resigning Member to reapply for membership upon the applicant's certification that he will submit to the pending ethics proceeding and will abide by the decision of the hearing panel.

- (a) If a member resigns or otherwise causes membership to terminate, the duty to submit to arbitration 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

(a) 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 hold elective office in the Association, may use the terms REALTOR® and REALTORS®, which use shall be subject to the provisions of Article VIII, and have the primary responsibility to safeguard and promote the standards, interests, and welfare of the Association and the real estate profession.

(b) If a REALTOR® Member is a principal in a firm, partnership or 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 re-admission of the disciplined Member, or unless connection of the disciplined Member with the firm, partnership, or corporation is severed, whichever 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 re-admission of the disciplined Member or until connection of the disciplined Member with the firm partnership or corporation is severed, or unless the REALTOR® Member (non-principal) elects to sever his connection with the REALTOR® and affiliate with another REALTOR® member in good standing in the Association 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.

(c) In any action taken against a REALTOR® Member for suspension or expulsion under SECTION 6 (b) hereof, notice of such action shall be given all REALTOR®s employed by or affiliated as independent contractors with such REALTOR® Member and they shall be advised that the provisions in Article VI, SECTION 6(b) and 7(d) shall apply

### (d) Orientation Course

A Broker Principal, and all licensed salespersons and licensed or certified Appraisers, who apply for REALTOR® membership, shall be required to take, and satisfactorily complete, the prescribed Orientation Course of the Association. Until such time, he or she shall refrain from using the term REALTOR®.

### (e) Induction

Any Broker, or REALTOR®, upon being accepted into the Association who has taken and satisfactorily completed the required REALTOR® Orientation Course, shall then be inducted.

### (f) Resignations

Resignations of Designated REALTORS® shall become effective only when received in writing by the Board of Directors.

A REALTOR® has one hundred (120) days from the time he leaves one REALTOR® office until he affiliates with another REALTOR® office of this Association without having to reapply for membership and take the required Orientation Course and be inducted.

SECTION 7. INSTITUTE AFFILIATE MEMBERS. Institute Affiliate Members shall have such rights and privileges and be subject to such obligations as are prescribed by the Board of Directors in compliance with the Constitution and Bylaws of the NATIONAL ASSOCIATION

OF REALTORS®. NOTE: Local associations establish the rights and privileges to be conferred on Institute Affiliate Members except that no Institute Affiliate Member may be granted the right to use the term REALTOR® or the REALTOR® logo; to serve as President of the local association; or to be a Participant in the local association's Multiple Listing Service.

**SECTION 8. AFFILIATE MEMBERS:** Affiliate Members shall have such privileges and rights and be subject to such obligations as may be prescribed by the Board of Directors.

**SECTION 9. PUBLIC SERVICE MEMBERS:** Public Service Members shall have such privileges and rights and be subject to such obligations as may be prescribed by the Board of Directors.

**SECTION 10 HONORARY MEMBERS:** Honorary Membership shall confer no rights except the right to attend meetings and participate in discussions, and shall impose no obligations.

**SECTION 11. STUDENT MEMBERS:** Student Members shall have such privileges and rights and shall be subject to such obligations as may be prescribed by the Board of Directors.

**SECTION 12. CERTIFICATION BY REALTOR®:** "Designated" REALTOR® Members of the Association shall certify to the Association during the month of January on a form provided by the Association, a complete listing of all individuals licensed or certified with the REALTOR®'s office(s) and shall designate a primary Association for each individual who holds membership. Designated REALTORS® shall also identify any non-member licensees in the REALTOR®'s office(s) and if Designated REALTOR® Dues have been paid to another Association based on said non-member licensees, the Designated REALTOR® shall identify the Association to which dues have been remitted. These declarations shall be used for purposes of calculating dues under Article X, SECTION 2(a) of the Bylaws. "Designated" REALTOR® Members shall also notify the Association of any additional individual(s) licensed or certified with the firm(s) within five (5) days of the date of affiliation or severance of the individual.

### **SECTION 13. SEXUAL HARASSMENT.**

(a) Any member of the Association may be reprimanded, placed on probation, suspended or expelled for sexual harassment of an Association employee after a hearing in accordance with the established procedures of the Association. The decision of the appropriate disciplinary action to be taken shall be made by the investigatory team comprised of the President, and President-elect and one member of the Board of Directors selected by the highest ranking officer not named in the complaint, upon consultation with counsel for the Association. If the complaint names the President or President-Elect, they may not participate in the proceedings and shall be replaced by the Immediate Past President or, alternatively, by another member of the Board of Directors selected by the highest ranking officer not named in the complaint.

### **SECTION 14. HARASSMENT**

(a) Any member of the Association may be reprimanded, placed on probation, suspended or expelled for harassment of an Association or MLS employee or Association Officer or Director after a hearing in accordance with the established procedures of the Association. Disciplinary action may also consist of any sanction authorized in the Association's Code of Ethics and Arbitration Manual. As used in this Section, harassment means any verbal or physical conduct including threatening or obscene language, unwelcome sexual advances, stalking, actions including strikes, shoves, kicks, or other similar physical contact, or threats to do the same, or any other conduct with the purpose or effect of unreasonably interfering with an individual's work performance by creating a hostile, intimidating or offensive work environment. The decision of the appropriate disciplinary action to be taken shall be made by the

investigatory team comprised of the President, and President-elect and/or Vice President and one member of the Board of Directors selected by the highest ranking officer not named in the complaint, upon consultation with legal counsel for the Association. If the complaint names the President, President-Elect or Vice President, they may not participate in the proceedings and shall be replaced by the Immediate Past President or, alternatively, by another member of the Board of Directors selected by the highest ranking officer not named in the complaint.

## **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 the 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 from time to time amended, which is by this reference incorporated into these Bylaws, provided however, that any provision deemed 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 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 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.** The responsibility of the Association and Association 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 standards enforcement agreement entered into by the Association, which by this reference is made part of these Bylaws.

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

**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.

**SECTION 2.** REALTOR® Members of the Association 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® Member who is a principal of a real estate firm, partnership, or corporation may use the terms REALTOR® and REALTORS® only if all the principals of each firm, partnership, or corporation who are actively engaged in the real estate profession are REALTOR® Members of a Board within the state or a state contiguous thereto or Institute Affiliate Members as described in SECTION 1(b) of Article IV.

- (a) In the case of a REALTOR® member who is a principal of a real estate firm, partnership, or corporation 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, partner, corporate officer, or branch office manager of the firm, partnership, or corporation holds REALTOR® membership. If a firm, partnership, or corporation operates additional places of business in which no principal, partner, corporate officer, or branch office manager 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 shall not use the terms REALTOR®, or REALTORS®, nor the imprint of the emblem seal of the NATIONAL ASSOCIATION OF REALTORS®.

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

**SECTION 1.** The Association shall be a Member of the NATIONAL ASSOCIATION OF REALTORS® and the Florida Association of REALTORS®. By reason of such membership, each REALTOR® a Member of the Member Association shall be entitled to membership in the NATIONAL ASSOCIATION OF REALTORS® and the Florida Association of REALTORS® without further payment of dues. The Association shall continue as a Member of the State and National Associations, unless by majority vote of all of its REALTOR® 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 right of the NATIONAL ASSOCIATION OF REALTORS® in the terms REALTOR® and REALTORS®. It shall forthwith 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® and agrees to enforce the Code among its REALTOR® Members. The Association and all of its Members agree to abide by the Constitution, Bylaws, Rules and Regulations, and policies of the National Association and the Florida Association of REALTORS®.

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

**SECTION 1. Application Fee.** The Board of Directors may adopt an application fee for REALTOR® Membership in reasonable amount, not exceeding three times the amount of the annual dues for REALTOR® Membership, which shall be required to accompany each application for REALTOR® Membership and which shall become the property of the Association upon final approval of the application.

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

(a) **REALTOR® Members.** The annual dues of each Designated REALTOR® Member shall be in such amount as established annually by the Board of Directors, plus an additional amount to be 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 licensed with such REALTOR® Member, and
- (2) are not REALTOR® Members of any Association in the state or a state contiguous thereto or Institute Affiliate Members of the Association or State Associations. In calculating the dues payable to the Association by a Designated REALTOR® Member, non-member licensees as defined in SECTION 2(a) (1) of this Article shall not be included in the computation of dues

if the DR has paid dues based on said non-member licensees in another Association in the state or in a state contiguous thereto, provided the Designated REALTOR® notifies the Association in writing of the identity of the Association to which dues have been remitted. In the case of a Designated REALTOR® 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 board.

(b) The annual dues of REALTOR® Members other than the Designated REALTOR® shall be an amount determined annually by the Board of Directors.

(1) For the purpose of this SECTION , a REALTOR® Member of a Member Association 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, partner, corporate officer, or branch manager of a real estate firm, partnership or corporation, 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, partner, or corporate officer 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 of 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 shall not be deemed to be licensed with the REALTOR® filing the form for purposes of this SECTION and shall not be included in calculating the annual dues of the Designated REALTOR®.

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.

(c) Institute Affiliate Members. The annual dues of each Affiliate Member shall be in such amount as established in Article II of the Bylaws of the NATIONAL ASSOCIATION OF REALTORS®. NOTE: The Institutes, Societies and Councils of the National Association shall be responsible for collecting and remitting dues to the National Association for Institute Affiliate Members (\$75.00) . The National Association shall credit \$25.00 to the account of a local association for each Institute Affiliate Member whose office address is within the assigned territorial jurisdiction of that association, provided, however, if the office location is also within the territorial jurisdiction of a Commercial Overlay Board (COB), the \$25.00 amount will be credited to the COB, unless the Institute Affiliate Member directs that the dues be distributed to the other board. The National Association shall also credit \$25.00 to the account of state associations for each Institute Affiliate Member whose office address is located within the territorial jurisdiction of the state association. Local and state associations may not establish any additional entrance, initiation fees or dues for Institute Affiliate Members, but may provide service packages to which Institute Affiliate Members may voluntarily subscribe.

(d) Affiliate Members. The annual dues for Affiliate Members shall be in such amount as established annually by the Board of Directors.

(e) Public Service Members. The annual dues for Public Service Members shall be in such amount as established annually by the Board of Directors.

(f) Honorary Members. Dues payable, if any, shall be at the discretion of the Board of Directors.

(g) Student Members Dues payable, if any, shall be at the discretion of the Board of Directors.

SECTION 3. Dues Payable. Dues for all members shall be payable annually in advance of the first day of January. Dues for new Members shall be prorated from the first day of the quarter in which the individual is notified of election to membership. If there is a lengthy period between the time that a licensee first affiliates with a designated REALTOR® (Principal) and the time the same individual applies for, and becomes a REALTOR® member in his or her own name, then the Designated REALTOR® can be billed for the DR dues assessment for the period from the beginning of the current fiscal year until the first day of the quarter in which the licensee becomes a REALTOR® member.

(a) In the event a sales licensee or licensed or certified appraiser who holds REALTOR® membership is dropped for nonpayment of Association dues, and the individual remains with the designated REALTOR®'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. If dues, fees, fines, or other assessments including amounts owed to the Association's Multiple Listing Service are not paid within one (1) month after the due date, the nonpaying Member is automatically suspended. Two (2) months after the due date, membership of the nonpaying Member may be terminated at the discretion of the Board of Directors. Three (3) months after the due date, membership of the nonpaying Member shall automatically terminate. 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 by the Board of Directors. A former Member who has had his membership terminated for any reason, not limited to, nonpayment of dues, fees, fine, or other assessments duly levied in accordance with the provisions of these Bylaws or 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. All money received by the Association for any purpose shall be deposited to the credit of the Association in a financial institution or institutions selected by resolution of the Board of Directors.

SECTION 6. Expenditures. The Board of Directors shall administer the day-to-day finances of the Association. Non-budgeted expenditures in excess of \$20,000.00 may not be made unless authorized by 10% of the Association Members eligible to vote.

SECTION 7. Notice of Dues, Fees, Fines, Assessments and other Financial Obligations of Members. All dues, fees, fines, assessments, or other financial obligations to the Association or Multiple Listing Service shall be noticed to the delinquent Member in writing setting forth the amount owed and due date.

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

**SECTION 1. Officers.** The elective officers of the Association shall be a President, President-Elect, a Treasurer and a Secretary/Treasurer-Elect. All 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. In the event of the temporary absence of the President, the office shall be filled in the order of seniority as listed in SECTION 1 of this Article. In the presence of unforeseen events the President-Elect shall succeed to the Presidency.

### **SECTION 3. Board of Directors.**

#### **(a) Duties and Responsibilities.**

1. The Board of Directors, as the governing body of the Association elected by the Members in good standing, shall be vested with exclusive power and authority to formulate, fix, determine and adopt matters of policy concerning the activities, affairs or organization of the Association subject only to any limitations imposed herein. The Board of Directors shall be charged with the duty and responsibility of enforcing and carrying into effect the provisions of the Articles of Incorporation and Bylaws of the Association. The Board of Directors shall direct the manner in which all funds of the Association are disbursed and the purposes therefore and shall adopt and approve a budget each fiscal year. The Board of Directors shall perform all other duties imposed under the Articles of Incorporation and Bylaws and shall have full power to exercise such functions as may be necessary, expedient or incidental to the full exercise of any powers bestowed upon it by the Articles of Incorporation and Bylaws or any amendment thereto or by these Bylaws.

#### **(b) Composition of Board of Directors**

1. The Board of Directors shall consist of the four (4) elective officers, seven (7) elected REALTOR® Members plus the Immediate Past President of the Association and the Chairman of the Multiple Listing Service Committee.

2. The seven (7) elected REALTOR® Members shall serve the following terms: Odd election years – four will be elected to serve a two year term. Even election years – Three will be elected to serve a two year term.

3. At the beginning of the calendar year, a maximum of one officer and one director from any one firm shall serve on the Board of Directors.

### **SECTION 4. Election of Officers and Directors.**

(a) At least two months before the annual election, the Association Executive Officer will distribute nomination forms to the REALTOR® Members for their recommendations for officers and directors. Simultaneously, a nominating committee of seven (7) REALTOR® Members shall be appointed by the President with the approval of the Board of Directors. Two (2) of the REALTOR® Members shall be Past Presidents. It shall be the responsibility of the nominating committee to receive recommendations from the REALTOR® Members for the purpose of developing a slate of candidates for each office seven (7) directors. The report of the nominating committee shall be distributed to all REALTOR® Members, and shall be posted in the Association office at least ten days prior to the August General Meeting.

(b) In the absence of the President Elect, Nominees for President shall be chosen from REALTORS® who have been members in good standing of the West Volusia Association of REALTORS® for a period of not less than two (2) years. Nominee must have served for at least two years on the Board of Directors, or as chairperson of one or more standing committees.

(c) Nominations for President-Elect shall be chosen from REALTORS® who have been members in good standing for at least two (2) years. Served at least one (1) year on the Board of Directors. Served on or chaired at least two (2) standing committees. President-Elect should accept the office with the anticipation of serving as President, the following year immediate Past President.

(d) Nominations for Treasurer and Secretary/ Treasurer Elect shall be chosen from REALTORS® who have been members in good standing for at least two (2) years. Served at least one (1) year on the Board of Directors. Served on or chaired at least two (2) standing committees. Secretary/Treasurer-Elect should accept the office with the anticipation of serving the following year as Treasurer.

(e) At the August General Meeting, nominations may be made from the floor with prior consent of the nominees. Nominees must meet all other qualifications for that position. At the close of this meeting nominations are closed.

(f) The election of officers and directors shall take place at the annual election in September. Elections shall be by ballot and all votes must be cast in person. Absentee ballots may be cast in person up to 10 business days prior to the election at designated places and times as published by notice to the membership. Absentee votes will be counted toward a quorum.

(g) The President, with the approval of the Board of Directors, shall appoint three (3) or more tellers from the membership to conduct the vote by distributing, collecting and counting the ballots. These tellers may not have served on the current year's Nominating Committee. In case of a tie vote, a re-vote will be conducted for that particular office.

SECTION 5. Vacancies. Vacancies among the Officers and the Board of Directors shall be filled by the Board of Directors until the next annual election.

SECTION 6. Removal of Officers and Directors. In the event that an Officer or Directors 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 procedure:

(a) A petition requiring the removal of an Officer or Directors and signed by no 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 disqualified from further service.

(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 Association 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 of the Association unless the President's continued service in office is being considered at the meeting. In such case, the next ranking Officer will conduct the meeting of the hearing by the Members. Provided a quorum is present, a three-fourths vote of Members present and voting shall be required for removal from office.

SECTION 7. Association Executive An Association Executive shall be appointed by the Board of Directors. The Association Executive shall be responsible to the Board of Directors who shall determine compensation, and shall have such power and duties as the Board of



Directors shall determine and prescribe. The Association Executive (Executive Officer) shall be responsible for the administration and management of the Association and shall perform such duties as may be delegated by the Board of Directors. It shall be the duty of the Executive to keep records of the Association and to carry on all necessary correspondence with the FLORIDA ASSOCIATION of REALTORS® and the NATIONAL ASSOCIATION OF REALTORS®.

## **ARTICLE XII - MEETINGS**

**SECTION 1. Annual Meeting.** The annual meeting of the Association shall be held in December, the date, place and hour to be designated by the Board of Directors, at which meeting the Officers and Directors shall be installed.

**SECTION 2. Meeting of Directors.** The Board of Directors shall designate a regular time and place of meetings. Absence from three (3) regular meetings per year without an excuse deemed valid by the Board of Directors shall be construed as resignation therefrom.

**SECTION 3. Other Meetings.** Meetings of the Members may be held at such other times as the President or the Board of Directors may determine, or upon the written request of at least ten percent of the REALTOR® Members.

**SECTION 4. Notice of Meetings.** Written notice shall be given to every member entitled to participate in the meeting at least one week preceding all meetings. If a special meeting is called it shall be accompanied by a statement of the purpose of the meeting.

**SECTION 5. Quorum.** A quorum for a regular membership meeting and the Annual Meeting shall be those REALTOR® Members present, except when voting on expenditures exceeding \$20,000.00. For the purpose of voting on expenditures exceeding \$20,000.00 the quorum shall be 10% of the REALTOR® Membership. A quorum for any special meeting and the election of officers shall be 10% of the REALTOR® Membership.

**SECTION 6. Absentee balloting.** After receiving notification of a meeting called for the purpose of voting, a member in good standing with the privilege to vote, may come into the Association office prior to the meeting and receive a specially prepared envelope containing the ballot. The member must sign the voter sign in sheet and mark absentee next to their signature. After filling out the ballot, fold in the way indicated, and place in envelope and seal. After envelope is sealed, the member writes their name across the seal has signature witnessed then places the envelope in ballot box. On the day of the meeting for the vote, prior to voting being open, the Chairman of the Tellers will remove the ballots from the ballot box and verify that the number matches up with the voting sign in sheet, and hold for the final tally. Absentee ballots will count towards a quorum.

## **ARTICLE XIII - COMMITTEES**

**SECTION 1. Standing Committees.** The President shall appoint from among the REALTOR® Members, subject to confirmation by the Board of Directors, the following standing committee chairs:

Education	Executive	Professional Standards
Finance	Legislative/Government Affairs	Program
Affiliate	Grievance	

**SECTION 2. Special Committees.** The President shall appoint, subject to confirmation by the Board of Directors, such other special committees, as deemed necessary.

SECTION 3. Organization. All committees shall be of such size and shall have such duties, functions, and powers as may be assigned by the President or the Board of Directors, except as otherwise provided in these Bylaws.

SECTION 4. President. The President shall be an ex-officio member of all standing and special committees and shall be notified of their meetings.

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

SECTION 1. The fiscal and elective year of the Association shall be the calendar year.

#### **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 Association, its Board of Directors and committees, in all instances wherein its provisions do not conflict with these Bylaws.

#### **ARTICLE XVI - AMENDMENTS**

SECTION 1. These Bylaws may be amended by majority vote of the REALTOR® Members present and qualified at all meetings at which a quorum is present, provided the substance of such proposed amendment or amendments shall be plainly stated in the call for the meeting.

(a) All recommendations for amendments to these Bylaws made by the NATIONAL ASSOCIATION OF REALTORS® or the Florida Association of REALTORS® will automatically become a part of these Bylaws upon approval of the Board of Directors.

SECTION 2. Notice of all meetings at which such amendments are to be considered shall be given to every REALTOR® Member at least one week prior to the time of the meeting.

SECTION 3. Amendments to these Bylaws affecting the admission or qualification of REALTOR®, and Institute Affiliate Members, the use of the terms REALTOR® and REALTORS®, or any alteration in the territorial jurisdiction of the Association shall become effective upon their approval by the Board of Directors of the NATIONAL ASSOCIATION OF REALTORS®.

#### **ARTICLE XVII - DISSOLUTION**

SECTION 1. Upon the dissolution or winding up of the affairs of this Association, the Board of Directors after providing for the payment of all obligations, shall distribute any remaining assets to the Florida Association of REALTORS® or within its discretion, to any other nonprofit tax exempt organization.

#### **ARTICLE XVIII - MULTIPLE LISTING**

SECTION 1. Authority. The Association of REALTORS® shall provide for the use of its members, a Multiple Listing Service which shall be subject to the Bylaws of the Association of REALTORS® and such Rules and Regulations as may be hereinafter adopted.

SECTION 2. Purpose. A Multiple Listing Service is a means by which authorized Participants make blanket unilateral offers of compensation to other Participants (acting as subagents, buyer agents, Transaction Brokers or in other agency or nonagency capacities defined by law); by which cooperation among Participants is enhanced; by which information is accumulated and disseminated to enable authorized Participants to prepare appraisals, analyses, and other valuations of real property for bona fide clients and customers; by which Participants engaging in real estate appraisal contribute to common databases; and is a facility for the orderly

correlation and dissemination of listing information so Participants may better serve their clients and the public. Entitlement to compensation is determined by the cooperating brokers performance as procuring cause of sale (or lease). (Amended 2006)

SECTION 3. Participation. Any REALTOR® Member of this or any other Member Association who is a principal, partner, corporate officer, or branch manager acting on behalf of the principal, without further qualification, shall be eligible to participate in Multiple Listing upon agreeing in writing to conform to the Rules and Regulations thereof and to pay the costs incidental thereto. However, under no circumstances is any individual or firm, regardless of membership status, entitled to Multiple Listing Service "Membership" or "Participation" unless they hold a current, valid real estate broker's license and are capable of offering and accepting compensation to and from other Participants or are licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property. Use of information developed by or published by an Association Multiple Listing Service is strictly limited to the activities authorized under a Participant's licensure(s) or certification and unauthorized uses are prohibited. Further, none of the foregoing is intended to convey "Participation", or "Membership" or any right of access to information developed or published by an Association Multiple Listing Service where access to such information is prohibited by law.

\*(See NOTE at conclusion of this Article.)

(a) A nonmember applicant for MLS participation who is a principal, partner, corporate officer, or branch office manager acting on behalf of a principal, shall supply evidence satisfactory to the Membership Committee that he has no record of recent or pending bankruptcy; has no record of official sanctions involving unprofessional conduct; agrees to complete a course of instruction (if any) covering the MLS Rules and Regulations and computer training related to MLS information entry and retrieval, and shall pass such reasonable and non-discriminatory written examination thereon as may be required by the MLS; and shall agree that if elected as a Participant, he will abide by such Rules and Regulations and pay the MLS fees and dues, including the nonmember differential (if any), as from time to time established. Under no circumstances is any individual or firm entitled to MLS participation or membership unless they hold a current, valid real estate broker's license and are capable of offering and accepting compensation to and from other Participants, or are licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property. Use of information developed by or published by a Board Multiple Listing Service is strictly limited to the activities authorized under a Participant's licensure(s) or certification and unauthorized uses are prohibited. Further, none of the foregoing is intended to convey participation or membership or any right of access to information developed by or published by a Board Multiple Listing Service where access to such information is prohibited by law.

SECTION 4. Supervision. The activity shall be operated under the supervision of the Multiple Listing Committee in accordance with the Rules and Regulations, subject to the approval of the Board of Directors.

SECTION 5. Vacancies. Vacancies in unexpired terms shall be filled as in the case of original appointees.

SECTION 6. Attendance. Any committee member who fails to attend three successive regular or special meetings of the committee, without excuse acceptable to the Chairman of the committee, shall be deemed to have resigned from the committee and the vacancy shall be filled as herein provided for original appointments.

SECTION 7. Access to Comparable and Statistical Information. Association Members who are actively engaged in real estate brokerage, management, appraising, land development, or building, but who do not participate in the MLS, are nonetheless entitled to receive, by purchase or lease, all information other than current listing information that is generated wholly or in part by the MLS including "comparable" information, "sold" information and statistical reports. This information is provided for the exclusive use of Association Members and individuals affiliated

with Association Members, who are also engaged in the real estate business and may not be transmitted, retransmitted or provided in any manner to any unauthorized individual, office or firm except as otherwise specified in the MLS Rules and Regulations. Association Members who receive such information either as an Association service or through the Association's MLS, are subject to the applicable provisions of the MLS Rules and Regulations whether they participate in the MLS or not.

\* Generally, Associations of REALTORS®, when there is more than one principal in a real estate firm, define the chief principal officer of the firm as the MLS "Participant." If each principal is defined as a "Participant," then each shall have a separate vote on MLS matters. Brokers or salespersons other than principals are not considered "Participants" in the Service, but have access to and use of the Service through the principals (s) with whom they are affiliated.