



BYLAWS

Approved by

**REALTORS® Association of Citrus County
And National Association of REALTORS®**

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Article I - Name

Section 1. Name. The name of this organization shall be the REALTORS® Association of Citrus County, Inc., a Florida corporation, not-for-profit, hereinafter referred to as the "Association".

Section 2. REALTORS®. Inclusion and retention of the term 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.

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 community 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 Florida Association of REALTORS® and the National Association of REALTORS®, 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, those individuals authorized to use the term REALTOR® and REALTORS® as licensed, prescribed and controlled by the National Association of REALTORS®.

Article III - Jurisdiction

Section 1. The territorial jurisdiction of the Association as a member of the National Association Of REALTORS® shall include Citrus County, Florida.

Section 2. Territorial jurisdiction is defined to mean:

a. 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 Association agrees to protect and safeguard the property rights of the National Association in the terms.

Article IV - Membership

Section 1. There shall be seven (7) classes of members as follows:

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

(1) 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 Florida or a state 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 REALTORS® 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 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. (Amended 03/2013)

NOTE: REALTOR® Members may obtain membership in a secondary Association in another state.

(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) Franchise REALTOR® Membership. 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 the rights, privileges and obligations of REALTOR® membership (including compliance with the Code of Ethics) except: obligations related to board 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; and the right to hold elective office in the local board, 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 Board/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 REALTORS® Members.** Each firm shall designate in writing one REALTORS® 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 Board 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) **Business Partner Members.** Business Partner Members shall be other individual real estate owners and other individuals or firms who, while not engaged in the real estate profession as licensees under Chapter 475 F., as defined in paragraphs (a) or (b) of this Section, have interests in real estate requiring information concerning real estate, and are in sympathy with the objectives of the Association. They shall not be eligible to vote or hold office.

(d) **Public Service Members.** Public Service Members shall be individuals who are interested in the real estate profession as salaried employees of or affiliated with 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 office. They shall not be eligible to vote or hold office.

(e) **Honorary Members.** Honorary Members shall be individuals not now actively engaged in the real estate profession, who have performed notable service for the real estate profession, for the Board or for the public. They shall not be eligible to vote or hold office.

(f) **Student Members.** Student Members shall be individuals who are seeking an undergraduate or graduate degree with a specialization or major in real estate in 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 who are not associated with an established real estate office. They shall not be eligible to vote or hold office.

(g) **Lifetime Members.** Lifetime Members shall be REALTORS® nominated by a majority vote of the Board of Directors, who have performed continuous and exemplary acts and deeds for their REALTORS® Associations, their community and their fellow man. A Lifetime member shall pay no local dues and have at least 25 years of service. The Board of Directors shall designate no more than three (3) Lifetime members per fiscal year. (Amended 09/2019)

Article V - Qualification and Election to Membership

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 statement to be signed by the applicant:

(1) that applicant agrees as a condition to membership to thoroughly familiarize themselves with the Code of Ethics of the National Association of REALTORS®, the Constitution, Bylaws and the Policies and Procedures of the Board, State and National Associations of REALTORS®, and if elected a Member, will abide by the Constitutions and Bylaws and the Rules and Regulations of the Board, State, and National Associations, and if a REALTOR® Member, will abide by the Code of Ethics of the National Association of REALTORS® including the obligation to arbitrate the 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.

(2) that applicant consents that the Board, through its Membership Committee or otherwise, may invite and receive information and comment about applicant from any Member or other persons, and that the applicant agrees that any information and comment furnished to the Board 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, Policies and Procedures and Code of Ethics referred to above.

Section 2. Qualification.

(a) An applicant for REALTOR® Membership who is a sole proprietor, principal, partner, corporate officer, or branch office manager of a real estate firm shall supply evidence satisfactory to the Association 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 recent or pending bankruptcy*, has no record of official sanctions involving unprofessional conduct, agrees to complete a course of instruction covering the Bylaws and Policies and Procedures 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 by the Committee, and shall agree that if elected to membership he will abide by such Constitution, Bylaws, Policies and Procedures and Code of Ethics.

(*) No Recent or Pending Bankruptcy is intended to mean that the applicant or partner, or corporate officer, or branch office manager is not involved in any pending bankruptcy or insolvency proceedings or, has not been adjudged bankrupt in the past three (3) years.

If a bankruptcy proceeding as described above exists, membership may not be rejected unless the Board establishes that its interests and those of its members and the public could not adequately be protected by requiring that the bankrupt applicant pay cash in advance for Board and MLS fees for up to one (1) year from the date that membership is approved or from the date that the applicant is discharged from bankruptcy (whichever is later). In the event that an existing member initiates bankruptcy proceedings, the member may be placed on a "cash basis" from the date that bankruptcy is initiated until one (1) year from the date that the member has been discharged from bankruptcy.

(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 (orientation) covering the Bylaws and Policies and Procedures 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 Association, and shall agree in writing that if elected to membership he/she will abide by the Code of Ethics of the National Association of REALTORS® and the constitution, Bylaws and Policies and Procedures of the local Board, State Association and the National Association.

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

1. All final findings of Code of Ethics violations and violations of other membership duties in this or any other REALTORS® 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.
6. Any misuse of the term REALTOR® or REALTORS® in the name of the applicant's firm.

"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) 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. *(Amended 11/09)*

Section 3. Election.

The procedure for election to REALTOR® Membership shall be as follows:

(a) The Association Executive shall determine whether the applicant is applying for the appropriate class of membership.

(b) The Board of Directors shall review the qualifications of the applicant and the recommendation of the Association Executive and then vote on the applicant's eligibility for membership. If applicant receives a majority vote of the Board of Directors and successfully completes orientation, he/she shall be declared elected to membership. In lieu of a formal induction, member may choose to sign the REALTOR® Oath of Membership. (Amended 09/2019)

(c) The Board of Directors may not reject an application without first giving the applicant an opportunity to appear before it; to be advised in writing of the finding, an opportunity to appear before the Board of Directors, to call witnesses in his/her behalf, to be represented by counsel, and to make such statements as he/she deems relevant. The Board of Directors may also have counsel present. The Board of Directors shall cause written minutes to be made of hearings before it, or may electronically or mechanically record the proceedings, but will be under no obligation to preserve such electronic or mechanical recording for any specified period of time or for any purpose other than its own reference and convenience.

(d) If the Board of Directors determines that the application should be rejected, it shall record its reasons with the Association Executive. If the Board of Directors believes that the applicant may resort to legal action because of the rejection of his/her application, it may specify that rejection become effective upon entry of a judgment in a suit by the Board for a declaratory judgment by a court of competent jurisdiction declaring that the rejection violates no rights of the applicant.

Section 4 – 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 two (2) scheduled orientations 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. (Amended 09/19)

Section 5 – Continuing Member Code of Ethics Training:

Effective January 1, 2001, through December 31, 2004, and for successive three 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 triennial 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 three-year cycle shall not be required to complete additional ethics training until a new three-year cycle commences.

Failure to complete the required periodic ethics training shall be considered a violation of a membership duty.

Members suspended for failing to meet the requirements 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 three (3) year cycles will result in suspension of membership for the first two months (January and February) of the year following the end of any three (3) 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 05/05, revised 11/19)*

Section 6. Status Changes

- (a) A REALTOR® who changes the condition under which he holds membership shall be required to provide written notification to the Board 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 but 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 10 days of the date they advised the Board of their change in status, their new membership application will terminate automatically unless otherwise so directed by the Board of Directors.

A REALTOR® 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 transaction. If the transfer is not completed within 10 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.

(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 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.

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 Policies and Procedures not inconsistent with these Bylaws, after a hearing as prescribed in the Code of Ethics and Arbitration Manual of the Association. Although Members other than REALTORS® are not subject to the Code of Ethics or 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 REALTOR® Members may, upon recommendation of the Membership Committee, or upon recommendation by a hearing panel of the Professional Standards Committee, be subject to a discipline as described above, for any conduct which in the opinion of the Board of Directors, applied on a non-discriminatory basis, reflects adversely on the terms REALTOR®, REALTORS®, and the real estate industry, or for conduct that is inconsistent with or adverse to the objectives and purposes of the local Board/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 Board, 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 Association, provided, however, that if any Members 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, that Board of Directors 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.

(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. 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®, 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.

(a) 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 readmission 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, 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 readmission 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.

(b) 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. Business Partners. Business Partner Members shall have rights and privileges and be subject to obligations prescribed by the Board of Directors. Business Partner Members cannot vote or hold elective office in the Association.

Section 8. Institute Affiliate Members. Institute Affiliate Members shall have rights and privileges and be subject to obligations prescribed by the Board of Directors consistent with the Constitution and Bylaws of the National Association of REALTORS®. They cannot vote or hold elective office in the Association.

Note: Local associations establish the right 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 REALTORS® logo, or to be a Participant in the local association's Multiple Listing Service.

Section 9. Public Service Members. Public Service members shall have rights and privileges and be subject to obligations prescribed by the Board of Directors. They cannot vote or hold elective office in the Association.

Section 10. Honorary Members. Honorary Members shall be entitled to no rights except the right to attend meetings and participate in discussions, and shall have no obligations imposed upon them. *(Amended 09/2019)*

Section 11. Student Members. Student Members shall have rights and privileges and be subject to obligations prescribed by the Board of Directors. They cannot vote or hold elective office in the Association.

Section 12. Harassment. 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 an investigation in accordance with the procedures of the association.

As used in this Section, harassment means any verbal or physical conduct including threatening or obscene language, unwelcome sexual advances, stalking, action 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 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. Disciplinary action may include any sanction authorized in the association's Code of Ethics and Arbitration Manual. 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.

Note: Suggested procedures for processing complaints of harassment are available online at <http://www.REALTOR.org>, or from the Member Policy Department. (Amended 05/08)

Section 13. Certification by REALTOR® "Designated" REALTOR® Members of the Association shall certify to the Association during the month of December on a form provided by the Association, a complete listing of all individuals licensed or certified in the REALTORS® office(s) and shall designate a primary board for each individual who holds membership. Designated REALTORS® shall also identify any non-member licenses in the REALTORS® office(s) and if Designated REALTOR® dues have been paid to another Association based on said non-member licenses, 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 10 days of the date of affiliation or severance of the individual.

Article VII - Professional Standards and Arbitration

Section 1. The responsibility of the Association and of Board 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 amended from time to time, 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 the 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 Board, which by this reference is made a part of these Bylaws.

Article VIII - Use of the Term 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. 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 Code of Ethics and Arbitration Manual. (Amended 06/2006).

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® or REALTORS® only if all principals of a real estate firm, partnership, or corporation who are actively engaged in the real estate profession within the state or a state contiguous thereto are REALTOR® Members of the Association 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® and REALTORS® shall be limited to office locations in which a principal partner, corporate officer or branch manager of the firm, partnership, or corporation holds REALTOR® membership. If a firm, partnership, or corporation holds additional places of business in which no principal, partner, corporate officer, or branch office manager holds REALTOR® membership, the term, REALTOR® or REALTOR S® 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 the Association's Membership, each REALTOR® 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 Association, unless by a majority vote of all 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 rights of the National Association of REALTORS® in the terms REALTOR® and REALTORS®. 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® and agrees to enforce the Code among its REALTOR® Members. The Association and all of its Members agree to abide by the Constitution, Bylaws and Rules and Regulations, and policies of the National Association and the Florida Association of REALTORS®.

Article X - Dues, Assessments and Finances

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 Membership and which shall become the property of the Association upon final approval of the application.

(a) The application fee is a one-time charge and shall not be required a second time from a prior member who was in good standing at the time the membership was vacated, who is applying for the same class of membership, and whose membership has not been vacated for more than one (1) year.

(b) Application fees shall not be refundable after induction into membership.

Section 2. Dues. The annual dues of the 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, certified or registered appraisers who (1) are employed by or affiliated as independent contractors, or who are otherwise directly or indirectly licensed with such REALTOR® Member, and (2) are not REALTOR® Members of any Board/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® 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® has paid dues based on said non-member licensees in another Association in the state or a state contiguous thereto, provided the Designated REALTOR® notifies the Association in writing of the identity of the Board/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 licenses 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.

- (1) For the purpose of this Section, a REALTOR® Member of a Member Board/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 office 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 (except as provided for in Section 2(a) (1) hereof) 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 is 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 licenses affiliated with entity are solely engaged in referring clients and customers and are not engaged in listing, selling, leasing, renting, 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 the purposes of this Section and shall not be included in calculating the annual dues of the Designated REALTOR®.

The exemption for any licensee included on the certificate form shall automatically be revoked upon the individual being engaged in real estate licensed activities

(listing, selling, leasing, renting, managing, counseling, or appraising real property) 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® membership in the Association. However, membership dues shall not be prorated if the licensee held REALTOR® membership during the preceding calendar year. (Amended 03/2013).

- (b) The annual dues of each REALTOR® member other than the Designated REALTOR® shall be in such an amount as established annually by the Board of Directors.
- (c) Business Partner Members. The annual dues for each Business Partner Member shall be set by the Board of Directors and reviewed from time to time.
- (c) Institute Affiliate Members. The annual dues of each Institute Affiliate Member shall be \$75.00 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 the State associations for each Institute Affiliate Member whose office address is located within the territorial jurisdiction of the state association. Local and State association 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.

(e) Public Service Members. The annual dues for each Public Service Member shall be set by the Board of Directors and reviewed from time to time in such an amount as established annually by the Board of Directors.

(f) Honorary Members & Members Emeritus. 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.

(h) Lifetime Members. The annual dues for each Lifetime Members shall be set by the Board of Directors and reviewed from time to time.

Section 3. Dues Payable. All dues and assessments shall be payable annually in advance. Dues and assessments shall be pro-rated on a monthly basis for new offices or new salespersons joining member offices during the year. Dues shall be computed from the first day of the month in which a Member is notified of election and shall be prorated for the remainder of the year.

(a) In the event a sales licensee or licensed, registered 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.

(b) No dues or assessments are refundable.

Section 4. Nonpayment of Financial Obligations. If dues, fees, fines or other assessments including amounts owed to the Association or the Association's Multiple Listing Service are not paid within one (1) month after the due date, the nonpaying Member is subject to suspension at the discretion of the Board of Directors. Two (2) months after the due date, membership of the non-paying member may be terminated at the discretion of the Board of Directors. Three (3) months after the due date, membership of the non-paying member shall automatically terminate unless within that time the amount 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 by the Board of Directors. 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 Policies and Procedures 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 monies received by the Association for any purpose shall be deposited to the credit of the Association in a financial institution or institutions selected by the Board of Directors. All such deposits shall be placed in insured accounts.

Section 6. Budget. The annual Association Budget for the coming year shall be prepared by the Budget Committee not later than October and submitted to the Board of Directors for approval. Once the budget for the New Year has been approved by the Board of Directors, funds shall not be transferred from one line to another without the approval of the Board of Directors. The Board of Directors shall review the status of the budget at least quarterly and shall make whatever corrections or adjustments as are necessary to insure an ongoing, sound fiscal policy. Record of each budget review shall be made in the minutes of the meeting of the Board of Directors.

Section 7. Review Required. The Board of Directors shall order a review of all Association accounts at least once each calendar year. The review shall be performed either by a certified public accounting firm that regularly performs such reviews or an in-house review performed by a committee appointed by the president and approved by the Board of Directors.

Article XI - Officers and Directors

Section 1. Officers. The elective officers of the Association shall be: a President, a President-Elect, a Recording Secretary and a Treasurer.

(a) Qualifications for the President. The President must have been: 1. A Director or Officer of the Association; 2. A member of the Association for at least three (3) years immediately prior to becoming President; 3. In attendance at a majority of regular and special membership meetings for at least three (3) years immediately prior to becoming President.

(b) Qualifications of the President-Elect. The President-Elect must have been: 1. A Director or Officer of the Association; 2. a member of the Association for at least two (2) years immediately prior to election; 3. In attendance at a majority of regular and special membership meetings for at least two (2) years prior to election.

(c) Qualifications for Recording Secretary and Treasurer. The Recording Secretary and the Treasurer must have been: 1. a member of the Association for at least two (2) years immediately prior to election; 2. A director or committee chairman for at least one (1) year; 3. In attendance at a majority of regular and special membership meetings for at least two (2) years immediately prior to election.

Section 2. Duties of Officers. The duties of the Officers shall be such as their titles, by general usage, should indicate and such as may be assigned to them by the Board of Directors.

Section 3. Board of Directors. The governing body of the Association shall be an eleven-member Board of Directors consisting of the four (4) elected officers, six (6) elected directors. No less than one (1), no more than (3) Directors shall be REALTOR® Members with Broker/Owner status. The remaining Directors shall be REALTOR® Members with a Broker Salesperson or a Salesperson license. Directors shall be elected to serve overlapping terms of 3 years; and the immediate Past President shall automatically serve as a Director for one year. Not more than two (2) members from any firm, partnership, or corporation shall serve as an officer or elected director in any one year. In addition the office of President, President-Elect, Secretary and Treasurer shall preferably be from different firms, partnerships or corporations. *(Amended 09/2019)*

(a) Qualifications for a Director. A Director shall have been: 1. a member of the Association for at least two (2) years immediately prior to election; 2. An active participant on at least one (1) committee of the Association for at least one (1) year prior to the election.

(b) Executive Committee: Executive Committee: The Officers (President, President-Elect, Past President, Treasurer and Secretary) shall constitute the Executive Committee, which Committee shall have full executive power when the Board of Directors is not in session.

(c) Executive Committee Quorum. A majority of the Executive Committee shall be present to constitute a quorum for the transaction of business.

Section 4. Election of Officers and Directors. A Nominating Committee composed of five (5) REALTOR® Members, to include 3 Past Presidents, the current President-Elect and 1 REALTOR® member-at-large, shall be appointed by the President with the approval of the Board of Directors. The Nominating Committee shall select one candidate for each officer and director position to be filled and report to the Board of Directors, which shall NOT include the current President. The report of the Nominating Committee shall be mailed or electronically transmitted to each REALTOR® Member eligible to vote at least three weeks preceding the election. Additional candidates for the

offices to be filled may be placed in nomination by a petition signed by at least 20% of the REALTOR® Members. The petition shall be filed with the Association Office at least two weeks before the election and notice of such additional nominations shall be sent to all REALTOR® eligible Members before the election. The additional candidates nominated by petition will be voted on at the Annual Meeting. (*Amended 09/2019*)

- (a) The election of officers and directors shall take place at the annual meeting or by electronic voting. If election is at the annual meeting, election of each position shall be by yeas and nays unless a majority of the REALTOR® voting members present approve a motion for a secret ballot vote. In case of a tie vote, the issue shall be determined by lot.

NOTE: Special Election Rule: In the case of multiple candidates for a position, if a clear majority is not established on the first ballot, the candidate receiving the least number of votes shall be dropped from the next ballot and this procedure shall be followed until one person receives a clear majority.

- (b) Any REALTOR® who accepts a nomination for any Association office does so with the understanding that the nominee has the time and other resources necessary to satisfactorily complete the term of office.

- (c) The President, with the approval of the Board of Directors shall appoint an Election Committee of three REALTOR® Members to conduct the election.

- (d) President-Elect shall automatically ascend to the office of President on January 1st of the following year.

Section 5. Removal of Officers or Directors. In the event that 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 procedure:

- (a) A Petition requiring the removal of an Officer or Director and signed by not less than 33.5 percent of the voting membership 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 subject thereof is deemed disqualified from further service.

- (b) Upon receipt of the petition, and not less than 20 days or more than 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 who is the subject of the petition 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 6. Vacancies. Should the office of President become vacant, this office shall automatically be filled by the President-Elect or if the President-Elect is unable to serve, by the immediate Past President. Any other vacancy of Officer or Director shall be filled until the next annual election by the Executive Committee, subject to ratification by the Board of Directors at its next meeting.

Section 7. Association Executive. There shall be an Association Executive who shall be employed by the Board of Directors. The Executive President's Committee (composed of President, Past President, and President Elect) reviews the Association Executive annually and reports to the Board of Directors. The Association Executive's contract shall be made available at a Board of Directors meeting for review. That person shall be the Chief Administrative Officer of the Association, responsible to the Board of Directors through the Association's President. The Association Executive shall be employed or discharged, as the case may be, by the Board of Directors. That person shall have full management of the staff, be responsible for the operation of the Association office, including employment and termination of other staff members. He/She shall perform duties as may be delegated to him/her by the Board of Directors or the President. The Association Executive shall perform the duties usual to such office. It shall be the particular duty of the Association Executive to keep records of the Board and to carry on necessary correspondence with the National Association of REALTORS® and the Florida Association of REALTORS®.

(a) The Association Executive shall also serve as the Corporate Secretary of the Corporation.

(b) The Association Executive is a member of the Board of Directors ex-officio, without the right to vote.

Section 8. Bond. The Association Executive and all members of the staff who handle funds shall be bonded by a surety company licensed to do business in the State of Florida. The bonds shall be in such amount as may be determined by the Board of Directors. The cost of such bonds shall be paid by the REALTORS® Association of Citrus County, Inc.

Section 9. Legal Counsel and CPA. The Legal Counsel and Certified Public Accountant for this association shall be appointed or employed by the Board of Directors.

Article XII - Meetings

Section 1. Annual Meetings. The annual meeting of the Association shall be held in September of each year, the place and hour to be designated by the Board of Directors.

Section 2. Meetings of Directors. The Board of Directors shall designate a regular time and place of meetings. Absence from three consecutive meetings without excuse deemed valid by the Board of Directors shall be construed as a resignation therefrom. Special meetings shall be called by the President or by the Association Executive upon the written request of a majority of the Board of Directors. Notice of a meeting need not be given to any Director who submits a waiver of notice whether before or after the meeting or who attends the meeting without protesting prior thereto or at its commencement, the lack of notice to him.

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 10 percent of the REALTOR® Members.

Section 4. Notice of Meetings. The Association Executive shall give written notice to every member entitled to participate at least ten (10) days preceding each meeting of REALTORS® in which an official action is to be taken. If it is a special meeting, it shall be accompanied by a statement of the purpose of the meeting. All notices and requests for meetings, whether meetings of the membership or of the Board of Directors shall be channeled through the Association Executive.

Section 5. Quorum. A quorum for the transaction of business shall consist of 10% of the REALTOR® Members eligible to vote, and for the Board of Directors, a majority. A quorum for the purposes of voting on a Proposed Plan of Merger and/or dissolution of the corporation shall consist of at least sixty (60) percent of the REALTOR Members eligible to vote and a super majority of sixty (60) percent of those voting will be necessary to carry the motion. The vote shall take place at least 30 days after the motion is put before the membership. An electronic login shall count towards the quorum. If voting electronically, a quorum is established based on the electronic login and need not be maintained during the entire duration of the electronic voting period.(Amended 9/2021)

Section 5a. Electronic Transaction of Business. To the fullest extent permitted by law, the Board of Directors or membership may conduct business by electronic means (this includes voting for the Board of Officers and Directors).

Section 5b. Electronic Meetings and Communications

1. Meetings. The Executive Committee, the Officers and Directors, and all committees and subcommittees shall be authorized to meet by telephone conference or through other electronic communications media so long as all the members can simultaneously hear each other and participate during the meeting.

2. Communication. Unless members indicate otherwise to the association, all communications required in these bylaws, including meeting notices, may be sent electronically.

Section 6. Minutes. Complete minutes shall be taken of all Association and Board of Directors' meetings where official business is conducted. Minutes of these meetings shall be available for review at the Association office to all REALTOR® Members of the Association.

Section 7. Sunshine Provision. All official meetings of this Association, Board of Directors, and all committees of this Association shall be open to all members of this Association. Notice of date, time and place of each official meeting shall be posted in the Association's outer office by the Association Executive as soon as the date, time and place are known. The only exceptions to this provision are: the actual investigative hearings of the Grievance Committee, the executive sessions of the Professional Standards Committee, and executive sessions of review panels of actual hearings of the review panel.

Section 8. Proxy Voting Prohibited. Proxy voting is not permitted in this Association.

Section 9. Voting. Unless otherwise specified herein, whenever the Bylaws require a vote of the REALTOR® members, issues shall be deemed approved if passed by a majority of the members present at a meeting at which a quorum is present.

Article XIII - Committees

Section 1. Standing Committees. The President shall appoint from among the members, subject to the provisions of these Bylaws and confirmation by the Board of Directors the following standing committees.

Budget & Finance	Legislative/Key Contact	Professional Standards
Education	Membership	RPAC
Grievance	MLS Board of Managers	<u>Leadership Academy</u>

Appointments to the Professional Standards Committee and Grievance Committee shall be consistent with the cooperative professional standards enforcement agreement of the Association.
(Amended 09/2019)

Section 2. Special Committees and/or Presidential Advisory Group (PAG). The President shall appoint, subject to confirmation by the Board of Directors, such special committees and/or Presidential Advisory Group (PAG) as may be deemed necessary. Special Committees/PAG reports to the President their findings for approval by the Board of Directors.

Section 3. Organization. All Committees, Special Committees, and PAG shall submit minutes of all meetings within 7 days to the Association Executive and shall be of size with such duties, functions and powers as may be assigned to them by the President or the Board or Directors, except as otherwise provided in these Bylaws.

Section 4. Opportunity to Serve on Committees. All members of the Association, regardless of class of membership, shall be encouraged to serve on committees of the Association and shall be given every opportunity to do so.

Section 5. President Ex-Officio Member of all Committees. The President shall be a non-voting ex-officio member of all committees and shall be notified of their meetings.

Article XIV - Fiscal and Elective Year

The fiscal year of the Association shall be January 1 to December 31. The 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. How Bylaws Are Amended. These Bylaws may be amended by a majority vote of the REALTOR® Members present and qualified to vote at any meeting at which a quorum is present provided the substance of such proposed amendments 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 amendments to the Bylaws which are mandated by NAR Policy. Article IX may be amended only by a majority of all REALTOR® members.

Section 2. Notice Required. Notice by E-mail of all meetings at which amendments are to be considered shall be E-mailed to every REALTOR® Member eligible to vote at least 10 days prior to the meeting.

Section 3. National Approval Required. Amendments to these Bylaws affecting the admission or qualifications 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®.

Section 4. Incorporation of National Amendments. These Bylaws shall be deemed to be automatically amended to include all amendments to the Bylaws now or hereafter required to be adopted by the National Association of REALTORS®.

Article XVII – Dissolution, Sale, Merger, Reconfiguration

Section 1. The intention of this article is to ensure that the equity gained through the dues and frugal efforts throughout the years of the Realtor members are returned to those active members in a fair and equitable manner. This article does not restrict or apply in the event the RACC acquires another Board and is the dominant or surviving member.

Section 2. Prior to final dissolution of the Association or sale, merger or major reconfiguration into another association, the Board of Directors after settlement or payoff of debts or obligations such as mortgages, equipment leases, outstanding payables, severance packages, seed money for the new association or other costs determined by the Board of Directors, shall distribute any remaining liquid assets to the current REALTOR® members in good standing. The physical assets such as the building and real property may be liquidated and distributed similarly if those assets are not negotiated into the merger.

Section 3. Calculating the equity distribution shall be done as described herein. A total value of all net equity in the association shall be calculated by a selected accounting firm. Should the net equity value be a negative value, no further action will be taken. A count of all RACC REALTOR® members who have been in good standing for over 1 calendar year prior to the date of dissolution shall be made. The total consecutive years that each of these members has been in good standing with the association shall be determined. These members shall be entitled to one fair share of the association's net equity for each consecutive year of membership. As an example, a ten-year member would receive ten shares. A member for 8 months would not qualify for any shares. Once the total number of shares is calculated the total equity amount shall be divided by this number to determine the value of each share. Example: \$1,250,000 of RACC equity divided by 7552 shares would equal a per share value of \$165.519. The ten-year member would get \$1,655.19. The share proceeds shall be distributed at the earliest convenience after the dissolution of the association to the individuals. A reasonable sum may be withheld to facilitate this procedure with remainder funds donated to Florida REALTORS®. *(Amended 09/2019)*

Article XVIII – Multiple Listing

Section 1. Authority. The Association of REALTORS® shall maintain for the use of its members a Multiple Listing Service, which shall be subject to the Bylaws of this Association of REALTORS® and such Policies and Procedures as may be hereinafter adopted.

Section 2. Purpose. A Multiple Listing Service (MLS) is a means by which authorized Participants make blanket unilateral offers of compensation to other Participants (acting as buyer agents, or in other agency or non-agency 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 data bases; and is a facility for 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 broker's performance as procuring cause of the sale (or lease).

Section 3. Participation. Any REALTOR® of this or any other association who is a principal, partner, corporate officer, or branch office manager acting on behalf of a principal, without further qualification, except as otherwise stipulated in these Bylaws, 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 offer or accept 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 by or published by an association multiple listing service where access to such information is prohibited by law. (Amended 11/08)

Mere possession of a broker's license is not sufficient to qualify for MLS participation. Rather, the requirement that an individual or firm offers or accepts cooperation and compensation means that the participant actively endeavors during the operation of its real estate business to list real property of the type listed on the MLS and/or to accept offers of cooperation and compensation made by listing brokers or agents in the MLS. "Actively" means on a continual and ongoing basis during the operation of the participant's real estate business. The "actively" requirement is not intended to preclude MLS participation by a participant or potential participant that operates a real estate business on a part-time, seasonal, or similarly time-limited basis or that has its business interrupted by periods of relative inactivity occasioned by market conditions. Similarly, the requirement is not intended to deny MLS participation to a participant or potential participant who has not achieved a minimum number of transactions despite good faith efforts. Nor is it intended to permit an MLS to deny participation based on the level of service provided by the participant or potential participant as long as the level of service satisfies state law. (Adopted 11/08)

The key is that the participant or potential participant actively endeavors to make or accept offers of cooperation and compensation with respect to properties of the type that are listed on the MLS in

which participation is sought. This requirement does not permit an MLS to deny participation to a participant or potential participant that operates a “Virtual Office Website” (VOW) (including a VOW that the participant uses to refer customers to other participants) if the participant or potential participant actively endeavors to make or accept offers of cooperation and compensation. An MLS may evaluate whether a participant or potential participant actively endeavors during the operation of its real estate business to offer or accept cooperation and compensation only if the MLS has a reasonable basis to believe that the participant or potential participant is in fact not doing so. The membership requirement shall be applied in a nondiscriminatory manner to all participants and potential participants. (Adopted 11/08)

(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/she 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/she 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 offer or accept 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 by or published by an association multiple listing service where access to such information is prohibited by law. (Amended 11/08)

Mere possession of a broker's license is not sufficient to qualify for MLS participation. Rather, the requirement that an individual or firm offers or accepts cooperation and compensation means that the participant actively endeavors during the operation of its real estate business to list real property of the type listed on the MLS and/or to accept offers of cooperation and compensation made by listing brokers or agents in the MLS. “Actively” means on a continual and ongoing basis during the operation of the participant's real estate business. The “actively” requirement is not intended to preclude MLS participation by a participant or potential participant that operates a real estate business on a part-time, seasonal, or similarly time-limited basis or that has its business interrupted by periods of relative inactivity occasioned by market conditions. Similarly, the requirement is not intended to deny MLS participation to a participant or potential participant who has not achieved a minimum number of transactions despite good faith efforts. Nor is it intended to permit an MLS to deny participation based on the level of service provided by the participant or potential participant as long as the level of service satisfies state law. (Adopted 11/08)

The key is that the participant or potential participant actively endeavors to make or accept offers of cooperation and compensation with respect to properties of the type that are listed on the MLS in which participation is sought. This requirement does not permit an MLS to deny participation to a participant or potential participant that operates a “Virtual Office Website” (VOW) (including a VOW that the participant uses to refer customers to other participants) if the participant or potential participant actively endeavors to make or accept offers of cooperation and compensation. An MLS may evaluate whether a participant or potential participant actively endeavors during the operation

of its real estate business to offer or accept cooperation and compensation only if the MLS has a reasonable basis to believe that the participant or potential participant is in fact not doing so. The membership requirement shall be applied in a nondiscriminatory manner to all participants and potential participants. (Amended 03/2013)

Section 4. Supervision. The activity shall be operated under the supervision of the MLS Board of Managers Committee, in accordance with the MLS Rules and Regulations subject to the approval of the Board of Directors. (Amended 09/2022)

Section 5. Appointment of Committee. The President shall appoint, subject to the confirmation of the Board of Directors, a Multiple Listing Committee of 7(seven) REALTOR® members. All members of the Committee shall be Participants in Multiple Listing except, at the option of the local Board/Association REALTORS® affiliated with Participants may be appointed to serve in such numbers as determined by the local Board/Association. The Committee members so named shall serve three-year staggered terms. The President shall select its Chairperson from the members thereof.

Section 6. Vacancies. Vacancies in unexpired terms shall be filled as in the case of the original appointees.

Section 7. Attendance. Any Committee member who fails to attend (3) three consecutive or regular or special meetings of the Committee, without excuse acceptable to the Chairperson of the Committee, shall be deemed to have resigned from the Committee and the vacancy shall be filled as herein provided for original appointees.

Section 8. Subscribers.Subscribers (or users) of the MLS include non-principal brokers, sales persons, and licensed and certified appraisers affiliated with Participants. Subscribers also include affiliated unlicensed administrative and clerical staff, personal assistants, and individuals seeking licensure or certification as real estate appraisers whom are under the direct supervision of an MLS Participant or the Participant's licensed designee.

Article IXX- Bylaws Not To Conflict

These Bylaws are not intended in any manner to be in conflict with the Florida Statutes or the Constitution, Bylaws or Rules and Regulations of the National Association of REALTORS®. Should such a conflict be found at any time, the Florida Statutes or the Constitution, Bylaws, or Rules and Regulations of the National Association of REALTORS®, as the case may be, shall prevail. It is the responsibility of the Association's Attorney to advise the Board of Directors when these Bylaws are or may become in conflict with the Florida Statutes.