

BYLAWS

NEW HAMPSHIRE ASSOCIATION OF REALTORS®, INC.

AMENDED:

December, 1989
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February, 1992
September, 1993
September, 1994
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June 2012
June 2015
March 2016

BYLAWS

of the

NEW HAMPSHIRE ASSOCIATION OF REALTORS®, INCORPORATED

ARTICLE I

Name and Objectives

Section 1. The name of this organization shall be: New Hampshire Association of REALTORS®, Incorporated, hereinafter referred to as the Association.

Section 2. The objectives of the Association shall be to unite local Boards of REALTORS®, hereinafter referred to as Member Boards and their Members in the State of New Hampshire for the purpose of exerting effectively a combined influence upon matters affecting real estate; to elevate the standards of the real estate business throughout the state and the professional conduct of persons engaged therein; to provide a facility for education, research and exchange of information for those engaged in the recognized branches of the real estate business; to inform the public of the advantages of transacting business with REALTORS®; and to encourage the use by Members of the term REALTOR® and the emblem seal. *(Amended 12/98, 03/04, 06/15)*

Section 3. As used in these Bylaws, the terms REALTOR® and REALTORS® shall be as defined in Article XIV. REALTOR® members are individuals engaged in the real estate profession as a principal, partner, corporate officer, or branch office manager acting on behalf of the firm's principal(s) who meet the qualifications for REALTOR® membership established by the NATIONAL ASSOCIATION OF REALTORS®, hereinafter referred to as NAR, and known as NAR's Membership Qualification Criteria. *(Added 06/15)*

ARTICLE II

Membership

Section 1. The Members of this Association shall consist of the following eight classes: (1) Member Boards, (2) Board Members, (3) Secondary Members, (4) Institute Affiliate Members, (5) Affiliate Members, (6) Honorary Members, (7) Life Members, and (8) Student Members. Board Members shall be Active Members of the Association. *(Amended 12/98, 03/04, 06/15)*

Section 2. A Member Board shall be any local Board of REALTORS® within the State of New Hampshire, all the REALTOR® members of which hold primary membership in the Member Board, hold membership in the Association and in the NAR. (Amended 03/04, 06/15)

Section 3. A Board Member shall be any REALTOR® member of a Member Board as previously defined.

Section 4. . A Secondary Member shall be an individual who holds primary membership in a board/association of REALTORS® in another state and who desires to obtain direct membership in the Association without holding membership in a Member Board. Such Secondary Members shall have all the duties and obligations, to the Association of Board Members and shall be subject to disciplinary action as provided for in the Association's Code of Ethics and Arbitration Manual. (Amended 03/04, 06/15)

Section 5. Institute Affiliate Members shall be individuals who hold a professional designation awarded by an Institute, Society or Council affiliated with NAR 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. *(Amended 08/02, 06/15)*

Section 6. Affiliate Members shall be individuals who are affiliate members of Member Boards.

1 Affiliate Members shall hold individual membership with dues set annually by the Board of
2 Directors of the Association, hereinafter referred to as the Board of Directors. *(Amended 08/02,*
3 *03/04)*

4

5 Section 7. Honorary Members shall be individuals other than those engaged in the real estate
6 business who have contributed notably to the Association.

7

8 Section 8. Life Members shall be Members who, due to their stature or position in the Association,
9 their contributions to the Association, or the length and quality of their service to the Association
10 are deemed, with the approval of the Board of Directors, to be deserving of this status. *(Added*
11 *02/92)*

12

13 Section 9. Student Members shall be individuals who are seeking undergraduate or graduate
14 degrees with a specialization or major in real estate at institutions of higher learning, but are not
15 engaged in the real estate profession on their own account and not associated, except as a student
16 intern, with an established real estate office. *(Added 06/97), (Amended 03/04)*

17

18 ARTICLE III

19

20 Dues and Fees

21

22 Section 1. The annual dues of each Member Board as defined in Article II, Section 2 of these
23 Bylaws shall be an amount as established annually by the Board of Directors times the number of
24 REALTOR® members who hold primary membership in the Association, plus real estate
25 salespersons and licensed or certified appraisers employed by or affiliated as independent
26 contractors with REALTOR® members of the Member Board who are not themselves
27 REALTOR® members. In calculating the dues payable by a Member Board, nonmembers, as
28 defined in the preceding sentence, shall not be included in the computation of dues if dues have
29 been paid in another REALTOR® board or association in the state or a state contiguous thereto,
30 provided the Member Board notifies the Association in writing of the identity of the REALTOR®
31 board or association to which dues have been remitted. *(Amended 03/04, 06/15)*

1
2 Section 2. The annual dues of each Institute Affiliate Member shall be established by the Board
3 of Directors. *(Amended 08/02, 03/04)*

4
5 Section 3. Upon payment to the Association of the dues required under Section 1 & 2 of this
6 Article, each REALTOR® member of Member Boards and each Institute Affiliate Member, as the
7 case may be, shall be deemed a Member of the Association in good standing. Upon payment of
8 dues required under any other Sections of this Article, the individuals making such payment shall
9 be deemed a Member as designated in good standing of the Association. *(Amended 03/04, 06/15)*

10
11 Section 4. The annual dues of each Affiliate Member shall be determined by the Board of
12 Directors.

13
14 Section 5. In January of each year, each Member Board shall file with the Association, in such
15 format as shall be determined by the Association, a list of its REALTOR® members, Institute
16 Affiliate Members, and Affiliate Members and the real estate salespersons and licensed or certified
17 appraisers employed by or affiliated as independent contractors with such REALTOR® members,
18 certified by the president and secretary of the Member Board, and that Member Board shall pay
19 dues for the current year on or before January 1 on the basis of such list; provided, however,
20 adjustments shall be made each month to reflect those new Members enrolled by the Member
21 Board during the preceding month. On a monthly basis, the Member Board shall report to the
22 State Association the names and addresses of REALTOR® members and Institute Affiliate
23 Members enrolled during the preceding month. Any Member Board or other Member delinquent
24 in payment of dues by more than 90 days may be dropped from membership in the Association by
25 the Board of Directors. *(Amended 03/04)*

26
27 Section 6. Each Member Board may be assessed an amount as determined from time to time by
28 the Board of Directors times the number of Members who are REALTOR® members and Institute
29 Affiliate Members of the Member Board, plus an amount times the number of real estate
30 salespersons and licensed or certified appraisers employed by or affiliated as independent
31 contractors with REALTOR® members of the Member Board, who are not themselves

1 REALTORS®, such assessments to be paid with Member Board dues or at any other time as
2 established by the Board of Directors for such special Association activities that fall within the
3 objectives of the Association as provided in Article I, Name and Objectives, Section 2 of the
4 Bylaws. *(Amended 03/04, 06/15)*

5

6 Section 7. Life Members of the Association shall not be required to pay any portion of the
7 Association dues regardless of whether or not they are required to pay a Member Board or NAR
8 portion. *(Added 02/92, 03/04)*

9

10 **ARTICLE IV**

11

12 **Executive Offices**

14 Section 1. The elective Executive Offices of the Association shall be:

15

16 a) A President, who shall:

17 (1) Have served as President-Elect; and

18 (2) Serve a one (1) year term and shall not be eligible to serve a second consecutive term;
19 and

20 (3) Serve as the chief executive officer of the Association; and

21 (4) Preside at meetings of the Executive Committee and the Board of Directors. *(Amended
22 02/92, 03/04)*

23

24 b) A President-Elect, who shall:

25 (1) Have served as First Vice President; and

26 (2) Serve a one (1) year term; and

27 (3) In the absence of the President, fill the duties of the Office of the President; and

28 (4) Succeed to the Office of President. *(Amended 12/89, 02/92, 06/97, 03/04, xx/15)*

29

30 In the event of death, disability or vacancy in the Office of the President and the inability
31 or incapacity of the President-Elect to succeed to such Office pursuant to this Section, the

1 Office of President shall be filled until the next annual election by the First Vice President.

2 *(Added 02/92, 03/04) (Amended 06/15)*

3

4 c) A First Vice President, who shall:

5 (1) Have served as Second Vice President; and

6 (2) Serve a one (1) year term; and

7 (3) Succeed to the Office of President-Elect. *(Amended 03/16)*

8

9 d) A Second Vice President, who shall:

10 (1) At the time of election, have completed a minimum of one (1) year term as one of the
11 following: Treasurer of the Association, Member Liaison, or Standing Committee Chair
12 within the previous five (5) years, or a Member Board president, within the previous three
13 (3) years; and

14 (2) Prior to taking Office, have successfully completed the Association leadership program
15 defined in the Association Policy Manual; and

16 (3) Serve a one (1) year term; and

17 (4) Succeed to the Office of First Vice President. *(Added 06/15)*

18

19 In the event of death, disability or vacancy in the Office of the President and the inability
20 or incapacity of the President-Elect and First Vice President to succeed to such Office
21 pursuant to this Section, the Office of President shall be filled until the next annual election
22 by the Second Vice President. *(Added 06/15)*

23

24 e) A Treasurer, who shall:

25 (1) At the time of election, have completed a minimum of one (1) year of service on the
26 Finance Committee within the previous five (5) years; and

27 (2) Serve a two (2) year term and be eligible to be elected to serve one (1) consecutive two
28 (2) year term; and

29 (3) Be the custodian of the funds and securities of the Association. *(Amended 09/90, 06/91,
30 02/92, 06/97, 03/04)*

1 f) A Secretary, who shall be the Executive Vice President, as named in Article V, Section 10
2 of these Bylaws, but will not have a vote. *(Amended 02/92, 03/04)*

3
4 g) An Immediate Past President, who shall:

5 (1) Have served as President in the previous year; and

6 (2) Be an Active Member in good standing of the Association. *(Amended 03/04)*

7
8 All Offices shall be held for the above designated terms or until their successors are elected and
9 qualified, and shall be members of the Board of Directors. Except for the Office of Secretary, only
10 Active Members in good standing and, with the exception of the Treasurer, who have served within
11 the past five (5) years as Directors of this Association or who have served as a Member Board
12 president within the previous three (3) years, shall be entitled to hold Office in the Association.
13 *(Amended 02/92, 03/04)*

14
15 Section 2. The Executive Officers shall consist of the President, the President-Elect, the Secretary,
16 the Treasurer and the Immediate Past President. *(Amended 08/02, 03/04)*

17
18 The duties of the Executive Officers shall be such as their titles, by general usage, would indicate
19 and such as may be assigned to them, respectively, by the Board of Directors from time to time,
20 and such as required by the law. *(Amended 03/04)*

21
22 Section 3. The Treasurer, Executive Vice President and all those with the authority to endorse
23 Association checks, shall provide a surety bond in such amount as the Board of Directors may
24 determine the cost to be paid by the Association.

25
26 Section 4. Candidates for the Office of President, President-Elect, First Vice President, Second
27 Vice President, Treasurer, and all other elected Officers shall comply with the Association policy
28 regarding an annual financial, legal and criminal examination. Accordingly, Candidates shall
29 complete and sign an Authorization for Release of Credit, Legal and Criminal Background
30 Information, along with any other or related authorizations. This examination must be completed prior
31 to any Candidate taking Office. *(Added 06/15)*

1

ARTICLE V

3

Board of Directors

5

6 Section 1.

7

8 (a) The government of the Association shall be vested in a Board of Directors, and consisting of
9 the following: *(Amended 02/92, 03/04, 06/11)*

10

11 (1) Two (2) Directors elected or appointed from the Active Members of each Member Board,
12 both of which shall have served as an officer or director of the respective Member Board within
13 the previous five (5) years of being selected and shall serve for a term of two (2) years; and
14 *(Amended 03/04, 06/11)*

15

16 (2) An additional Director at Large, who has served as an officer or director of the respective
17 Member Board within the previous five (5) years of being selected and shall serve for a term
18 of two (2) years, determined by multiplying the number fourteen (14) by the REALTOR®
19 members of the Member Board and dividing the result by the total number of REALTOR®
20 members of the Association as of July 31st of the year immediately preceding, and deleting any
21 remainder; and *(Amended 03/04, 06/11, 06/15)*

22

23 (3) The three (3) most recent past Presidents of the Association who are Active Members in
24 the Association; and *(Amended 03/04)*

25

26 (4) Each NAR Director from the Association; and *(Amended 03/04)*

27

28 (5) Each Chair of the Association's Standing Committees as defined in Article VII of these
29 Bylaws; and *(Amended 08/02, 03/04)*

30

31 (6) The four (4) Member Liaisons, who shall:

1 a) At the time of election have completed a minimum one (1) year term on the Board of
2 Directors within the previous five (5) years, or at the time of election have completed a
3 minimum of one (1) term on the board of directors of a Member Board within the previous
4 five (5) years; and
5 b) Serve a two (2) year term and not be eligible for election to a second consecutive term;
6 and
7 c) Each represents the Association at two (2) geographically or historically interrelated
8 Member Boards. *(Amended 02/92, 06/97, 02/00, 06/00, 03/04, 06/11, 12/11, 06/12).*

9
10 (7) The current State President of the Institutes, Councils and Societies of NAR; and *(Amended*
11 *09/93, 06/97, 03/04)*

12
13 (8) All Executive Officers of the Association.

14
15 (b) The term "Membership" as used in this Section shall mean the Active Members on file at the
16 Association as of the July 31st of the previous year. *(Amended 03/04)*

17
18 Section 2. Member Boards shall notify the Association's Executive Vice President, in writing, not
19 later than March 1st of each year, of the proper election and identity of their respective Directors
20 of the Association for that year, as well as named alternates, selected from the current or past
21 officers or directors of the respective Member Board, who shall serve as a substitute Director for
22 any absent Director or the president of the respective Member Board. *(Amended 03/04, 06/10)*

23
24 Affiliated organizations, as defined in Section 1 (a)(7) of this Article, also shall notify the
25 Association's Executive Vice President, in writing, not later than March 1st of each year, of the
26 proper election and identity of their respective president for that year, as well as one (1) named
27 alternate, selected from the respective organizations, who shall serve as substitute member of the
28 Board of Directors when the president is absent. *(Amended 11/90, 03/04, 06/10)*

29
30 If a Director or president of a Member Board or the president of an affiliated organization as
31 defined in Section 1 (a)(7) of this Article cannot attend a meeting of the Board of Directors, the

1 named Member Board or affiliate organization alternate as provided in Section 2 of this Article,
2 may serve as a substitute Director with full voting powers upon written notification to the
3 Association President prior to the meeting.

4

5 Section 3. The Board of Directors shall administer the finances of the Association and shall have
6 authority to appropriate money, approve the annual budget, and have sole authority to appropriate
7 monies in excess of ten thousand dollars (\$10,000). The accounts of the Association shall be
8 audited biennially, or as directed by the Board of Directors, by a certified public accountant.

9 *(Amended 11/90, 06/97; 06/00, 03/04)*

10

11 Section 4. The Board of Directors shall meet at least one (1) time per quarter of each year, at a
12 time and place to be determined by it or the President. With the exception of the Immediate Past
13 President, the past President twice removed and the past President thrice removed, absence from
14 two (2) consecutive scheduled or special meetings without an excuse deemed valid by the
15 Executive Committee, as defined in Section 5 of this Article, shall be construed as resignation,
16 with notification to the Member Board requesting immediate replacement. *(Amended 03/04)*

17

18 Section 5. There shall be an Executive Committee of the Board of Directors, hereinafter referred
19 to as the Executive Committee, composed of the President, President-Elect, First Vice President,
20 Second Vice President, Treasurer, Immediate Past President, Secretary, Member Liaisons, and the
21 Chairs of the Association's Standing Committees as defined in Article VII of these Bylaws.
22 *(Amended 08/02, 03/04)*

23

24 The Executive Committee shall make recommendations to the Board of Directors, shall transact
25 all Association business between meetings of the Board of Directors, and shall report such actions
26 in full to the Board of Directors at its next meeting. The Executive Committee is authorized to
27 spend a maximum of ten thousand dollars (\$10,000) on a non-budgeted action, providing that it be
28 brought before the Finance Committee for their review and recommendation. Proxy votes or
29 alternate representatives are not provided for Executive Committee actions except that the
30 President-Elect may stand-in for the Association President position on the Executive Committee
31 should the President be unable to attend. *(Amended 06/97, 03/04)*

1
2 Section 6. Special meetings of the Board of Directors may be called at any time upon five (5) days
3 written notice by the President or by twenty percent (20%) of the Directors.

4
5 Section 7. A majority of the Directors shall constitute a quorum of the Board of Directors.
6 *(Amended 02/92, 03/04)*

7
8 Section 8. A majority of the Executive Committee voting members shall constitute a quorum of
9 the Executive Committee.

10
11 Section 9. Any vacancies among the Executive Offices, described in Article IV hereof, shall be
12 filled for the remainder of any unexpired term by a simple majority vote of the Board of
13 Directors, until the next annual election, except that (1) a vacancy in the Office of the President
14 shall be filled by the President-Elect who shall remain as President for the next succeeding year,
15 (2) a vacancy in the Office of the President-Elect shall be filled by the First Vice President who
16 shall remain as President-Elect for the next succeeding year, and (3) a vacancy in the Office of
17 the First Vice President shall be filled by the Second Vice President who shall remain as First
18 Vice President for the next succeeding year. Vacancies of Directors, described in Article V
19 hereof, shall be filled as follows:

20 (1) Directors elected by a Member Board shall be filled by timely and appropriate action
21 of that Member Board;

22 (2) Directors at Large shall be filled for the remainder of any unexpired term by a simple
23 majority vote of the Board of Directors;

24 (3) NAR Directors shall be filled by timely and appropriate action of the current
25 Association President, subject to approval of the Executive Committee; and

26 (4) Member Liaison Directors shall be filled for the remainder of any unexpired term by a
27 simple majority vote of the Board of Directors.

28
29 Prior to filling a vacancy as described in Section 9(4) above, the candidate must be certified as
30 qualified by the Credentials Working Group, or in the event no qualified candidates have submitted
31 their name to the Credentials Working Group, a simple majority vote of the Board of Directors

1 may waive such qualifications relevant to such vacancy. *(Amended 02/92, 03/04, 06/12, 06/15)*

2

3 Section 10. The Board of Directors may employ an Executive Vice President who shall be the
4 chief administrative officer of the Association, who shall serve as Secretary of the Association but
5 will not have a vote, and who shall perform such other duties as may be delegated by the Board of
6 Directors. The Executive Vice President may employ such persons as may be necessary to conduct
7 the activities of the Association in accordance with the existing Policy Manual of the Association
8 and the approved budget. In the event a managerial staff position is needed, the Executive Vice
9 President must receive approval from the Executive Committee prior to hiring. *(Amended 03/04)*

10

11 Section 11. The Board of Directors may retain legal and other professional counsel and fix the
12 terms of compensation thereof.

13

14 Section 12. The President will appoint a non-voting Parliamentarian to be present at every
15 Executive Committee and Board of Directors Meeting who is versed in the rules and procedures
16 of parliamentary law. The Parliamentarian is engaged at such meetings to advise the presiding
17 officer on questions of procedure in transacting the business of the assembly legally, efficiently
18 and impartially and does not participate in the business being conducted. The Parliamentarian is
19 assigned a seat near the presiding officer for convenient consultation and when necessary, is asked
20 to state the ruling or give his/her interpretation of it. *(Amended 03/04)*

21

ARTICLE VI

23

Meetings

25

26 Section 1. The Association shall hold an annual Membership meeting, hereinafter referred to as
27 the Annual Membership Meeting, to include the election of Active Members to the Offices of the
28 Association and approval of, as appropriate, Association candidate(s) for the NAR director(s) and
29 NAR Regional Vice President, after August 1 and prior to December 31, and at least seven (7)
30 days prior to the installation of Active Members to the Offices of the Association, the time and
31 place to be designated by the President. *(Amended 03/04)*

Section 2. The Association may hold an annual convention, hereinafter referred to as the Convention, which shall be open to all Members upon payment of applicable registration fees.
(Amended 06/97; 06/00, 03/04, 06/08)

Section 3. The Installation of Active Members to the Offices of the Association may be held at the Convention. Active Members to be installed to the Offices of the Association who are not present at the Installation of Active Members to the Offices of the Association shall be installed at the next meeting of the Board of Directors following the Installation of Active Members to the Offices of the Association. (Amended 02/92, 06/97; 06/00, 03/04, 06/15)

Section 4. A majority of the Board of Directors shall constitute a quorum at the Annual Membership Meeting. *(Amended 06/08)*

Section 5. At all Association meetings, with the exception of Membership meetings per Article IX, Section 1 of these Bylaws, each eligible individual shall be entitled to only one (1) vote, regardless of representation. The chair of any Association meeting, if a member of the assembly, is entitled to vote when the vote is by ballot (but not after the tellers have commenced to count the ballots), and in all other cases only where the vote would change the result. *(Amended 02/92, 03/04)*

Section 6. Electronic Transaction of Business. To the fullest extent permitted by law, Association meetings may be conducted by electronic means. *Added (06/09)*

ARTICLE VII

Committees

Section 1. The President, subject to the approval of the Executive Committee, shall appoint chairs and members of all committees, standing subcommittees, task forces and working groups of the Association except for the chair of the Finance Committee, and chair and members of the Honor

1 Society Working Group, Credentials Working Group and REALTOR® of the Year Working
2 Group, and shall fill any vacancies that may occur with the exception of vacancies addressed under
3 Article V, Section 9 and Article VIII, Section 8 of these Bylaws. Committee chairs shall serve a
4 one (1) year term, and shall be eligible for reappointment for a maximum of three (3) consecutive
5 one (1) year terms, or until their successors are appointed and qualified, except for the Public
6 Policy Chair who shall serve an initial three (3) year term and who shall be eligible for
7 reappointment to one (1) additional two (2) year term, or until a successor is appointed and
8 qualified. Committee chairs shall have completed or shall agree to complete prior to serving their
9 initial term, a three-hour classroom-based committee chairperson course sponsored and funded by
10 the Association. *(Amended 11/90, 02/92, 06/97, 03/04, 06/08, 06/10, 06/11)*

11
12 The Treasurer of the Association shall serve as chair of the Finance Committee and the Assistant
13 Treasurer of the Association, as appointed by the President, shall serve as vice chair. *(Added 02/92,*
14 *03/04)*

15
16 The President-Elect shall serve as chair of the Honor Society Working Group and there shall be
17 no vice-chair. *(Added 02/92, 06/97)*

18
19 The Association shall have the following four Standing Committees, hereinafter referred to as the
20 Standing Committees: *(Amended 03/04)*

21
22 a) Communications *(Amended 09/94)*
23 b) Legal [including the Professional Standards Subcommittee, the Grievance
24 Subcommittee, the Mediation Subcommittee, and the Risk Management
25 Subcommittee] *(Amended 08/02, 03/04, 06/08)*
26 c) Professional Development *(Amended 06/97)*
27 d) Public Policy *(Amended 06/97)*
28

29 Section 2. The President, with the approval of the Executive Committee, may appoint such other
30 committees, subcommittees, task forces or working groups as needed. The President shall be an
31 ex-officio member of all committees. *(Amended 02/92, 09/94, 03/04)*

1
2 Section 3. Committees shall have such duties as their titles indicate, and as the Executive
3 Committee may assign. All actions of committees shall be reported to the Executive Committee
4 and shall be subject to the approval of the Executive Committee. A majority of all committee
5 members shall constitute a quorum at any meeting of the committee. *(Amended 02/92, 09/94)*

6
7 Section 4. With the exception of the Treasurer, no other members of the Finance Committee may
8 serve on the Executive Committee. *(Amended 02/92)*

ARTICLE VIII

Election of Offices

14 Section 1. The election of Active Members to the Offices of the Association shall be held at the
15 Annual Membership Meeting of the Association, as per Article VI, Section 1. *(Amended 03/04)*

17 Section 2. The Credentials Working Group of the Association shall be composed of: *(Amended*
18 *06/97, 06/10)*

- a) the Immediate Past President; and *(Amended 06/97, 03/04)*
- b) the past President twice removed who is an Active Member in good standing of the Association and who serves as chair of the Credential Working Group; and *(Amended 03/04)*
- c) one (1) member at large to be appointed from among Active Members by the current President.

29 In the case where a delegate of the Credentials Working Group is a candidate for an Office
30 of the Association, the chair of the Credentials Working Group shall request that candidate
31 to excuse themselves during the qualifications review of the specific position(s). *(Amended*

1 12/89, 02/92, 06/97, 12/98, 03/04)

2

3 Except for the Immediate Past President, members of the Executive Committee shall be

4 ineligible to serve on the Credentials Working Group. *(Amended 06/97)*

5

6 Section 3. The Credentials Working Group shall certify qualified candidates no later than thirty

7 (30) days prior to the date set for:

8

9 a) Election of Active Members to Offices of the Association as per Article IV Section 1 of

10 these Bylaws for the Office of President-Elect, First Vice President, Second Vice President

11 and Treasurer, as applicable at that time; and, for the position of Member Liaison as per Article

12 V, Section 1 of these Bylaws; and *(Amended 03/04, 06/15)*

13

14 b) A candidate for recommendation to NAR for the NAR Regional Vice President, per Article

15 VIII, Section 7 of these Bylaws, when required; and *(Amended 03/04)*

16

17 c) A candidate for representative, director or delegate to any other affiliated or subsidiary

18 organization, institution or agency when called upon and to which such representation is

19 required.

20

21 Section 4. The report of the Credentials Working Group shall be made available to each Active

22 Member via public notice at the Association's headquarters and through electronic media at least

23 fifteen (15) days before the election is held. No additional candidates for any office shall be

24 certified after the meeting of the Credentials Working Group shall have passed. *(Amended 02/92,*

25 *06/97 12/98, 03/04)*

26

27 Section 5. An Active Member qualified under Article IV, Section 1 of these Bylaws may submit

28 their name to the Credentials Working Group no later than June 1st of each year as a candidate for

29 Office of President-Elect, First Vice President, Second Vice President or Treasurer, as may be

30 applicable at that time. An Active Member qualified under Article V, Section 1 (a) (6) of these

31 Bylaws may submit their name to the Credentials Working Group no later than June 1st of each

1 year as a candidate for Member Liaison. *(Amended 03/04, 06/15)*

2

3 Section 6. NAR Directors shall consist of the President, the President-Elect, the Immediate Past

4 President, and the Treasurer, in this specific order, and based on the annual national director

5 allocation provided by the National Association of Realtors; and, chairs of NAR committees

6 recognized by NAR as Directors, and NAR Distinguished Service Award Recipients who are

7 Active Members in good standing and who will be noticed to NAR by the Association in a timely

8 manner. *(Amended 08/02, 03/04, 06/08)*

9

10 Section 7. The selection of the NAR Regional Vice President candidate, when required, shall be

11 approved by the Board of Directors at the second or midyear Board of Directors meeting.

12 *(Amended 03/04)*

13

14 Section 8. In the event that an Officer or Director is deemed to be incapable of fulfilling the duties

15 for which elected, but will not resign from office voluntarily, the Officer or Director may be

16 removed under the following procedure: *(Amended 06/97, 03/04)*

17

18 a) A petition requiring the removal of an Officer or Director and signed by not less than

19 one-third of the voting Membership as defined in Article IX of these Bylaws, or a

20 majority of all Directors shall be filed with the President, or if the President is the

21 subject of the petition, filed with the President-Elect, and shall specifically set forth

22 the reasons the individual is deemed to be disqualified from further service.

23 *(Amended 06/97, 03/04)*

24

25 b) Upon receipt of the petition, and not less than twenty (20) days or more than forty-

26 five (45) days thereafter, a special meeting of the voting Membership shall be held,

27 and the sole business of the meeting shall be to consider the charge against the

28 Officer or Director, and to render a decision on such petition. *(Amended 06/97, 03/04)*

29

30 c) The special meeting shall be noticed to all voting Members at least ten (10) days prior

31 to the meeting, and shall be conducted by the President unless the President's

1 continued service in Office is being considered at the meeting. In such case, the
2 President-Elect shall conduct the meeting of the hearing by the Members. Provided a
3 quorum is present, a three-fourths vote of Members present and voting shall be
4 required for removal. (*Amended 06/97, 03/04*)

5

6 **ARTICLE IX**

7

8 **Voting**

9

10 **Section 1.** At all meetings of the Membership, voting shall be by the members of the Board of
11 Directors. (*Amended 02/92, 06/97*)

12

13 **ARTICLE X**

14

15 **Fiscal Year**

16

17 **Section 1.** The fiscal year of the Association shall be the calendar year.

18

19 **ARTICLE XI**

20

21 **Institutes, Societies and Councils**

22

23 **Section 1.** For the purpose of affording those affiliated with the Association a greater opportunity
24 for cooperation and discussion of administrative and business problems of the particular phases of
25 the real estate profession in which they are interested, the Board of Directors may enter into a
26 membership agreement with the New Hampshire State Chapters of the Institutes, Societies and
27 Councils of NAR. Such New Hampshire Chapters must, however, maintain good standing and
28 operate in accordance with the requirements of their national affiliate of NAR.

29

30 **Section 2.** The Association may provide administrative services to such recognized Chapters of
31 the Institutes, Societies and Councils as is feasible and practical, with incurred expenses duly

1 assessed to the appropriate Chapter. (*Amended 02/92, 09/93, 03/04*)

2

3

4 **ARTICLE XII**

5

6 **Code of Ethics**

7

8 **Section 1.** The Code of Ethics of NAR is adopted as the Code of Ethics of this Association and
9 shall be considered a part of its Rules and Regulations, and the Code of Ethics and the Rules and
10 Regulations of the Association shall, in the future, be deemed to be amended and changed
11 whenever said Code of Ethics is amended or changed by NAR. (*Amended 03/04*)

12

13 **ARTICLE XIII**

14

15 **Professional Standards**

16

17 A Member Board, prior to referring an ethics complaint or arbitration request for review to the
18 Association, should exhaust all efforts to impanel an impartial tribunal to conduct either the
19 original hearing or the appeal or procedural review. These efforts may include the appointment of
20 knowledgeable members of the Member Board on an ad hoc basis to serve on either a Hearing
21 Panel or on behalf of the Member Board's board of directors. If, because of notoriety, etc., the
22 Member Board cannot impanel an impartial tribunal, then (1) the Association may draw from the
23 members of the Legal Committee to form the Member Board tribunal, or (2) the Member Board
24 may refer the matter to the Association, and the Association may delegate to another Member
25 Board or a regional enforcement facility, the authority to hear the case on behalf of the Association.
26 No Member Board or regional enforcement facility, however, may be required to accept this
27 delegation of authority. If no other entity is amenable to conducting the review, the Association
28 shall be responsible for conducting the hearing. (*Amended 03/04, 06/08*)

29

30 **Section 1.** Allegations of ethical violations and contractual disputes (and specific non-contractual
31 disputes as defined in Standard of Practice 17-4) between REALTORS® and between

1 REALTORS® and their customers or clients may be submitted to an ethics or arbitration panel at
2 the Association level under the following circumstances:

3

4 (a) Allegations of unethical conduct made against a REALTOR® in the instance in which the
5 Member Board, because of size or other valid reason, determines that it cannot provide a
6 due process hearing of the matter and petitions the Association to conduct a hearing.
7 *(Amended 03/04)*

8

9 (b) Contractual disputes (and specific non-contractual disputes as defined in Standard of
10 Practice 17-4) between REALTORS® who are not members of the same Member Board
11 where the matter has been referred to the Association by both Member Boards. *(Amended
12 03/04)*

13

14 (c) Contractual disputes (and specific non-contractual disputes as defined in Standard of
15 Practice 17-4) between REALTOR® members of the same Member Board where the
16 Member Board with good and sufficient reason is unable to arbitrate the Controversy.
17 (Explanation: This provision is not designed to relieve a Member Board of its primary
18 responsibility to resolve differences arising between members of the Member Board. The
19 section recognizes that in some Member Boards with limited membership, usual arbitration
20 procedures may be impossible.) *(Amended 03/04, 06/15)*

21

22 (d) Contractual disputes between a customer or a client and a REALTOR® where the Member
23 Board with good and sufficient reason is unable to arbitrate the dispute. *(Amended 03/04,
24 06/15)*

25

26 (e) Controversies between REALTOR® members and other REALTORS®, who are not
27 members of the same State Association, shall be submitted to Interstate Arbitration if the
28 REALTORS® are members of the State Associations that are signatories to the same
29 Interstate Arbitration Agreement and said agreement is consistent with the appropriate
30 State statutes. *(Amended 06/05, 06/15)*

Section 2. Professional Standards hearings and the organization and procedures incident thereto shall be governed by the Code of Ethics and Arbitration Manual of the Association, as from time to time amended, which by this reference is made a part of these Bylaws. *(Amended 03/04)*

Section 3. If a Board Member (as defined in Article II, Section 3, of these Bylaws) or other Member, who is a REALTOR® member, resigns from the Member Board or otherwise causes membership to terminate with an ethics complaint pending, the board of directors of that Member Board 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. *(Amended 03/04, 06/15)*

(a) If a Board Member (as defined in Article II, Section 3, of these bylaws) or other Member, who is a REALTOR® 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®.

ARTICLE XIV

Use of the Terms REALTOR® or REALTORS®

Section 1. Use of the terms REALTOR® or REALTORS® by Members shall, at all times, be subject to the provisions of the Constitution and Bylaws of NAR and to the Rules and Regulations prescribed by the NAR board of directors. The Association shall have authority to control, jointly and in full cooperation with NAR, use of the terms within those areas of the State of New Hampshire not within the jurisdiction of a Member Board. Any misuse of the terms by Members is a violation of a membership duty and may subject Members to disciplinary action by the Board of Directors after a hearing as provided for in the Association's Code of Ethics and Arbitration Manual. (Amended 03/04, 06/08)

Section 2. Members of the Association who are REALTOR® members shall have the privilege of using the terms REALTOR® and REALTORS® in connection with their business so long as

1 they remain REALTOR® members in good standing. No other class of members shall have this
2 privilege. *(Amended 06/15)*

3

4 Section 3. A Member who is a REALTOR® member, and who is a principal of a real estate firm,
5 partnership or corporation, may use the terms REALTOR® or REALTORS® only if all the
6 principals of such a firm, partnership or corporation who are actively engaged in the real estate
7 profession within the state or a state contiguous thereto are REALTOR® members or Institute
8 Affiliate Members. *(Amended 06/15)*

9

10 Section 4. An Institute Affiliate Member shall not use the terms REALTOR® or REALTORS®
11 and shall not use the imprint of the emblem seal of NAR.

12

13

ARTICLE XV

New England REALTORS® Committee

Section 1. The Association shall be a member of the New England REALTORS® Committee, hereinafter referred to as NERC. The Association's participation in NERC shall be governed by the policies and procedures adopted, and from time to time amended, by NERC. The following shall represent the Association as members of NERC: (a) President, (b) President-Elect, (c) Immediate Past President, and (d) Executive Vice President. *(Amended 03/04, 06/08, 06/15)*

ARTICLE XVI

Harassment

Section 1. Any Member of the Association may be reprimanded, placed on probation, suspended or expelled for harassment of an Association employee or Association 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, 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, 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 involves 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. *(Amended 03/04, 06/09)*

ARTICLE XVII

Rules of Order

Section 1. Robert's Rules of Order, latest edition, shall be recognized as the authority governing all meetings and conferences when not in conflict with the Bylaws of the Association.

ARTICLE XVIII

Amendments

Section 1. These Bylaws may be amended by a majority vote of the Members present and qualified to vote at any meeting 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, 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. *(Amended 02/92)*

Section 2. Amendments to these Bylaws affecting the admission or qualifications of Active Members and Institute Affiliate Members, the use of the terms, REALTOR® or REALTORS® or any alteration in the territorial jurisdiction of a Member Board shall become effective upon the approval of the Board of Directors of NAR. *(Amended 03/04)*

ARTICLE XIX

Dissolution

Section 1. Upon the dissolution or winding up of affairs of this Association, the Board of Directors, after providing for the payment of all obligations, shall distribute any remaining assets to NAR or, within its discretion, to any other nonprofit, tax exempt organization. *(Amended 03/04)*