



# **BYLAWS**

**The Las Cruces Association of  
REALTORS®, Inc.**

**LCAR Board Approved – July 18, 2025**

**Effective Date – October 1, 2025**

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**BYLAWS OF THE  
LAS CRUCES ASSOCIATION OF REALTORS®, INC**

NAR Approved March 2025

**ARTICLE I – NAME**

**SECTION 1 – NAME**

The name of this organization shall be the Las Cruces Association of REALTORS®, Inc., hereinafter referred to as “THE ASSOCIATION”.

**SECTION 2 – REALTORS®**

Inclusion and retention of the Registered Collective Membership Mark REALTORS® in the name of “THE ASSOCIATION” shall be governed by the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS® (“NAR”) as from time to time amended.  
(NAR mandated 2025)

**ARTICLE II – OBJECTIVES**

The Objectives of “THE ASSOCIATION”

**SECTION 1 – TO UNITE**

To unite those engaged in the recognized branches of the real estate profession for the purpose of exerting a beneficial influence upon the profession and related interests.

**SECTION 2- TO PROMOTE**

To promote and maintain high standards of conduct in the real estate profession as expressed in the Code of Ethics of NAR.

**SECTION 3 – TO PROVIDE**

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 INTERESTS**

To further the interests’ home and other real property ownership.

## **SECTION 5 – TO UNITE THOSE ENGAGED**

To unite those engaged in the real estate profession in this community with the NEW MEXICO ASSOCIATION OF REALTORS® ('NMAR') and NAR, thereby furthering their own objectives throughout the state and nation, obtaining the benefits and privileges of membership therein.

## **SECTION 6 - TO DESIGNATE**

To designate, for the benefit of the public, individuals authorized to use the terms REALTOR® and REALTORS® as licensed, prescribed and controlled by NAR.  
(NAR mandated 2025)

## **ARTICLE III – JURISDICTION**

### **SECTION 1 – TERRITORIAL JURISDICTION**

The territorial jurisdiction of "THE ASSOCIATION" as a member of NAR is Dona Ana County, New Mexico.

### **SECTION 2 – TERRITORIAL JURISDICTION DEFINED**

Territorial jurisdiction is defined to mean:

The right and duty to control the use of the terms REALTOR® and REALTORS®, subject to the conditions set forth in these bylaws and those of NAR, in return for which "THE ASSOCIATION" agrees to protect and safeguard the property rights of the National Association in the terms. (NAR mandated 2025)

## **ARTICLE IV – MEMBERSHIP**

### **SECTION 1 – THERE SHALL BE NINE (9) CLASSES OF MEMBERS AS FOLLOWS:**

#### **a. REALTOR® MEMBERS**

REALTOR® members, whether primary or secondary shall be individuals who as sole proprietors, partners, corporate officers, or office managers that are engaged actively in the real estate profession to include buying, selling, exchanging, renting or leasing, managing, appraising for others compensation, counseling, building, developing or subdividing real estate, and who maintain or are associated with an established real estate office in the State of New Mexico or a state contiguous thereto. All persons who are partners in a partnership, or all officers in a corporation who are actively engaged in the real estate profession within the state or a state contiguous thereto shall qualify for REALTOR® membership only, and each is required to hold REALTOR® membership (except as provided in the following paragraph) in an association of REALTORS® within the state or a state contiguous thereto, unless otherwise qualified for Institute Affiliate Membership. In the case of a real estate firm, partnership, or corporation, whose business activity is substantially all commercial, only those principals actively engaged in the real estate business in connection with the same office, or any other offices within the

jurisdiction of “THE ASSOCIATION” in which one of the firm’s principals holds REALTOR® membership, shall be required to hold REALTOR® membership unless otherwise qualified for Institute Affiliate Membership. Individuals who are engaged in the real estate profession other than sole proprietors, partners, corporate officers or branch managers and are associated with a REALTOR® member and meet the qualifications. (NAR mandated 2025)

**b. 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 related to association-mandated education, meeting attendance, 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, state or national association. (NAR mandated 2025)

**c. PRIMARY AND SECONDARY MEMBERS**

An individual is a primary member if “THE ASSOCIATION” pays NMAR and national dues on such a member. An individual is a secondary member if NMAR and national dues are remitted through another association. One of the principals in a real estate firm must be a designated REALTOR® member of “THE ASSOCIATION” for licensees affiliated with the firm to select “THE ASSOCIATION” as their “primary” association. (NAR mandated 2025)

**d. DESIGNATED REALTOR® MEMBERS**

Each firm (or office in the case of firms with multiple office locations) shall designate in writing one REALTOR® member who shall be responsible for all duties and obligations of the membership, including the obligation to arbitrate (or mediate if required the “THE ASSOCIATION”) pursuant to Article 17 of the Code of Ethics and the payment of association dues. The “Designated REALTOR®” must be a sole proprietor, partner, corporate officer or branch office manager acting on behalf of the firm’s principal(s) and must meet all other qualifications for REALTOR® membership. (NAR mandated 2025)

**e. INSTITUTE AFFILIATE MEMBERS**

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® or REALTOR ASSOCIATE® membership, subject to payment of applicable dues for such membership. (NAR mandated 2025)

**f. AFFILIATE MEMBERS**

Affiliate members shall be real estate owners and other individuals or firms who, while not engaged in the real estate profession as defined in paragraphs a or b of this section, have interests requiring information concerning real estate and are in sympathy with the objectives of "THE ASSOCIATION". (NAR mandated 2025)

**g. PUBLIC SERVICE MEMBERS**

Public service members shall be individuals who are interested in the real estate profession as 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 business. (NAR mandated 2025)

**h. HONORARY MEMBERS**

Honorary members shall be individuals not engaged in the real estate profession who have performed notable service for the real estate profession for "THE ASSOCIATION" or for the public. (NAR mandated 2025)

**i. STUDENT MEMBERS**

Student members shall be individuals who are seeking an undergraduate or graduate degree with a specialization or major in real estate at institutions of higher learning and who have completed at least two (2) years of college and at least one (1) college level course in real estate but are not engaged in the real estate profession on their own account or not associated with an established real estate office. (NAR mandated 2025)

## **ARTICLE V – QUALIFICATION AND ELECTION**

### **SECTION 1 – APPLICATION**

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

1. The applicant agrees, as a condition of membership, to thoroughly familiarize themselves with the Code of Ethics from NAR, the Constitutions and Bylaws of "THE ASSOCIATION", NMAR AND NAR, and if elected a member, they will abide by the Constitution and Bylaws of "THE ASSOCIATION", NMAR AND NAR, and if a REALTOR® member, they will abide by the Code of Ethics of NAR including the obligation to arbitrate or to mediate, if required by "THE ASSOCIATION", controversies arising out of real estate transactions as specified in Article 17 of the Code of Ethics and as further specified in the Code of Ethics and Arbitration Manual of NAR as from time to time are amended. (NAR mandated 2025)
2. The applicant consents that "THE ASSOCIATION" through its membership committee or otherwise, may invite and receive information and comment about the applicant from any member or other persons, and that the applicant agrees that any information and comment furnished to "THE ASSOCIATION" by any person in response to the invitation

shall be conclusively deemed to be privileged and not form the basis of any action for slander, libel or defamation of character. The applicant shall, with form of application, have access to a copy of the Constitution, Bylaws and Code of Ethics referred to above. (NAR mandated 2025)

## **SECTION 2 – QUALIFICATION**

An applicant for REALTOR® membership who is a sole proprietor, partner, corporate officer or branch office manager of a real estate firm shall supply evidence satisfactory to “THE ASSOCIATION” through its membership committee or otherwise, that they are actively engaged in the real estate profession and maintains a current, valid real estate broker’s or associate broker’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 or recent or pending bankruptcy\*, has no official sanctions involving unprofessional conduct\*\*, agrees to a complete course of instruction covering the Bylaws of “THE ASSOCIATION”, NMAR, Constitution, Bylaws and Code of Ethics of NAR, 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, they will abide by such Constitution, Bylaws and Code of Ethics.

\* If the applicant or applicant’s real estate firm is named as a debtor in such bankruptcy proceeding, membership may not be denied unless “THE ASSOCIATION” establishes that its interests and those of its members and the public could not be adequately protected by requiring that the applicant pay cash in advance for association dues and MLS fees for up to one (1) year from the date that membership is approved. If an existing member initiates bankruptcy proceedings, the member may be placed on a “cash basis” from the date that the bankruptcy is initiated until one (1) year from the date that the member has been discharged from bankruptcy.

\*\* “THE ASSOCIATION” may only consider civil judgements imposed within the past seven (7) years involving judgements of:

1. Civil right laws
2. Real estate license laws
3. Or other laws prohibiting unprofessional conduct against the applicant rendered by the courts or other lawful authorities.

“THE ASSOCIATION” may only consider criminal convictions within the past seven (7) years involving a crime that reasonably relates to the real estate business or puts clients, customers or other real estate professionals at risk. The applicant must provide “THE ASSOCIATION” mitigating factors relating to that criminal history.

(NAR mandated 2025)

NOTE 1: One or more of the requirements for REALTOR® membership set forth above in ARTICLE V, SECTION 2 may be deleted at “THE ASSOCIATIONS” discretion. However, associations may NOT adopt membership qualifications more rigorously than specified in the Membership Qualification Criteria for REALTOR® Membership, approved by the board of directors of NAR. (NAR mandated 2025)

NOTE 2: ARTICLE IV, SECTION 2, of the NAR bylaws prohibits member boards from associations knowingly granting REALTOR® or REALTOR-ASSOCIATE® membership to any applicant who has an unfulfilled sanction pending that was imposed by another association of REALTORS® for violation of the Code of Ethics. (NAR mandated 2025)

Individuals who are actively engaged in the real estate profession other than 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 ASSOCIATION" or a Designated REALTOR® member of another board association (if a secondary member) and must maintain a current, valid real estate broker's or associate broker's license or be licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property, has no record of official sanctions involving unprofessional conduct\*, shall complete a course of instruction covering the Bylaws of "THE ASSOCIATION, NMAR and the Constitution, Bylaws and Code of Ethics of NAR and shall pass such reasonable and nondiscriminatory written examinations thereon as may be required by the membership committee and shall agree in writing that, if elected to membership, said person will abide by such Constitution, Bylaws and Code of Ethics.

"THE ASSOCIATION" may only consider civil judgments within the past seven (7) years involving judgements of:

1. Civil right laws
2. Real estate license laws
3. Or other laws prohibiting unprofessional conduct against the applicant rendered by the courts or other lawful authorities

"THE ASSOCIATION" may only consider criminal convictions within the past seven (7) years involving a crime that reasonably relates to the real estate business or puts clients, customers or other real estate professionals at risk. The applicant must provide "THE ASSOCIATION" mitigating factors relating to that criminal history.

"THE ASSOCIATION" will also consider the following in determining an applicant's qualifications for REALTOR® membership:

1. All final findings of Code of Ethics violations and violations of other membership duties in this or in any other REALTOR® 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 – NOTE 2) provided all other qualifications for the 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 (6) months from the date that the provisional membership is approved.

Provisional members shall be considered REALTORS® and shall be subject to all 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. (NAR mandated 2025)

### **SECTION 3 – ELECTION**

The procedure for election to membership shall be as follows:

1. Applicants for REALTOR® (and REALTOR-ASSOCIATE®, where applicable) membership shall be granted provisional membership immediately upon submission of a completed application form and remittance of applicable association dues and any other application fee.
2. Provisional members shall be considered REALTORS® (or REALTOR-ASSOCIATES®) and shall be subject to all the same privileges and obligations of membership.
3. Provisional membership is granted subject to subsequent review of the application by the board of directors. If the Board of Directors determines that the individual does not meet all the qualifications for membership as established in "THE ASSOCIATION'S" Bylaws, or, if the individual does not satisfy all of the requirements of membership (for example, completion of a mandatory orientation program) within 90 days from "THE ASSOCIATION'S" receipt of their application, provided two (2) orientations were offered during that 90 days, membership may, at the discretion of the Board of Directors, be terminated. The time limit will be extended, if necessary, to insure two (2) were offered.

Dues shall be computed from the date of the application and shall be non-refundable unless "THE ASSOCIATION'S" board of directors terminates the individual's membership in accordance with the subsections above. In such instances, dues shall be returned to the individual less a prorated amount to cover the number of days that the individual received association services.

The Board of Directors may not terminate any provisional membership without providing the provisional member with advance notice, an opportunity to appear before the Board of Directors, to call a witness on their behalf, to be represented by counsel, and to make such statements as they deem relevant. The Board of Directors may also have counsel present.

The Board of Directors shall require that written minutes be made of any hearing before it or may electronically or mechanically record the proceedings.

If the Board of Directors determines that provisional membership should be terminated, it shall record its reasons with the Association Executive ("AE"). If the board of directors believes that the termination of provisional membership may become the basis of litigation and a claim of damage by a provisional member, it may specify that termination shall become effective upon entry in a suit by "THE ASSOCIATION" for a declaratory judgement by a court of competent jurisdiction of a final judgement declaring that the termination violates no rights of the individual. (NAR mandated 2025)

#### **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 (2) hours and thirty (30) minutes of instructional time. This requirement does not apply to applicants for REALTOR® membership or provisional members who have completed comparable orientation in another association, if REALTOR® membership is for one (1) year or less.

The orientation requirement is satisfied by completing the NAR online orientation or by other means identified in the bylaws approved by the board of directors.

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

NOTE: Orientation programs must meet the learning objectives and minimum criteria established from time to time by NAR. (NAR mandated 2025)

#### **SECTION 5 – CONTINUING MEMBER CODE OF ETHICS**

Effective January 1, 2019, through December 31, 2021, and for successive three (3) year periods thereafter, each REALTOR® member of "THE ASSOCIATION" (except for REALTOR® members granted REALTOR® Emeritus Status by NAR) shall be required to complete ethics training of not less than two (2) hours and thirty (30) minutes of instructional time. This requirement will be satisfied upon presentation of documentation that the member has completed the course of instruction conducted by this or another REALTOR® association, NMAR or NAR which meets the learning objectives and minimum criteria established by NAR from time to time.

REALTOR® members who have completed the training as a requirement of membership in another organization and REALTOR® members who have completed the New Member Code of Ethics Orientation during any three (3) year cycle shall not be required to complete additional ethics training until a new three (3) year cycle commences. Failure to satisfy the required periodic ethics training shall be considered a violation of a membership duty. Failure to meet the requirement in any three (3) year cycle will result in suspension of membership for the first two (2) 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.

(NAR mandated 2025)

## **SECTION 6 – NEW MEMBER FAIR HOUSING ORIENTATION**

New Member Fair Housing Orientation applicants for REALTOR® membership and provisional REALTOR® members (where applicable) shall complete Fair Housing training of not less than two (2) hours 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 REALTOR® association, NMAR, NAR, or the Institutes, Societies and Councils, which meets the learning objectives and minimum criteria established by NAR from time to time, Fair Housing training approved by a state licensing authority for an existing Fair Housing requirement to gain or maintain licensure shall also fulfill this requirement, provided it also meets the learning objectives and minimum criteria established by NAR from time to time.

This requirement does not apply to the applicants for REALTOR® membership or provisional members who have completed comparable orientation in another association, if REALTOR® membership has been continuous, or that any break in membership is for one (1) year or less. Failure to satisfy this requirement within thirty (30) days of the application (or, alternatively, the date that the provisional membership was granted), will result in denial of the membership application or termination of provisional membership.

## **SECTION 7 – CONTINUING FAIR HOUSING TRAINING**

Effective January 1, 2025, through December 31, 2027, and for successive three (3) year periods thereafter, each REALTOR® member of “THE ASSOCIATION” (except for REALTOR® members granted REALTOR® Emeritus status by NAR) shall be required to complete Fair Housing training of not less than two (2) hours 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 REALTOR® association, NMAR, NAR or The Institutes, Societies and Councils, which meets the learning objectives and minimum criteria established by NAR from time to time.

Fair Housing training approved by a state licensing authority for an existing Fair Housing requirement to maintain licensure shall also fulfill this requirement, provided it also meets the learning objectives and minimum criteria established by NAR from time to time.

REALTOR® members who have completed Fair Housing training as a requirement of membership in another association shall not be required to complete additional Fair Housing training until a new three (3) year cycle commences.

Failure to satisfy the required periodic Fair Housing training shall be considered a violation of membership duty. Failure to meet the requirement in any three (3) year cycle will result in suspension of membership for the first two (2) 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 automatically be terminated.

(NAR mandated 2025)

## **SECTION 8 – STATUS CHANGES**

A REALTOR® who changes the conditions under which they hold membership shall be required to provide written notification to “THE ASSOCIATION” within 30 days. A REALTOR® (non-principal) who becomes a principal in the firm with which they have 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 thirty (30) days of the date they advised “THE ASSOCIATION” of their change in status or change of status identified by “THE ASSOCIATION”, their new membership application will terminate automatically unless otherwise so directed by the Board of Directors.

A REALTOR® (or REALTOR-ASSOCIATE®, where applicable) who is transferring their license from one firm comprised of REALTOR® principals to another firm comprised of REALTOR® principals shall be subject to all the privileges and obligations of membership during the period of transition. If the transfer is not completed within thirty (30) days of the date “THE ASSOCIATION” is advised of or identified the disaffiliation with the current firm, membership will terminate automatically unless otherwise so directed by the Board of Directors. The board of directors, at its discretion, may waive any qualification which the applicant has already fulfilled in accordance with “THE ASSOCIATION's” bylaws.

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 when completed within the allotted thirty (30) days.

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

(NAR mandated 2025)

## **ARTICLE VI – PRIVILEGES AND OBLIGATIONS**

### **SECTION 1 – PRIVILEGES AND OBLIGATIONS OF MEMBERS**

The privileges and obligations of members, in addition to those otherwise provided in these bylaws, shall be specified in this article.

### **SECTION 2 – MEMBER REPRIMANDS**

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, after a hearing

as provided in the Code of Ethics and Arbitration Manual of NAR.

Although members other than REALTORS® are not subject to the Code of Ethics nor its enforcement by “THE ASSOCIATION”, such members are encouraged to abide by the principles established in the Code of Ethics of NAR and conduct their business and professional practices accordingly. Further, members other than REALTORS® may, upon recommendation of the membership committee, or upon recommendation by a hearing panel of the Professional Standards Committee, be subject to discipline as described above, for any conduct, which in the opinion of the board of directors, applied on a nondiscriminatory basis, reflects adversely on the terms REALTOR® or REALTORS®, and the real estate industry, or for conduct that is inconsistent with or adverse to the objectives and purposes of “THE ASSOCIATION”, NMAR AND NAR.  
(NAR mandated 2025)

### **SECTION 3 – REALTOR® member discipline**

Any REALTOR® member of “THE ASSOCIATION” may be disciplined by the board of directors for violations of the Code of Ethics or other duties of membership, after a hearing as described in the Code of Ethics and Arbitration Manual of “THE ASSOCIATION” provided that the discipline imposed is consistent with the discipline authorized by the Professional Standards Committee of NAR, set forth in the Code of Ethics and Arbitration Manual of NAR.  
(NAR mandated 2025)

### **SECTION 4 – RESIGNATION OF MEMBERS**

Resignations of members shall become effective when received in writing by the board of directors, provided, however, that if any member submitting the resignation is indebted to “THE ASSOCIATION” for the 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.  
(NAR mandated 2025)

### **SECTION 5 – MEMBER RESIGNATION/ETHICS COMPLAINTS**

If a member resigns from “THE ASSOCIATION” or otherwise causes membership to terminate with an ethics complaint pending, the complaint shall be processed until the decision of “THE ASSOCIATION” with respect to the disposition of the complaint is final by “THE ASSOCIATION” (if the respondent does not hold membership in any other association) or by any other association in which the respondent continues to hold membership.

If an ethics respondent resigns or otherwise causes membership in all boards to terminate before an ethics complaint is filed alleging unethical conduct occurred while the respondent was a REALTOR®, the complaint, once filed, shall be processed until the decision of “THE ASSOCIATION” with respect to the disposition of the complaint is final.

In any instance where an ethics hearing is held after an ethics respondent’s resignation or membership termination, any discipline ratified by the board of directors shall be held in abeyance until such time as the respondent rejoins an association of REALTORS®.

If a member resigns or otherwise causes membership to terminate, the duty to submit to arbitration (or to mediation if required by "THE ASSOCIATION") continues in effect even after membership lapses or is terminated, provided that the dispute arose while the former member was a REALTOR®. (NAR mandated 2025)

## **SECTION 6 – REALTOR MEMBERS**

REALTOR® members, whether primary or secondary that are in good standing, are entitled to vote, hold elective office in "THE ASSOCIATION" and may use the term REALTOR®. For purposes of this section, the term "good standing" means the member satisfies the "Obligations of REALTOR® Members", is current with all financial and disciplinary obligations to "THE ASSOCIATION" and Multiple Listing Service ("MLS"), completed any new member requirements and complies with NAR's trademark rules.

If a REALTOR® member is a sole proprietor in a firm, a partner in a partnership or an officer in a corporation and is suspended or expelled, the firm, partnership or corporation shall not use the terms REALTOR® or REALTORS® in connection with its business during the period of suspension, or until 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 with the firm, partnership or corporation is severed or unless the REALTOR® member (non-principal) elects to sever their connection with the REALTORS® 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. \*

### **\*CONCERNING ARTICLE VI – SECTION 6**

a. Associations are advised to select one rule from the two (2) alternatives. "THE ASSOCIATION" may wish to consult with legal counsel prior to adoption.

b. In any action taken against a REALTOR® member for suspension or expulsion under SECTION 6A 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.

(NAR mandated 2025)

## **SECTION 7 – INSTITUTE AFFILIATE MEMBERS**

Institute Affiliate members shall the rights and privileges and be subject to obligations prescribed by the board of directors consistent with the Constitution and Bylaws of NAR.

NOTE: Local associations establish the rights and privileges to be conferred on Institute Affiliate Members except that no Affiliate Member may be granted the right to use the term REALTOR®, REALTOR-ASSOCIATE®, or the REALTOR® logo; to serve as President of the local association or to be a participant in the local association's MLS.

(NAR mandated 2025)

## **SECTION 8 – AFFILIATE MEMBERS**

Affiliate Members shall have rights and privileges and be subject to obligations prescribed by the Board of Directors. (NAR mandated 2025)

## **SECTION 9 – PUBLIC SERVICE MEMBERS**

Public Service Members shall have rights and privileges and be subject to obligations prescribed by the Board of Directors. (NAR mandated 2025)

## **SECTION 10 – HONORARY MEMBERS**

Honorary Membership shall confer only the right to attend meetings and participate in discussions. (NAR mandated 2025)

## **SECTION 11 – STUDENT MEMBERS**

Student Members shall have rights and privileges and be subject to obligations prescribed by the Board of Directors. (NAR mandated 2025)

## **SECTION 12 – CERTIFICATION BY REALTOR®**

"Designated" REALTOR® members of "THE ASSOCIATION" shall certify to "THE ASSOCIATION" during the month of August, or a period specified by the board of directors, on a form provided by "THE ASSOCIATION", a complete list of all individuals licensed or certified in the REALTORS® office and shall designate a primary association for each individual who holds a membership. The certification form(s) shall be sent to the Designated REALTOR® members each year.

Designated REALTORS® shall also identify any non-member licensees in the REALTOR® office(s) and if Designated REALTOR® dues have been paid to another association based on said non-member licensees, the Designated REALTOR® shall identify the association to which dues have been paid.

These declarations shall be used for purposes of calculating dues under **ARTICLE X, SECTION 2(a)** of the bylaws. Failure to certify by the date specified by "THE ASSOCIATION", a date not less than thirty (30) days nor more than thirty-five (35) days from date of mailing or electronic delivery will result in a fine of Two Hundred and fifty dollars (\$250.00) per individual not reported, not to exceed the maximum fine of Two Thousand Five Hundred Dollars (\$2500.00).

Designated REALTOR® members shall also notify "THE ASSOCIATION" of any additional individual(s) licensed or certified with the firm(s) within thirty (30) days of the date of affiliation or severance of the individual. Failure to certify within thirty (30) days will result in a fine of Five Hundred Dollars (\$500.00) per individual not reported. (NAR mandated 2025)

### **SECTION 13 – LEGAL LIABILITY TRAINING**

No additional requirements are imposed due to the mandatory training already required by the licensing law. (NAR mandated 2025)

### **SECTION 14 – HARRASSMENT**

Any member of "THE ASSOCIATION" may be reprimanded, placed on probation, suspended or expelled for harassment of an Association or MLS employee, Association Officer or Director after an investigation in accordance with the procedures of "THE ASSOCIATION".

As used in this section, harassment means any verbal, written or physical conduct to include 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 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 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 legal counsel for "THE ASSOCIATION".

Disciplinary action may include any sanction authorized by "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 through <https://www.nar.realtor> or from the Member Policy Department. (NAR mandated 2025)



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

### **SECTION 1 – DISCIPLINE OF REALTOR® MEMBERS**

Any REALTOR® member of “THE ASSOCIATION” may be disciplined by the Board of Directors for violations of the Code of Ethics or other duties of membership, after a hearing as described in the Code of Ethics and Arbitration Manual of “THE ASSOCIATION” provided that the discipline imposed is consistent with the discipline authorized by the Professional Standards Committee of NAR as set forth in the Code of Ethics and Arbitration Manual of NAR. 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. (NAR Mandated 2025)

### **SECTION 2 – REALTOR® MEMBERS DUTIES TO PROTECT “THE ASSOCIATION”**

It shall be the duty and responsibility of every REALTOR® member of “THE ASSOCIATION” to safeguard and promote the standards, interests and welfare of “THE ASSOCIATION”, the real estate profession and to protect against conduct that may cause a lack of public confidence in the real estate profession or in REALTORS®.

REALTOR® members must also abide by the governing documents and policies of “THE ASSOCIATION”, NAR and NAR, as well as the Code of Ethics of NAR, including the duty to arbitrate controversies arising out of the real estate transactions as specified by ARTICLE 17 of the Code of Ethics and in accordance with the procedures set forth in the Code of Ethics and Arbitration Manual. (NAR mandated 2025)

Every REALTOR® member shall maintain a high level of integrity and adhere to “THE ASSOCIATION’S” membership criteria. Any violent act or threat of violence to a person or property, hateful conduct, or acts of moral turpitude impacting the public shall not be tolerated and may cause disciplinary action, up to and including termination of membership.

### **SECTION 3 – ENFORCEMENT OF THE CODE**

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, the organization and procedures incident thereto, shall be governed by the Code of Ethics and Arbitration Manual of NAR as amended from time to time, by which this reference incorporated into these bylaws, provided however that any provision deemed inconsistent with the state law shall be deleted and amended to comply with state law.

### **SECTION 4 – MEMBERS OF PROFESSIONAL STANDARDS AND GRIEVANCE COMMITTEE**

Members of the Professional Standards Committee, Grievance Committee and board of directors will attend Code of Ethics training annually as scheduled by the Board of Directors. (NAR mandated 2025)

## **ARTICLE VIII – USE OF TERMS REALTOR® AND REALTORS®**

## **SECTION 1 – REALTOR® TRADEMARK**

Inclusion and retention of the Registered Collective Membership Mark REALTORS® in the name of “THE ASSOCIATION” shall be governed by the Constitution and Bylaws of NAR as amended from time to time.

Use of the terms REALTOR® and REALTORS® by members shall always be subject to the provisions of the Constitution and Bylaws of NAR and its Board of Directors. “THE ASSOCIATION” shall have the authority to control jointly and in full cooperation with NAR the use of 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 ASSOCIATIONS” Code of Ethics and Arbitration Manual. (NAR mandated 2025)

## **SECTION 2. – REALTOR® MEMBERS OF THE “ASSOCIATION”**

REALTOR® members of “THE ASSOCIATION” shall have the privilege to use 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. (NAR mandated 2025)

## **SECTION 3 – REALTOR® PRINCIPAL MEMBERS**

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

In the case of a REALTOR® principal member 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 holds REALTOR® membership.

If a firm, partnership or corporation operates additional places of business in which no principal holds REALTOR® membership, the terms REALTOR® or REALTORS® may not be used in reference to those additional places of business.

## **SECTION 4 – INSTITUTE AFFILIATE MEMBERS USE OF REALTOR® OR REALTORS®**

Institute Affiliate Members shall not use the terms REALTOR® or REALTORS® nor the imprint of the emblem seal of NAR. (NAR mandated 2025)

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

### **SECTION 1 – “THE ASSOCIATION” SHALL BE A MEMBER OF NMAR AND NAR**

“THE ASSOCIATION” shall be a member of NMAR and NAR. By reason of “THE ASSOCIATION’S” membership, each REALTOR® member of “THE ASSOCIATION” shall be

entitled to membership of NAR AND NAR without further payment of dues. "THE ASSOCIATION" shall continue as a member of NMAR AND NAR, unless by a majority vote of all its REALTOR® members, decision is made to withdraw, in which case NMAR and NAR shall be notified at least one (1) month in advance of the date designated for the termination of such membership. (NAR mandated 2025)

## **SECTION 2- "THE ASSOCIATION'S" RECOGNITION OF NAR OWNERSHIP OF REALTOR®**

"THE ASSOCIATION" recognizes the exclusive property rights of NAR in the terms of REALTOR® and REALTORS®. "THE ASSOCIATION" shall discontinue use of the terms in any form in its name, upon ceasing to be a member of NAR or upon a determination by the board of directors of NAR that it has violated the conditions imposed upon the terms. (NAR mandated 2025)

## **SECTION 3 – "THE ASSOCIATION'S" ADOPTION OF THE CODE OF ETHICS**

"THE ASSOCIATION" adopts the Code of Ethics of NAR and agrees to enforce the Code of Ethics among its REALTOR® members. "THE ASSOCIATION" and all its members agree to abide by the Constitution, Bylaws and Policies of NMAR AND NAR.

## **ARTICLE X – DUES AND ASSESSMENTS**

### **SECTION 1 – APPLICATION FEE**

The Board of Directors may adopt an application fee for REALTOR® membership in a reasonable amount, not exceeding three (3) time the amount of annual dues for REALTOR® membership, which shall be required to accompany each application for REALTOR® membership, and which shall become the property of "THE ASSOCIATION" upon final approval of the application. (NAR mandated 2025)

### **SECTION 2 – DUES**

The annual dues of members are as follows:

a. Designated REALTOR® dues:

The annual dues of each Designated REALTOR® member shall be in such amount as established annually by the board of directors, plus an additional amount to be established annually by the board of directors' times the number of real estate salespersons and licensed or certified appraisers who:

1. Are employed by or affiliated as independent contractors, or who are otherwise directly or indirectly licensed with such REALTOR® member and Are not REALTOR® members of any association in the state or state contiguous thereto or Institute Affiliate Members of "THE ASSOCIATION."
2. In calculating dues payable to "THE ASSOCIATION" by a Designated REALTOR® member, non-member licenses 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 board in the state or a state contiguous thereto, provided the Designated REALTOR® notifies "THE ASSOCIATION" in writing of the identity of the association to which dues have been remitted.

3. In the case of a Designated REALTOR® member in a firm, partnership or corporation whose business activity is substantially all commercial, any assessments for non-member licensees shall be limited to licensees affiliated with the Designated REALTOR® (as defined in (1) and of this paragraph) in the office where the Designated REALTOR® hold membership and any other offices of the firm located within the jurisdiction of "THE ASSOCIATION".
4. For this SECTION, a REALTOR® member of a member association shall be held to be any member who has a place or places of business within the state or a state contiguous thereto and who, as a principal, is actively engaged in the real estate profession as defined in ARTICLE III, SECTION 1, of the Constitution of NAR.
5. An individual shall be deemed to be licensed with a REALTOR® if the license 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 or entity.

A REALTOR® with a direct or indirect ownership interest in an entity engaged exclusively in soliciting and/or referring clients and customers to the REALTOR® for consideration on a substantially exclusive basis shall annually file the "THE ASSOCIATION" on a form approved by "THE ASSOCIATION" a list of the licensees affiliated with that entity and shall certify that all the licensees affiliated with the entity are solely engaged in referring clients and customers and are not engaged in listing, selling, leasing, renting, managing, counseling or appraising real property.

The individuals disclosed in such form shall not be deemed to be licensed with the REALTOR® filling the form for purposes of this Section and shall not be included in calculating the annual dues of the Designated REALTOR®. Designated REALTORS® shall notify "THE ASSOCIATION" within three (3) days of any changes in status of licensees in a referral firm. The exemption of any licensee included on the certification 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 the certification form submitted to "THE ASSOCIATION" who during the same calendar year applies for REALTOR® or REALTOR ASSOCIATE®

membership during the preceding calendar year.  
(NAR mandated 2025)

b. REALTOR® MEMBER DUES:

The annual dues of REALTOR® members other than the Designated REALTOR® shall be established annually by the Board of Directors  
(NAR mandated 2025)

c. Institute Affiliate Members:

The annual dues of each Institute Affiliate Member shall be established in ARTICLE II of the Bylaws of NAR.  
(NAR mandated 2025)

NOTE: The Institutes, Societies and Councils of NAR shall be responsible for collecting and remitting dues to NAR for Institute Affiliate members of seventy-five dollars (\$75.00). NAR shall credit twenty-five dollars (\$25.00) to the account of the 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 with the territorial jurisdiction of a Commercial Overlay Board ("COB"), the twenty-five dollars (\$25.00) will be credited to the COB, unless the Institute Affiliate member directs that the dues be distributed to the other board. NAR shall also credit twenty-five dollars (\$25.00) to the account of state associations for each Institute Affiliate Member whose office address is located within the territorial jurisdiction of the state association. Local and state associations may not establish additional entrance, initiation fees or dues for Institute Affiliate Members, but may provide service packages to which Institute Affiliate Members may voluntarily subscribe.

d. Affiliate Members

The annual dues of each Affiliate Member shall be established annually by the Board of Directors.

e. Public Service Members

The annual dues of each Affiliate Member shall be established annually by the Board of Directors.

f. Honorary Members

Dues payable, if any, shall be at the discretion of the Board of Directors.

g. Student Members

Dues payable, if any, shall be at the discretion of the Board of Directors.  
(NAR mandated 2025)

### **SECTION 3 – DUES PAYABLE**

Dues for all members shall be payable annually in advance on October 1 and will be considered delinquent if not paid by October 31 of the current year. A reinstatement fee, to be determined by the board of directors annually, shall be collected for all dues not paid in full by 8:00 am on the first (1<sup>st</sup>) business day after October 31 of the current year.

Dues for new members shall be computed from the date of application and granted provisional membership. In the event an associate broker, licensed or certified appraiser who holds REALTOR® membership is dropped for non-payment of association dues, and the individual remains with the Designated REALTOR®'s firm, the dues 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 (1<sup>st</sup>) day of the fiscal year and are payable within thirty (30) days' notice of termination. (NAR mandated 2025)

### **SECTION 4 – NON-PAYMENT OF FINANCIAL OBLIGATIONS**

If dues, fees, fines or other assessments including amounts owed to "THE ASSOCIATION" are not paid by the due date, the nonpaying member is subject to termination at the discretion of the board of directors.

A former member who has had their membership terminated for nonpayment of dues, fees, fines or other assessments duly levied in accordance with the provisions of these bylaws of "THE ASSOCIATION" or any of its services, departments, divisions or subsidiaries may apply for reinstatement after making payment in full of all accounts due as of the date of termination. (NAR mandated 2025)

### **SECTION 5 - EXPENDITURES**

All invoices, bills and regular payments of the Association shall be reviewed on a weekly basis, either in person or electronically with a cover letter attached for approval or disapproval for payment by the President, President Elect, Treasurer and the entire finance committee with full statements attached, prior to payment by the Association Executive

Expenditures of \$25,000.00 or more need to be approved by a quorum of the membership as defined in ARTICLE XII, SECTION 4.

The AE will not be a signatory on checks or any financial documents.

### **SECTION 6 – NOTICE OF DUES, FINES, FEES AND ASSESSMENTS**

Notice of dues, fees, fines, assessments or other financial obligations of "THE ASSOCIATION" shall be noticed to the delinquent association member in writing or by electronic notice setting forth the amount owed and due date.

## **SECTION 7 – DUES OF REALTOR® MEMBERS THAT ARE REALTOR® EMERITUS**

The dues of REALTOR® members who are REALTOR® Emeritus (as recognized by NAR), Past Presidents of NAR or recipients of the Distinguished Service Award shall be as determined by the board of directors. (NAR mandated 2025)

## **SECTION 8 – FINANCIAL RECORDS**

The profit and loss statement and balance sheet of “THE ASSOCIATION” are available to the membership during regular business hours upon advanced request for inspection and review at “THE ASSOCIATION” office. Records may not be copied, photographed or removed from the premises. (NAR mandated 2025)

## **SECTION 9 – FINANCIAL BUDGET AND AUDIT**

An annual operating budget will be prepared by the AE and Finance Committee and presented to the Board of Directors for approval at the November board meeting prior to the beginning of the fiscal year.

Starting with 2024-2025 fiscal year and each year thereafter, the Board of Directors shall have a financial audit conducted. The firm conducting the required annual audit must be a disinterested party and shall not be involved in the normal month-to-month accounting processes for LCAR.

**The audit will be started within the month of July and shall be completed as soon as practical and the findings presented to the LCAR board of directors.**

## **ARTICLE XI – OFFICERS AND DIRECTORS**

### **SECTION 1 – OFFICERS**

The elected officers of “THE ASSOCIATION” shall be:

The President

The President – Elect The Treasurer

The Secretary will be the AE.

The elected officers shall serve for two (2) years. President- Elect moves up to President in their following year except as otherwise noted in these bylaws.

### **SECTION 1a – EXECUTIVE COMMITTEE**

The LCAR President, LCAR President-Elect and LCAR Treasurer shall serve as members of the Executive Committee. The Executive Committee shall plan the affairs of “THE ASSOCIATION” between meetings of the Board of Directors in accordance with “THE ASSOCIATION’S” bylaws, policies and procedures.

## **SECTION 2 – DUTIES OF OFFICERS**

Then duties of officers shall be such as their titles, by general usage, would indicate and such as may be assigned to them by the board of directors. It shall be the duty of the AE to keep the records of “THE ASSOCIATION” and to carry on all necessary correspondence with NMAR and NAR.

The governing body of “THE ASSOCIATION” shall be a Board of Directors consisting of LCAR President, LCAR President-Elect, LCAR Treasurer and one (1) director elected for every, one hundred seventy-five (175) association members as of May 1<sup>st</sup> annually, rounded up or down using point 5 (.5) as the rounding center.

Directors shall be elected to serve for terms of two (2) years, except that in the event the terms of more than one-half ( $1/2$ ) of the directors are scheduled to expire on December 31<sup>st</sup> of any given year, then prior to the next election of that year, the Board of Directors shall have the authority to adjust the terms of existing and /or incoming directors in order to re-establish the system under which one half ( $1/2$ ) of the directors becomes available each year.

Thereafter, as many directors shall be elected each year as are required to fill vacancies. No vacancy will exist for an expiring director term that is more than the one (1) director per one hundred seventy-five (175) members, rounded up or down using point 5 (.5) as the rounding center. However, at no time will an elected director have their term shortened because of the membership count as of May 1<sup>st</sup>.

## **SECTION 3 – TERM LIMITS AND RESTRICTIONS**

- a. Term limits – No director shall serve for more than three (3) consecutive two-year (2 year) terms. At no time can the consecutive service of officers or directors exceed six (6) years. As such no officer or director can be nominated for a new position that would create a situation in which they would, by virtue of election, exceed the maximum six (6) years of consecutive service.
- b. Restrictions – No one company shall have representation on the governing body greater than forty percent (40%) of the total governing body, rounded up or down using point 5 (.5) as the rounding center.

However, at no time will an elected director have their term shortened because of the membership count as of May 1<sup>st</sup> or a change of company.

Nominated candidates and/or petition candidates must be balloted to run against each other. If any candidate is running for office and the election of that candidate will violate the provisions in SECTION 3 b, the offending candidate will be removed from the ballot. If two (2) or more candidates from the same office are running for the same position and the election of two (2) or more of them will violate the provisions contained in SECTION 3 b, the candidate which receives the lower vote total between them will forfeit the election.

When two (2) or more candidates from the same office are running for an officer position and a director position, they will be candidates for the officer position unless one withdraws and the



candidate which receives the lower vote total between them will forfeit the election.

## **SECTION 4 – DUTIES OF THE BOARD OF DIRECTORS**

### **The Board of Directors shall:**

- a. Faithfully prepare for and attend all meetings in a timely manner and commit adequate quality time to the performance of their fiduciary and leadership duties and responsibilities.
- b. Attend training and education as available to enhance their effectiveness as leaders and policy makers and to personally conduct such activities as are necessary for the directors to accurately advance member needs and desires.
- c. Ensure that meeting agendas to facilitate formulating policy and the future plans of “THE ASSOCIATION”. Identify and eliminate committees and functions whose continued existence and resource allocation is inconsistent with the primary goal of “THE ASSOCIATION”.
- d. Develop and budget a business plan that will ensure “THE ASSOCIATION” needs are met.
- e. The board shall obtain the services of such executive, legal and office personnel it deems necessary to care for and maintain the properties of “THE ASSOCIATION” and otherwise conduct the administrative business of “THE ASSOCIATION”. The board of directors shall have the right to perform an audit of the books and accounts at any time without notice. Except as may otherwise be provided in these bylaws, the action of the board shall be final.

## **SECTION 5 – ELECTION OF OFFICERS AND DIRECTORS**

By January 1<sup>st</sup> of the current year of the Chair of the Board Development Committee will be appointed by the President. The President shall appoint the Board Development Committee no later than February 1<sup>st</sup> of each year and this committee will cultivate potential candidates throughout the year.

The Board Development Committee will consist of seven (7) REALTOR® members and shall consist of two (2) Past Presidents, one as chair, the current President-Elect, one (1) member of the current board of directors and three (3) members at large. There will be no more than two (2) members from the same office. No member of the Board Development Committee shall be eligible for position as an officer or director during the same year they serve on the Board Development Committee.

The Board Development Committee chair will coordinate with the AE to assure that all timelines and processes are met and that the job descriptions of all offices to be fulfilled will be made available to all applicants. Applications will be submitted no later than June 1<sup>st</sup> or on a date announced by the board development committee chair. The board development committee may solicit applicants and will solicit at least one (1) candidate for each vacancy to be filled. The committee will consider the restrictions of SECTION 3 b.

The report of the Board Development Committee shall be provided to the President and the board of directors not less than forty-five (45) calendar days prior to the scheduled election. Upon submittal of the report to the board of directors, the committee chair will also notify the nominees of their selection for the election. The committee chair will also notify the candidate(s) whose election would violate the prohibition contained in **SECTION 3b** that they will not be balloted.

The President shall direct the AE to publish, via electronic notice, the approved nomination list to each member eligible to vote at least three (3) weeks prior to the election.

Additional candidates for the offices to be filled may be placed in nomination by petition signed by at least 10% of the REALTOR® members eligible to vote on May 1 preceding the scheduled election. The petition shall be filed with the AE at least two (2) weeks before the election. The AE shall send electronic notice of such additional nominations to all members eligible to vote prior to the election. All petition candidates are subject to prohibitions contained in SECTION 3 b.

The election shall take place at the annual membership meeting in September as established by ARTICLE XII, SECTION 1. The election shall be by ballot, and all votes shall be cast in person or by electronic means as established by ARTICLE XII, SECTION 5, or by absentee ballot prepared for the election by the AE. The ballot shall contain the names of all the candidates and the offices for which they are nominated. Ballots will be counted by the AE and certified by no less than two (2) members at large who are not being elected by those ballots.

If vacancies exist after the election, they will be appointed by the current President-Elect after the election and approved by the board of directors.

## **SECTION 6 – VACANCIES**

Director vacancies shall be appointed by the President with the approval of the board of directors. Any such appointments shall be for the remaining term of the vacancy within and be appointed within sixty (60) days of the vacancy. Notice shall be given to the membership of vacancy within five (5) days of the vacancy.

If the President is unable to serve or fulfill their term, the President-Elect will become the President, except when SECTION 6.2 below is approved by the board of directors.

If the President-Elect is unable to serve or fulfill their term, the Treasurer will become the President-Elect.

If the Treasurer is unable to serve or fulfill their term, the President will:

- a. Notify the membership within five (5) calendar days that applications are being accepted for the Treasurer position for the remaining term of the vacancy.

Applications will be accepted for a period of fifteen (15) calendar days.

- b. The board development committee will meet within five (5) calendar days after the application deadline date and may interview any applicant. The committee shall notify the President and the board of directors within five
- c. (5) calendar days of the candidate(s) for the Treasurer position. The Board Development Committee must have at least five (5) members to conduct interviews, and no member of the board development committee may be an applicant for the position.
- d. The board development committee may solicit candidates for the position and shall consider the prohibitions contained in SECTION 3b.
- e. The report of the Board Development Committee shall be provided to the President within five (5) calendar days. Upon submittal of the report to the Board of Directors, the Board Development Committee chair shall also notify the nominees of their election for the election. The Board Development Committee chair will also notify the candidate(s) whose election would violate the prohibition contained in SECTION 3b that they will not be balloted.
- f. The President and the board of directors shall vote and ratify the incoming Treasurer candidate for the remaining term of the vacancy.
- g. The election shall be conducted under the provisions of ARTICLE XI, SECTION 5 e. Ballots will be counted by the AE and certified by no less than two (2) members at large who are not being elected by those ballots.

#### **SECTION 6.1 – ANY OFFICER OR DIRECTOR MAY RESIGN**

Any officer or director may resign at any time by delivering notice to the AE and said resignation will be effective upon acceptance by a majority vote of the Board of Directors. Board of Directors may vote by electronic means in accordance with ARTICLE XII of these bylaws.

#### **SECTION 6.2 – VACANCY OF THE OFFICE OF THE PRESIDENT**

A vacancy of the office of the President because of death, resignation, removal or disqualification may be filled by the President-Elect who shall serve. The remaining portion of the President's term as well as their own elected term upon approval of the Board of Directors. All other positions will remain the same upon approval.

#### **SECTION 6.3 – VACANCY OF THE OFFICE OF PRESIDENT THAT CANNOT BE FILLED BY NEXT RANKING OFFICER**

A vacancy in the office of the President because of death, resignation, removal or disqualification which cannot be filled by the next ranking officer, may be filled by appointment to the vacancy by the Board of Directors for the unexpired portion of the term. (approved 6/21/2016)

## **SECTION 7 – REMOVAL OF OFFICERS AND 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 the office voluntarily, the officer or director may be removed under the following procedure:

A petition requiring the removal of an officer or director and signed by not less than one-third (1/3<sup>rd</sup>) of the voting membership or a majority of all directors shall be filed with the President, or if the President is the subject of the petition, with the next ranking officer, and shall specifically set forth the reasons the individual is deemed to be disqualified from further service.

Upon the receipt of the petition, and not less than twenty (20) days or more than forty-five (45) days thereafter, a special meeting of the voting membership of “THE ASSOCIATION” shall be held and the sole business of the meeting shall be to consider the charge against the officer or director, and to render a decision of such petition.

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 chair the meeting. Provided that a quorum is present, a three-fourths (3/4<sup>th</sup>) vote of members are present and voting shall be required for removal from office.

## **SECTION 8 – INDEMNIFICATION OF OFFICERS AND DIRECTORS**

“THE ASSOCIATION” will indemnify any director, officer, AE, former director, former officer or former AE of “THE ASSOCIATION” against expenses, costs and attorney’s fees actually and reasonably incurred in connection with the defense of any action suit or proceeding, civil or criminal, in which the director, officer or AE is made a party to by reason of having been a director, officer, or AE. The indemnification may include amounts paid to satisfy a judgment or to compromise a settlement claim. The officer, director or AE shall not be indemnified if they have breached or failed to perform the duties of office and the breach or failure to perform constitutes willful misconduct or recklessness. Advance indemnification may be allowed of an officer, director or AE for expenses to be incurred in connection with the action, suit or proceeding, provided that the director, officer or AE must reimburse “THE ASSOCIATION” if it is subsequently determined that they were not entitled to indemnification by reason of negligence or misconduct in the performance of duties of an officer, director or AE. “THE ASSOCIATION” may make other indemnification as authorized by the Article of Incorporation, Bylaws or by resolution adopted after notice by the members certified to vote.

## **SECTION 9 – ASSOCIATION EXECUTIVE (AE)**

There shall be an AE, appointed by the Board of Directors, who shall be the Chief Administrative Officer of “THE ASSOCIATION”. The AE shall have authority to hire, supervise, evaluate and terminate other staff, if any, and shall perform such other duties as prescribed by the Board of Directors.

## **ARTICLE XII – MEETINGS**

### **SECTION 1 – ANNUAL MEETINGS**

The annual meeting of “THE ASSOCIATION” shall be held during September of each year, the date, place and hour to be designated by the President. Additional membership meetings may be held at any time the President, or the Board of Directors may determine, or upon the written request of at least ten percent (10%) of the voting membership.

### **SECTION 2 – EXECUTIVE COMMITTEE MEETINGS**

The President shall designate a regular time and place for monthly executive committee meetings. All decisions of the executive committee will be reviewed at the next Board of Directors meeting and will be noted in the minutes of that meeting

Any expenditures of the executive committee will be in compliance with ARTICLE 10, SECTION 5.

### **SECTION 3 – MEETING OF DIRECTORS**

The Board of Directors shall designate a regular time and place of meetings.

### **SECTION 4 – SPECIAL MEETINGS OF THE BOARD OF DIRECTORS**

**SPECIAL MEETINGS:** Special meetings of the Board of Directors may be held at other times as the President or twenty percent (20%) of the board of directors may determine.

**OTHER MEETINGS:** Meetings of the members may be held at other times as the President or Board of Directors may determine, or upon written request of at least ten percent (10%) of the members eligible to vote on May 1 annually.

**NOTICE OF MEETINGS:** Written or electronic notice of meetings shall be given to every member entitled to participate in the meeting at least one (1) week prior to all meetings. All notices of any such meetings shall be accompanied with a written statement of the meeting’s purpose.

**QUORUM REQUIREMENTS:** A quorum for the transaction of business at the membership meetings shall consist of ten percent (10%) of the members eligible to vote on May 1 immediately preceding the meeting. Absentee ballots will be included in the membership count toward a quorum. All bylaw changes and board elections must have a quorum of ten percent (10%) of the voting membership count of May 1 immediately preceding the bylaw change or board election. The quorum count and result count shall be noted in minutes of the meeting. When bylaw changes or elections are conducted electronically, the quorum count and result count shall be noted in the next board meeting minutes along with the names of those who certified the results.

## **SECTION 5 – ELECTRONIC TRANSACTION OF BUSINESS**

To the fullest extent permitted by law, the Board of Directors or membership may conduct business by electronic means in accordance with these bylaws. Meetings by electronic means, as used in these bylaws, is participation utilizing conference telephone or other communications equipment whereby all persons participating in the meeting can hear each other. Further, participation in a meeting by such means shall constitute presence in person at such meeting. Electronic notice as used in these bylaws shall be deemed a written notice when sent by email message to the electronic mail address specified by the receiving member and shall be deemed received at the time the electronic notice is sent. Email messages as used in these bylaws means a message sent to a unique electronic mail address. Electronic delivery means the delivery of documents by facsimile, or electronic mail, the internet or other electronic means.

## **SECTION 6 – ACTION WITHOUT MEETING**

Unless specifically prohibited by the Article of Incorporation, any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the directors. The consent shall be evidenced by one or more written approvals, each of which sets forth the action taken and bears the signature of one or more directors. All the approvals evidencing the consent shall be delivered to the AE to be filed in the corporate records. The action taken shall be effective when all the directors have approved the consent unless the consent specifies a different effective date.

## **SECTION 7 – ABSENCE FROM MEETINGS**

Three absences from meetings in any calendar year shall be construed as resignation. The member may appeal the resignation to the Board of Directors.

## **ARTICLE XIII – COMMITTEES**

### **SECTION 1 – STANDING COMMITTEES**

The President shall annually appoint the following standing committees, subject to confirmation by the Board of Directors:

Professional Standards

Grievance

Bylaws

Community Service

Education/Affiliates

RPAC/Government Affairs

Membership

Engagement

Finance

## **SECTION 2 – SPECIAL COMMITTEES**

The President shall appoint, subject to confirmation by the Board of Directors, special committees and task forces as deemed necessary.

## **SECTION 3 – APPOINTMENT OF COMMITTEE CHAIRS AND VICE CHAIRS**

Except for REALTOR® of the Year and Finance Committees, the incoming President shall appoint the committee chairs, and the President-Elect shall appoint the committee vice chairs who shall serve during the year of the incoming President's and incoming President-Elect's term as President and President-Elect. The committee vice chairs will become the chairs when appointing President-Elect becomes President.

## **SECTION 4 – ORGANIZATION**

All the committees of such size and shall have duties, functions and powers as assigned by the President or the board of directors except as otherwise provided in these bylaws.

## **SECTION 5 – PRESIDENT**

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

## **SECTION 6 - ACTION WITHOUT MEETING**

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

## **SECTION 7 – ABSENCE FROM MEETINGS**

Three absences (3) in any calendar year from a committee meeting shall be construed as resignation. The member may appeal the resignation to the Board of Directors.

## **SECTION 8 – ATTENDANCE BY ELECTRONIC MEANS**

Members of a committee may participate using a conference call, video conference or any similar means of communication. Such participation shall constitute presence at the meeting and count towards the quorum.

## **SECTION 9 – FINANCE COMMITTEE**

The finance committee will consist of the AE, LCAR Treasurer, LCAR President-Elect, two (2) current directors, two (2) members at large and the LCAR Certified Public Accountant (CPA) or LCAR Bookkeeper as an ex-officio member.

## **SECTION 10 – REALTOR® OF THE YEAR (ROTY) COMMITTEE**

The ROTY will consist of all past ROTY Recipients who agree to serve. The ROTY recipient who received the award the year prior to the award will serve as the chair of the committee; provided, however, if that individual is not available, able and willing to serve in that capacity, the committee chairmanship would be carried back to the individual who received the award two (2) years prior to the award year. If that individual is not available, able and willing to serve, this process would continue in the same fashion until the chairmanship of the committee is determined.

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

### **SECTION 1 – FISCAL YEAR**

The fiscal year of “THE ASSOCIATION” shall be January 1 to December 31.

### **SECTION 2 – ELECTIVE YEAR**

The elective year of “THE ASSOCIATION” shall be from January 1 to December 31

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

**Roberts 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 – AMENDING BYLAWS**

These bylaws may be amended by the majority vote of the members present and qualified to vote at any membership 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.

### **SECTION 2 – NOTICES**

Notices of all meetings at which amendments are to be considered shall be mailed or delivered electronically to every member eligible to vote at least one (1) week prior to the meeting.



## **SECTION 3 – AMENDMENTS TO BYLAWS**

Amendments to these bylaws affecting the admission or qualification of REALTOR® and Institute Affiliate Members, the use of the term REALTOR® and REALTORS®, or any alteration in the territorial jurisdiction of “THE ASSOCIATION” shall become effective upon their approval as authorized by the board of directors of NAR.

## **ARTICLE XVII – DISSOLUTION**

### **SECTION 1 – DISSOLUTION OF ASSOCIATION**

Upon the dissolution of “THE ASSOCIATION”, the Board of Directors, after providing for the payment of all obligations, shall distribute any remaining assets of NAR or, within its discretion, to any other non-profit tax-exempt organization.

## **ARTICLE XVIII – MULTIPLE LISTING**

### **SECTION 1 – AUTHORITY**

The Las Cruces Association of REALTORS® (“LCAR”) shall maintain for the use of its members a Multiple Listing Service (“MLS”) which shall be a lawful corporation of the State of New Mexico, all stock of which shall be owned by LCAR.

### **SECTION 2 – PURPOSE**

An MLS is a means by which authorized participants make blanket unilateral offers of compensation to other participants (acting as subagents, buyers agents, or in another agency or non-agency capacities defined by law); by which cooperation among participants is enhanced and information is accumulated and disseminated to enable authorized participants to prepare appraisals, analysis, and other valuations of real property for Bonafide clients and customers; by which participants engaging in the real estate appraisal contribute to common databases and is a facility for the orderly correlation and dissemination of listing information so participants may better serve their clients and the public.

Entitlement to compensation is determined by the cooperating broker's performance as a procuring cause of the sale or lease.

The MLS also offers computerized information services to boards/associations who opt to purchase such services from the MLS and to any other entity deemed appropriate by the Board of Directors.

It also offers other programs and services which are deemed desirable and/or necessary to real estate organizations, firms and the public.

### **SECTION 3 – SERVICE AREA**

The area within which the MLS shall function shall always be coextensive with or within the

territorial jurisdiction of LCAR and that of any boards/associations which opt to purchase services from or sign a joint venture agreement with the MLS.

### **SECTION 3.1 – GOVERNING DOCUMENTS**

The Board of Directors shall cause any MLS established by it pursuant to this ARTICLE to conform to The Multiple Listing and Information Service, Inc corporate charter, constitution, bylaws, rules, regulations, policies, practices and procedures always and to the constitution, bylaws and policies of NAR.

### **SECTION 4 – PARTICIPATION**

Any REALTOR® of “THE ASSOCIATION” or any other association who is a principal, except as otherwise stipulated in these bylaws, shall be eligible to participate in the MLS 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 MLS membership or participation unless they hold a current, valid real estate broker’s license and cooperate, or are licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property.

\*\*Cooperation is the obligation to share information on listed property and to make property available to other brokers for showing to prospective purchasers and tenants when it is in the best interest of their clients.

The key is that the participant or potential participant actively endeavors to cooperate with respect to the properties of the type that are listed on the MLS in which the participation is sought.

Cooperation is the obligation to share information on the listed property and to make property available to other brokers for showing to prospective purchasers and tenants when it is in the best interest of their clients. 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 cooperate.

An MLS may evaluate if a participant or potential participant actively endeavors during the operation of its real estate business to cooperate 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.

\*Any applicant for MLS participation and any license (including licensed or certified appraisers) affiliated with an MLS participant who has access to, and use of MLS generated information shall complete an orientation program of no more than eight (8) classroom hours devoted to the MLS Rules and Regulations and computer training related to the MLS Information entry and retrieval within thirty (30) days after access has been provided.

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

## **SECTION 5 – SUBSCRIBERS**

Subscribers (or users) of the MLS include non-principal brokers, sales associates and licensed and certified appraisers affiliated with the participants. Subscribers also include affiliated unlicensed administrative and clerical staff, personal assistants and individuals seeking licensure or certification as real estate appraisers who are under the direct supervision of an MLS participant or the participant’s licensed designee.

## **SECTION 6 – ACCESS TO COMPARABLE AND STATISTICAL INFORMATION**

REALTOR® members who are actively engaged in real estate brokerage, management, appraising, land development or building, but do not participate in the MLS are nonetheless entitled to receive, by purchase or lease, all information other than current listing information that is generated wholly or in part by the MLS including “comparable” information, “sold” information and statistical reports as approved by the Board of Directors.

This information is provided for the exclusive use of REALTOR® members and individuals affiliated with REALTOR® members who are also engaged in the real estate business and may not be transmitted, retransmitted or provided by any member to any unauthorized individual, office or firm except as otherwise specified in the MLS rules and regulations. REALTOR® members who receive such information, either as an association service or through “THE ASSOCIATION’S” MLS are subject to the applicable provisions of the MLS rules and regulations whether they participate in the MLS or not.

## **SECTION 7 – INFORMATION SERVICE**

Subject to MLS rules and regulations, information collected and or generated by the MLS may be offered, for a fee, to non-licensed persons or firms as provided by law and the MLS Board of Directors.

## **SECTION 8. SHAREHOLDER APPROVAL.**

All proposed amendments, modifications, or changes to the MLS Bylaws, Rules & Regulations, Policies, and Elections or Appointments to the Board of Directors must have the final consideration and approval of the Board of Directors, Las Cruces Association of REALTORS®, Inc. (shareholder), prior to those changes becoming effective and operational.

SMMLS Financial statements will be made available upon request to the shareholder.

## **SECTION 9. MLS LOCATION**

MLS will carry out operations at 150 E. Idaho, Las Cruces, NM 88005. Any change to the MLS business or operating location must have final consideration and approval of the Board of Directors, Las Cruces Association of REALTORS®, Inc., prior to planning change or the actual location move becoming effective and operational.

## **SECTION 10 – LOCKBOXES**

The LCAR Board of Directors shall enter into a Memo of Agreement (MOA) with the MLS to provide lockbox access via a lockbox provider and key system of their choosing.

LCAR shall determine that the lockbox provider meets the requirements of NAR regarding lockbox program security requirements.

### **SECTION 10.1 – AFFILIATE MEMBERS ACCESS TO ELECTRONIC KEY ACCESS**

Affiliate members who are in the home inspection, warranty, photography/videographer, other types of inspectors or service providers shall be eligible to contract with MLS for electronic key access.

Affiliate members of LCAR who contract for electronic key access will only have the “Call Before Showing” (CBS) access. These Affiliate members must meet the following conditions:

- A. The owner/manager holds an LCAR Affiliate Membership.
- B. Each individual in the Affiliate company who contracts with SNMMLS for an electronic keypad must be an LCAR Affiliate member.
- C. The Affiliate company must provide evidence upon application, and annually thereafter, of holding no less than \$500,000.00 in general liability insurance, naming LCAR and MLS as additional insureds and provide for LCAR and MLS to receive a thirty (30) day notice before cancellation or expiration.
- D. The electronic key assigned to an individual LCAR Affiliate member may not be used under any circumstances by anyone other than the key holder. The MLS Board of Directors may impose a fine and the LCAR Board of Directors may otherwise treat it as a membership violation pursuant to ARTICLE V, SECTION 2, Qualifications of the LCAR Bylaws.
- E. The primary member of the Affiliate company electing to utilize lockbox services shall comply with NAR biannual Code of Ethics training requirements (or approved equivalent) as a condition of receiving and/or continuing to receive such services.