

Bylaws of the Greater Tampa Association of REALTORS®

ARTICLE I – NAME

Section 1. Name.

The name of this organization shall be the Greater Tampa Association of REALTORS®, Inc. hereinafter referred to as the "Association".

Section 2. 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 the NATIONAL ASSOCIATION OF REALTORS®* as from time to time amended.

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

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

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

Institute Affiliate members shall not use the terms REALTOR® or REALTORS®, nor the imprint of the emblem seal of the NATIONAL ASSOCIATION OF REALTORS®. (rev. 7/16/18)

Section 3. Corporate Seal.

The corporate seal of this organization shall consist of a circular metal disc; around the outer part of the face thereof shall be inscribed the words "Greater Tampa Association of REALTORS®, Inc., Tampa, Florida" and across the center thereof the word "Seal, 1926."

Section 4. History and Charter.

This organization was originally formed in 1911 as an incorporated trade association known as the Tampa Real Estate Board, Inc. Its name was changed September 6, 1939 to Tampa Board of REALTORS®, under which name on October 9, 1939, was issued a charter by the National Association of Real Estate Boards. On July 24, 1979, re-incorporation of the Tampa Board of REALTORS®, Inc. was filed with the Secretary of State of the State of Florida and assigned Charter No. 748176. Articles of Amendment were filed December 27, 1988, changing the name to The Greater Tampa Association of REALTORS®, Inc.

ARTICLE II – OBJECTIVES

Section 1.

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

Section 2.

To promote and maintain high standards of conduct in the real estate profession as expressed in the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®.

Section 3.

To provide a unified medium for real estate owners and those engaged in the real estate profession whereby their interests may be safeguarded and advanced.

Section 4.

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

Section 5.

To unite those engaged in the real estate profession in this community with the Florida REALTORS® and the National Association of REALTORS®, thereby furthering their own objectives throughout the state and nation, and obtaining the benefits and privileges of membership therein.

Section 6.

To designate, for the benefit of the public, individuals authorized to use the terms REALTOR®, and REALTORS® as licensed, prescribed, and controlled by the NATIONAL ASSOCIATION OF REALTORS®.

ARTICLE III – JURISDICTION

Section 1.

The territorial jurisdiction of the Association as a Member of the NATIONAL ASSOCIATION OF REALTORS® shall include all of the County of Hillsborough, State of Florida.

Section 2.

Territorial jurisdiction is defined to mean:

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

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ARTICLE IV – MEMBERSHIP

Section 1.

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

(1) Individuals who, as sole proprietors, partners, corporate officers, or branch office managers, are engaged actively in the real estate profession, including buying, selling, exchanging, renting or leasing, managing, appraising for others for compensation, counseling, building, developing or subdividing real estate, and who maintain or are associated with an established real estate office in the State of Florida or a state contiguous thereto. All persons who are partners in partnerships, 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 (rev. 7/16/18)

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. (rev. 7/16/18)

(2) Individuals who are engaged in the real estate profession other than as sole proprietors, partners or corporate officers, or as branch office managers and are associated with a REALTOR® member and meet the qualifications. (rev. 7/16/18)

(b) **Franchise REALTOR® Membership.** Corporate officers (who may be licensed or unlicensed) of a real estate brokerage organization with at least one hundred fifty (150) franchisees located within the United States, its insular possessions and the commonwealth of Puerto Rico, elected to membership pursuant to the provisions in the NAR Constitution and Bylaws. Such individuals shall enjoy all of the rights, privileges and obligations of REALTOR® membership (including compliance with the Code of Ethics) except: obligations related to Association mandated education, meeting attendance, or indoctrination classes or other similar requirements; the right to use the term REALTOR® in connection with their franchise organization's name; and the right to hold elective office in the local Association, State Association and National Association. (rev. 7/16/18)

(c) **Primary and Secondary REALTOR® Members.** An individual is a primary member if the Association pays state and National dues based on such member. An individual is a secondary member if state and National dues are remitted through another Association. One of the principals in a real estate firm must be a Designated REALTOR® member of the Association in order for licensees affiliated with the firm to select the Association as their "primary" Association. (rev. 7/16/18)

(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 Membership including the obligation to arbitrate 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. (rev. 7/16/18)

(e) **Institute Affiliate Members.** Institute Affiliate Members shall be individuals who hold a professional designation awarded by an Institute, Society or Council affiliated with the NATIONAL ASSOCIATION OF REALTORS® that addresses a specialty area other than residential brokerage or individuals who otherwise hold a class of membership in such Institute, Society or Council that confers the right to hold office. Any such individual, if otherwise eligible, may elect to hold REALTOR® membership, subject to payment of applicable dues for such membership. (rev. 7/16/18)

(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. They shall not be eligible to vote or to hold elective office in the Association. Affiliate members' voting rights shall be limited to voting for a qualified affiliate individual to hold office of Affiliate Director. (rev. 7/16/18)

(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. They shall not be eligible to vote or to hold elective office in the Association. (rev. 7/16/18)

(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. They shall not be eligible to vote or hold elective office in the Association, except those members who are from time to time granted lifetime status by the Board of Directors. (rev. 7/16/18)

(f) **REALTOR® Emeritus.** A REALTOR® Member who has held membership in the NATIONAL ASSOCIATION OF REALTORS® for a cumulative period of forty (40) years, upon certification by the Board of Directors, shall be designated "REALTOR® EMERITUS" and local dues shall be waived. (rev. 3/25/05) (rev. 4/18/11)

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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 (1) that applicant agrees as a condition to membership to thoroughly familiarize himself/herself with the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, the Constitution, Charter, Bylaws, and Rules and Regulations of the local, State and National Associations, and if elected a member, will abide by the Constitution, Charter, Bylaws and Rules and Regulations of the local, State and National Associations, and if a REALTOR® member, will abide by the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® including the obligation to arbitrate controversies arising out of real estate transactions as specified by Article 17 of the Code of Ethics, and as further specified in the Code of Ethics and Arbitration Manual of the NATIONAL ASSOCIATION OF REALTORS®, as from time to time amended, and (2) that applicant consents that the Association, through its Membership Committee or otherwise, may invite and receive information and comment about applicant from any member or other persons, and that applicant agrees that any information and comment furnished to the Association by any person in response to the invitation shall be conclusively deemed to be privileged and not form the basis of any action for slander, libel or defamation of character. The applicant shall, with the form or application, have access to a copy of the Bylaws, Constitution, Charter, Rules and Regulations, and Code of Ethics referred to above.

Section 2. Qualification.

A. REALTOR®.

(1) An applicant for REALTOR® membership who is a sole proprietor, partner, corporate officer or branch office manager of a real estate firm shall supply evidence satisfactory to the Board through its Membership Committee or otherwise that he is actively engaged in the real estate profession, and maintains a current, valid real estate broker's or salesperson's license or is a licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property, has a place of business within the State or a state contiguous thereto (unless a secondary member), has no record of recent or pending bankruptcy, has no record of official sanctions involving unprofessional conduct, agrees to complete a course of instruction covering the Charter, Bylaws and Rules and Regulations of the Greater Tampa Association of REALTORS®, the Bylaws of the State Association, and the Constitution, Bylaws and Code of Ethics of the NATIONAL ASSOCIATION and shall pass such reasonable and nondiscriminatory written examination thereon as may be required by the Committee, and shall agree that if elected to membership, he/she will abide by such Constitution, Charter, Bylaws and Rules and Regulations and Code of Ethics. (rev. 9/15/97) (rev. 6/27/05) (rev. 10/17/05) (rev. 4/18/11)

(2) Individuals who are actively engaged in the real estate profession other than as principals, 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 Association (if a secondary member), and must maintain a current, valid real estate broker's or salesperson's license or be registered, licensed or certified by an appropriate state regulatory agency to engage in the appraisal or real property, shall complete a course of instruction covering the Charter, Bylaws and Rules and Regulations of the Association, the Bylaws of the State Association and the Constitution and Bylaws and Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® and shall pass such reasonable and nondiscriminatory written examinations thereon as may be required by the Committee, and shall agree in writing that if elected to membership he will abide by the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, and by the Constitution, Charter, Bylaws and Rules and Regulations of the local, State and National Associations. (rev. 01/16/06)

B. Affiliate Member, Honorary Member, Public Service Member.

Qualifications for Affiliate Member, Honorary Member and Public Service Member shall be as stated in Article IV, Section 1, Paragraphs C, D and E. (rev. 7/15/02)

C. Provisional Membership.

The Association will also consider the following in determining an applicant's qualifications for REALTOR® membership.

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

(2) Pending ethics complaints (or hearings).

(3) Unsatisfied discipline pending.

(4) Pending arbitration requests (or hearings).

(5) Unpaid arbitration awards or unpaid financial obligations to any other association or association MLS.

"Provisional" membership may be granted in instances where ethics complaints or arbitration requests (or hearings) are pending in other associations or where the applicant for membership has unsatisfied discipline pending in another association (except for violations of the Code of Ethics; See Article V, Section 2(C) Note 1) (provided all other qualifications for membership have been satisfied.) Associations may reconsider the membership status of such individuals when all pending ethics and arbitration matters (and related discipline) have been resolved or if such matters are not resolved within six months from the date that provisional membership is approved. Provisional members shall be considered REALTORS® and shall be subject to all of the same privileges and obligations of REALTOR® membership. (rev. 4/16/01)

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. (rev. 6/19/97)

Note (1): Article IV, Section 2, of the NAR Bylaws prohibits Member Boards from knowingly granting REALTOR® membership to any applicant who has an unfulfilled sanction pending which was imposed by another

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Board or Association of REALTORS® for violation of the Code of Ethics. (rev. 4/16/01)

Section 3. Election.

- (a) The Chief Staff Executive shall determine whether the applicant is applying for the appropriate class of membership. (rev. 10/17/05)
- (b) The Board of Directors shall review the qualifications of the applicant and the recommendations of the Chief Staff Executive and then vote on the applicant's eligibility for membership. If the applicant receives a majority vote of the Board of Directors, he shall be declared elected to membership and shall be advised by written notice.
- (c) The Board of Directors may not reject an application without providing the applicant with advance notice of the findings, an opportunity to appear before the Board of Directors, to call witnesses on his behalf, to be represented by counsel, and to make such statements as he deems relevant. The Board of Directors may also have counsel present. The Board of Directors shall require that written minutes be made of any hearings before it or may electronically or mechanically record of the proceedings.
- (d) If the Board of Directors determines that the application should be rejected, it shall record its reasons with the Chief Staff Executive. If the Board of Directors believes that a denial of membership to the applicant may become the basis of litigation and a claim of damage by the applicant. It may specify that denial shall become effective upon entry in suit by the Board for a declaratory judgment by a court of competent jurisdiction of a final judgment declaring that the rejection violates no rights of the applicant. (rev. 6/27/05)

Section 4. New Member Code of Ethics Orientation.

Applicants for REALTOR® membership and provisional REALTOR® members (where applicable) shall complete an orientation program on the Code of Ethics of not less than two hours and thirty minutes of instructional time. This requirement does not apply to applicants for REALTOR® membership or provisional members who have completed comparable orientation in another association, provided that REALTOR® membership has been continuous, or that any break in membership is for one year or less. (rev. 4/16/01)

Failure to satisfy this requirement within 60 days of the date of application (or, alternatively, the date that provisional membership was granted) will result in denial of the membership application or termination of provisional membership. (rev. 6/27/05)

Section 5. Continuing Member Code of Ethics Training.

Effective January 1, 2017, through December 31, 2018, and for successive two (2)-year periods thereafter, each REALTOR® member of the Association (with the exception of REALTOR® members granted REALTOR® Emeritus status by the NATIONAL ASSOCIATION) shall be required to complete ethics training of not less than two hours and thirty minutes of instructional time. This requirement will be satisfied upon presentation of documentation that the member has completed a course of instruction conducted by

this or another association, the State Association of REALTORS®, the NATIONAL ASSOCIATION OF REALTORS®, or any other recognized educational institution or provider which meets the learning objectives and minimum criteria established by the NATIONAL ASSOCIATION OF REALTORS® from time to time. REALTOR® members who have completed training as a requirement of membership in another Association and REALTOR® members who have completed the New Member Code of Ethics Orientation during any two (2)- year cycle shall not be required to complete additional ethics training until a new two (2)-year cycle commences. (rev. 7/16/18)

Failure to satisfy the required periodic ethics training shall be considered a violation of a membership duty. (rev. 7/16/18)

Failure to meet the requirement in any two (2)-year cycles will result in suspension of membership for the first two months (January and February) of the year following the end of any two (2)-year cycle or until the requirement is met, whichever occurs sooner. On March 1 of that year, the membership of a member who is still suspended as of that date will be automatically terminated. (Adopted 1/01, revised 7/16/18)

Section 6. Status Changes.

A REALTOR® who changes the conditions under which he holds membership shall be required to provide written notification to the Association within 30 days. A REALTOR® (non-principal) who becomes a principal in the firm with which he has been licensed, or alternatively, becomes a principal in a new firm which will be comprised of REALTOR® principals, may be required to satisfy any previously unsatisfied membership requirements applicable to REALTOR® (principal) members but shall, during the period of transition from one status of membership to another, but subject to all of the privileges and obligations of a REALTOR® (principal). If the REALTOR® (non-principal) does not satisfy the requirements established in these Bylaws for the category of membership to which they have transferred within 30 days of the date they advised the Association of the change in status, their new membership application will terminate automatically unless otherwise so directed by the Board of Directors. A REALTOR® who is transferring their license from one firm comprised of REALTOR® principals to another firm comprised of REALTOR® principals shall be subject to all of the privileges and obligations of membership during the period of transition. If the transfer is not completed within 30 days of the date the board is advised of the disaffiliation with the current firm, membership will terminate automatically unless otherwise so directed by the Board of Directors. (rev. 5/7/98)

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

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

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

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membership status for the remainder of the year. (rev. 6/15/04)

ARTICLE VI - PRIVILEGES AND OBLIGATIONS

Section 1. Privileges of REALTOR® Members.

REALTOR® members, whether primary or secondary, in good standing whose financial obligations to the association are paid in full shall be entitled to vote and to hold elective office in the association; may use the terms REALTOR® and REALTORS®; and have the primary responsibility to safeguard and promote the standards, interests, and welfare of the association and the real estate profession. (rev. 7/16/18)

Section 2. Obligation of REALTOR® Members.

It shall be the duty and responsibility of every REALTOR® member of this association to abide by the Constitution and Bylaws and the rules and regulations of the association, the Constitution and Bylaws of the State Association, the *Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS®*, and to abide by the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, including the duty to arbitrate controversies arising out of real estate transactions as specified by Article 17 of the Code of Ethics, and as further defined and in accordance with the procedures set forth in the Code of Ethics and Arbitration Manual of this association, as from time to time amended. (rev. 7/16/18)

Section 3. 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 the NATIONAL ASSOCIATION OF REALTORS® as set forth in the Code of Ethics and Arbitration Manual of the NATIONAL ASSOCIATION.

Section 4. Harassment

Any member of the association may be reprimanded, placed on probation, suspended or expelled for harassment of an association employee or Association Officer or Director after an investigation in accordance with the procedures of the association. As used in this Section, harassment means any verbal or physical conduct including threatening or obscene language, unwelcome sexual advances, stalking, actions including strikes, shoves, kicks, or other similar physical contact, or threats to do the same, or any other conduct with the purpose or effect of unreasonably interfering with an individual's work performance by creating a hostile, intimidating or offensive work environment. The decision of the appropriate disciplinary action to be taken shall be made by the investigatory team comprised of the President, and President Elect and/or Vice President and one member of the Board of Directors selected by the highest-ranking officer not named in the complaint, upon consultation with legal counsel for the association. Disciplinary action may include any sanction authorized in the association's Code of Ethics and Arbitration Manual. If the complaint names the President, President Elect or Vice President, they may not participate in the proceedings and shall be replaced by the

immediate Past President or, alternatively, by another member of the Board of Directors selected by the highest-ranking officer not named in the complaint. (rev. 7/16/18)

Section 5.

Resignations of members shall become effective when received in writing by the Board of Directors, provided, however, that if any member submitting the resignation is indebted to the Association for dues, fees, fines or other assessments of the Association or any of its services, departments, divisions or subsidiaries, the Board of Directors shall condition the right of the resigning member to re-apply for membership upon payment in full of all such monies owed. The Association is further authorized to use any legal means to collect such monies owed at any time.

Section 6.

If a member resigns from the Association or otherwise causes membership to terminate with an ethics complaint pending, that Board of Directors may condition the right of the resigning member to reapply for membership upon the applicant's certification that he/she will submit to the pending ethics proceeding and will abide by the decision of the hearing panel. (rev. 2/21/00)

(a) If a member resigns or otherwise causes membership to terminate, the duty to submit to arbitration continues in effect even after membership lapses or is terminated, provided that the dispute arose while the former member was a REALTOR®. (rev. 2/21/00)

Section 7. REALTOR® Members.

(a) REALTOR® members, whether primary or secondary, in good standing, whose financial obligations to the Association are paid in full, shall be entitled to vote and to hold elective office in the Association, may use the term REALTOR® and REALTORS®, which use shall be subject to the provisions of Article VIII, and have the primary responsibility to safeguard and promote the standards, interests and welfare of the Association and the real estate profession.

(b) If a REALTOR® member is a sole proprietor in a firm, a partner in a partnership, or an officer of 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, or management control is relinquished, whichever may apply. The membership of all other principals, partners or corporate officers shall be suspended or terminated 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, or unless the REALTOR® who is suspended or expelled removes himself from any form or degree of management control of the firm for the term of the suspension or until readmission to membership, whichever may apply. Removal of an individual from any form or degree of management control must be certified to the Association by the member who is being suspended or expelled and by the individual who is assuming management control and the signatures of such certification must be

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notarized. In the event the suspended or expelled member is so certified to have relinquished all form or degree of management control of the firm, the membership of other partners, corporate officers, or other individuals affiliated with the firm shall not be affected and the firm, partnership or corporation may continue to use the terms REALTOR® and REALTORS® in connection with its business during the period of suspension or until the former member is readmitted to membership in the Association. The foregoing is not intended to preclude a suspended or expelled member from functioning as an employee or independent contractor, providing no management control is exercised. Further, the membership of REALTORS® other than principals who are employed by or affiliated as independent contractors with the disciplined member, shall be suspended or terminated 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, or management control is relinquished or unless the REALTOR® member (non-principal) elects to sever his connection with the REALTOR® and affiliate with another REALTOR® member in good standing in the Board, whichever may apply. If a REALTOR® member other than a sole proprietor in a firm, partner in a partnership, or an officer of a corporation is suspended or expelled, the use of the terms REALTOR® or REALTORS® by the firm, partnership, or corporation shall not be affected.

(c) In any action taken against a REALTOR® member for suspension or expulsion under Section 7(b) hereof, written 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 7 (b) shall apply.

Section 8. Institute Affiliate Members.

Institute Affiliate Members shall have all rights and privileges and be subject to obligations prescribed by the Board of Directors consistent with the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS®. (rev. 7/15/02)

Section 9. Affiliate Members.

Affiliate Members shall have all rights and privileges and be subject to obligations prescribed by the Board of Directors, except the right to vote and to hold elective office. Affiliate members' voting rights shall be limited to voting for a qualified affiliate individual to hold office of Affiliate Director.

Section 10. Public Service Members.

Public Service members shall have all rights and privileges and be subject to obligations prescribed by the Board of Directors, except the right to vote and to hold elective office.

Section 11. Honorary Members.

Honorary membership shall confer only the right to attend meetings and serve on committees, except the right to vote and to hold elective office.

Section 12. Certification by REALTOR®.

“Designated” REALTOR® members of the Association shall certify to the Association by September 1st of each year, on a form provided by the Association, a complete listing of all individuals licensed or certified with the REALTOR® firm(s), and shall designate a primary Association for each individual who holds membership. “Designated” REALTORS® shall also identify any non-member licensees in the REALTOR®’s office(s) and if “Designated” REALTOR dues have been paid to another Board based on said non-member licensees, the “Designated” REALTOR® shall identify the Board to which dues have been remitted. These declarations shall be used for purposes of calculating dues under Article X, Section 2(a) of the Bylaws. “Designated” REALTOR® members shall also notify the Association of any additional individual(s) licensed or certified with the firm(s) within 30 days of affiliation or severance of the individual.

ARTICLE VII – PROFESSIONAL STANDARDS AND ARBITRATION

Section 1. Enforcement of the Code.

The responsibility of the Association and of Association members relating to the enforcement of the Code of Ethics, the disciplining of members, and the arbitration of disputes, and the organization and procedures incident thereto shall be governed by the Code of Ethics and Arbitration Manual of the National Association of REALTORS®, as amended from time to time, which is by this reference incorporated into these Bylaws, provided, however, that any provision deemed inconsistent with state law shall be deleted or amended to comply with state law. (rev. 7/16/18)

Section 2.

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

Section 3.

The responsibility of the Board and of the Board members relating to the enforcement of the Code of Ethics, the disciplining of members, the arbitration of disputes, and the organization and procedures incident thereto, shall be consistent with the cooperative professional standards enforcement agreement entered into by the Board, which by this reference is made a part of these Bylaws. (rev. 4/16/01)

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ARTICLE VIII – USE OF THE TERMS REALTOR® AND REALTORS®

Section 1.

Use of the terms REALTOR® and REALTORS® by members shall, at all times, be subject to the provisions of the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS® and to the Rules and Regulations prescribed by its Board of Directors. The Association shall have the authority to control, jointly and in full cooperation with the NATIONAL ASSOCIATION OF REALTORS®, use of the terms within its jurisdiction. 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. (rev. 1/12/07)

Section 2.

REALTOR® members of the Association shall have the privilege of using the terms REALTOR® and REALTORS® in connection with their places of business within the State or a state contiguous thereto so long as they remain REALTOR® members in good standing. No other class of members shall have this privilege. (rev. 9/15/97)

Section 3.

A REALTOR® member who is a principal of a real estate firm, partnership or corporation may use the terms REALTOR® and REALTORS® only if all the principals of 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 as described in Section 1(b) of Article IV. (rev. 9/15/97) (rev. 6/15/04)

(a) In the case of a REALTOR® member who is a principal of a real estate firm, partnership, or corporation whose business activity is substantially all commercial, the right to use the term REALTOR® or REALTORS® shall be limited to office locations in which a principal, partner, corporate officer, or branch office manager of the firm, partnership, or corporation holds REALTOR® membership. If a firm, partnership, or corporation operates additional places of business in which no principal, partner, corporate officer, or branch office manager holds REALTOR® membership; the term REALTOR® or REALTORS® may not be used in any reference to those additional places of business. (rev. 4/16/01)

Section 4.

Institute Affiliate, Affiliate, Honorary and Public Service Members shall not use the terms REALTOR®, REALTORS® or REALTOR ASSOCIATE®, nor the imprint of the emblem seal of the NATIONAL ASSOCIATION OF REALTORS®.

ARTICLE IX - STATE AND NATIONAL MEMBERSHIPS

Section 1.

The Association shall be a member of the NATIONAL ASSOCIATION OF REALTORS® and Florida REALTORS®. By reason of the Association's membership,

each REALTOR® member of the Association shall be entitled to membership in the NATIONAL ASSOCIATION OF REALTORS® and Florida REALTORS® without further payment of dues. The Association shall continue as a member of the STATE and NATIONAL ASSOCIATIONS unless by a majority vote of all its REALTOR® members, decision is made to withdraw, in which case the STATE and NATIONAL ASSOCIATIONS shall be notified at least one month in advance of the date designated for the termination of such membership.

Section 2.

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

Section 3.

The Association adopts the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® and agrees to enforce the Code among its REALTOR® members. The Association and all of its members agree to abide by the *Constitution, Bylaws, Rules and Regulations*, and policies of the NATIONAL ASSOCIATION and the Florida REALTORS®.

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 times the amount of the annual dues for REALTOR® membership, which shall be required to accompany each application for REALTOR® membership and which shall become the property of the Association upon final approval of the application. (rev. 7/15/02)

Section 2. Dues.

The annual dues of members shall be as follows:

(a) **“Designated” REALTOR® Members 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 (2) are not REALTOR® members of any Association in the state or a state contiguous thereto or Institute Affiliate Member of the Association. In calculating the dues payable to the Association by a “Designated” REALTOR® member, non-member licensees as defined in (1) and (2) of this paragraph shall not be included in the computation of dues if the “Designated” REALTOR® has paid dues based on said non-member licensees in another Association in the state or a state contiguous thereto, provided the “Designated” REALTOR® notifies the Association in writing of the identity of the Association to which dues have been remitted. In the case of

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a “Designated” REALTOR® member in a firm, partnership, or corporation whose business activity is substantially all commercial, any assessments for non-member licensees shall be limited to licensees affiliated with the “Designated” REALTOR® (as defined in (1) and (2) of this paragraph) in the office where the “Designated” REALTOR® holds membership, and any other offices of the firm located within the jurisdiction of this Association * (Amended 6/27/05) (rev. 4/18/11).

(1) 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 the NATIONAL ASSOCIATION OF REALTORS®*. An individual shall be deemed to be licensed with a REALTOR® if the license of the individual is held by the REALTOR®, or by any broker who is licensed with the REALTOR®, or by any entity in which the REALTOR® has a direct or indirect ownership interest and which is engaged in other aspects of the real estate business provided that such licensee is not otherwise included in the computation of dues payable by the principal of the entity. (rev. 7/16/18)

(2) A REALTOR® with a direct or indirect ownership interest in an entity engaged exclusively in soliciting and/or referring clients and customers to the REALTOR® for consideration on a substantially exclusive basis shall annually file with the Association on a form approved by the Association a list of the licensees affiliated with that entity and shall certify that all of the licensees affiliated with the entity are solely engaged in referring clients and customers and are not engaged in listing, selling, leasing, renting, managing, counseling or appraising real property. The individuals disclosed on such form shall not be deemed to be licensed with the REALTOR® filing the form for 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 change in status of licensees in a referral firm. (rev. 7/16/18)

(3) The exemption for 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. (rev. 7/16/18)

(4) Membership dues shall be prorated for any licensee included on a certification form submitted to the Association who during the same calendar year applies for REALTOR® membership in the Association. However, membership dues shall not be prorated if the licensee held REALTOR® membership during the preceding calendar year. (rev. 6/15/04)

(b) **REALTOR® Member Dues.** The annual dues of REALTOR® members other than the “Designated” REALTOR® shall be as established annually by the Board of Directors.

(c) **Affiliate and Public Service Member Dues.** The dues of Affiliate and Public Service members shall be an amount as established annually by the Board of Directors. (rev. 7/16/18)

(d) **Institute Affiliate Members.** The annual dues of each Institute Affiliate Member shall be as established in

Article II of the Bylaws of the NATIONAL ASSOCIATION OF REALTORS®. (rev. 7/16/18)

Section 3. Dues Payable.

Dues are payable in advance on October 1st and are delinquent November 30th. Dues shall be computed from the first day of the month* in which a member is notified of election and shall be prorated for the remainder of the year. Notices shall be sent to the “Designated” REALTORS® for all members of his/her office whose dues have not been received by the Association. An additional late fee shall be charged to members whose dues are delinquent. The said amount to be determined by the Board of Directors. If dues have not been paid by December 31st, membership is automatically terminated. *Effective January 1, 2004. (rev. 11/24/03)

(a) In the event a sales licensee or licensed, certified appraiser who holds REALTOR® membership is dropped for nonpayment of Association dues, and the individual remains with the “Designated” REALTOR®’s firm, the dues obligation of the “Designated” REALTOR® (as set for in X, Section 2 (a)) will be increased to reflect the addition of a non-member licensee. Dues shall be calculated from the first day of the current fiscal year and are payable within 30 days of the notice of termination. (rev. 6/27/05) (4/18/11)

Section 4. Nonpayment of Financial Obligations.

If fees, fines or other assessments, including amounts owed to the Association or the Association’s Multiple Listing Service, are not paid within one month after due date, the nonpaying member is subject to suspension at the discretion of the Board of Directors. Two months after the due date, membership of the nonpaying member may be terminated at the discretion of the Board of Directors. Three months after the due date, membership of the nonpaying member shall automatically terminate unless within that time the amount due is paid. However, no action shall be taken to suspend or expel a member for nonpayment of disputed amounts until the accuracy of the amount owed has been confirmed by the Board of Directors. A former member who has had his membership terminated for nonpayment of fees, fines or other assessments duly levied in accordance with the provisions of these Bylaws or the provisions of other Rules and Regulations of the Association or any of its services, departments, divisions or subsidiaries may apply for reinstatement in a manner prescribed for new applicants for membership, after making payment in full of all accounts due as of the date of termination.

Section 5. Deposit.

(a) All monies received by the Association for any purpose shall be deposited to the credit of the Association in a financial institution or institutions selected by resolution of the Board of Directors.

(b) Without reauthorization by resolution of the Board of Directors, no money shall be moved from one financial institution to any other financial institution.

Section 6. Expenditures.

(1) The Board of Directors shall administer the finances of the Association by adopting an annual operating budget for the Association no later than the September

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meeting, which will be applicable for the ensuing year. Changes in the expense of any major category items of the adopted budget will be approved by the Directors prior to the change(s) becoming effective.

(2) The Finance Committee shall prepare a proposed budget for the upcoming year, including any changes in dues and fees, and submit same for approval at the September Board of Directors meeting.

(3) Individual copies of the total budget by major categories (reference Policy and Procedure/Rules and Regulations) for the year shall be mailed to all Active REALTOR® members.

(a) A semi-annual Income Statement of the total major categories shall be published and mailed to all Active REALTOR® members.

(b) A detailed financial statement shall be made available at the main Association office to any member upon request.

Section 7. Notices of Dues, Fees, Fines, Assessments, and Other Financial Obligations of Members.

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

Section 8.

The dues of REALTOR® members who are REALTOR® Emeriti (as recognized by the NATIONAL ASSOCIATION), Past Presidents of the NATIONAL ASSOCIATION, or recipients of the Distinguished Service Award shall be as determined by the Board of Directors.

Section 9. Reinstatement of Terminated Members.

Members terminated for nonpayment of dues and/or financial obligations may be reinstated during the year terminated by paying all amounts due, plus a late fee, if applicable, prior to reinstatement. If termination for nonpayment of dues and/or financial obligations extends beyond the calendar year, or if terminated for any cause, the former member may apply for reinstatement in the manner prescribed for new applicant for membership after making payment in full of all accounts, due as of the date of termination. The Association reserves the right to prosecute the former member for nonpayment of charges.

ARTICLE XI - OFFICERS AND DIRECTORS

Section 1. Officers.

The elective officers of the Association shall be: President, President Elect, Vice President, Corporate Secretary, and Treasurer, each of whom shall be elected for a one-year term.

Section 2. Duties and Powers of Officers and Directors.

The duties of the 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. The President shall serve as designated NAR Director. It shall be the particular duty of the Secretary to keep the records of the Association and to carry on all necessary correspondence with the NATIONAL ASSOCIATION OF REALTORS® and the Florida REALTORS®. Reference *Robert's Rules of Order Newly*

Revised and Policy and Procedures/Rules and Regulations. (rev. 8/3/12)

Section 3. Board of Directors.

The Board of Directors shall consist of the five Officers mentioned in Section 1 of this article, ten elected members and the immediate past president. The affiliate director and the President of the Women's Council of REALTORS® shall serve ex-officio without voting privileges. Each voting member shall be limited to one vote. (rev. 8/3/12)

(a) Elected Officers shall serve a term of one year beginning January 1st and ending December 31st.

(b) Ten elected REALTOR® Directors will be elected to begin and end with a two-year term, five of whom shall be elected to serve their term in odd-numbered years and five of whom shall be elected to serve their term in even numbered years.

Section 4.

The Board of Directors shall be the governing body of the Association and shall have the general supervision over its policies, activities, and business affairs, subject to the Articles of Incorporation, these Bylaws and the Policy Manual.

Section 5.

The Board of Directors shall annually review and approve the Association Policy Manual.

Section 6. Qualification of Elected/Appointed Officers and Directors. (rev. 10/17/00)

(a) All candidates must be active REALTOR® members in good standing in the Association at the time candidates submit their Consent to Serve Form and at the time they take office (rev. 8/3/12).

(b) Candidates for Director must have served at the time that they take office as a Chairman of a Committee of the Association for one year, or served on a Committee for two years within the last five years. (rev. 8/3/12) (rev. 9/26/16)

(c) Candidates for Corporate Secretary and Vice President must have served at the time that they take office as a Director of the Association for a completed two-year term within the last five years. (rev. 9/26/16)

(d) Candidates for Treasurer must have served as an Officer or Director for a complete term and have served as a member of the Finance Committee for at least one full year within the past five years prior to being nominated. (rev. 8/3/12) (rev. 9/26/16)

(e) Candidates for the office of President-Elect must have served as an Officer or Director for a complete term and have served as a member of the Finance Committee for at least one full year within the past five years prior to being nominated. (rev. 9/26/16)

(f) Candidate for President must be the current President-Elect. (rev. 9/26/16)

(g) No elected/appointed Director or Officer shall have served as an Officer or Director in the same capacity for more than two consecutive terms. The same person may not serve consecutive terms as President, nor may the same person serve consecutive terms as President-Elect. (rev. 10/17/00) (rev. 9/26/16)

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(h) Officers and Directors shall not serve on the Board of Directors for more than three consecutive terms except a person running for President-Elect or the current President, President-Elect and Immediate Past President of the Association. (rev. 8/3/12) (rev. 9/26/16)

(i) No elected/appointed officer or director during their term may serve or continue to serve if also serving as an officer or director of another local real estate association/board in Florida. (rev. 6/12/03) (rev. 9/26/16)

Section 7. Election of Officers and Directors.

(a) The annual election of Officers and Directors shall be held each year. All incumbent Officers and Directors shall serve until successors are elected and qualified. (rev. 9/23/98)

(b) The Nominating Committee shall consist of a total of seven members, two of whom shall be appointed by the Board of Directors and three to be elected by the REALTORS® in good standing at the April Election meeting. The Past President once removed shall serve as Chairman or any Past President in succession if the Past President once removed is unavailable. The immediate Past President shall serve as Vice Chairman; if unavailable, the position will remain vacant. Members of the Nominating Committee may not be considered for recommendation by the Nominating Committee for an Officer or Director position. No member may serve more than two years in a five-year period. The Chairman and Vice Chairman are exempt from this provision. Those selected to serve shall be notified in writing of their ineligibility. (rev. 8/3/12) (rev. 9/26/16)

(c) The Nominating Committee may hold its own such meetings and seek qualified members to submit the required Consent to Serve Form to serve for the Officers and Directors positions. The Nominating Committee, working with Association staff, will certify those members who qualify to run for office and submit a timely Consent to Serve Form. Upon qualification, the candidate's Consent to Serve Form shall be posted to the Association website. Candidates will be ineligible to run for more than one office. (rev. 8/3/12) (rev. 9/26/16)

(d) All candidates wishing to run for office shall submit the required Consent to Serve Form on or before the last Wednesday of June. The form shall provide for the candidate to declare what office he/she is seeking and request whether or not he/she desires to be interviewed by the Nominating Committee. In the event that no candidate has submitted a Consent to Serve Form for an Office or Director position, the Nominating Committee shall seek a qualified candidate. (rev. 8/3/12) (rev. 9/26/16)

(e) The Nominating Committee shall file its recommended slate of candidates with the President no later than July 14th. Upon confirmation of slate being filed with President, staff will send announcement to the General Membership within 24 hours announcing the Nominating Committee's Recommended Slate. At the August General Membership Meeting, the Nominating Committee shall announce its recommended slate of candidates for the Officer and Director positions. (rev. 9/26/16)

(f) All candidates' bios and a sample ballot will be published in August and September. (rev. 8/3/12) (rev. 9/26/16)

(g) Voting may be by in person at a time and place designated, or by electronic means, including but not limited to, e-mail or on a website, or all methods of voting, allowed by the State of Florida. The Board of Directors shall designate the voting method. (rev. 12/8/04) (rev. 1/30/08)

(h) The election will begin the 3rd Monday of September at 12:01 a.m. and close at 11:59 p.m. the following Thursday. The election shall be by a majority vote except where there are more than two candidates for the office, a plurality shall elect. The number of directors to be elected receiving the highest vote will be elected. The members voting will be instructed to vote for up to seven (7) directors from the list of candidates. The five receiving the highest number of votes will be deemed elected. The next two highest by priority ranking will become alternates as of January of each year to fill any vacancies during the calendar year of those elected directors. The alternates shall serve out the remaining term. In case of a tie vote, the election shall be determined by lot. Vacancies among the officers and any additional Board of Directors shall be filled by a majority vote of the Board of Directors until the next annual election. Nominees by the Board of Directors to fill any vacancy shall meet the same qualification requirements as outlined in the bylaws for nominations for that position. If such vacancies are representatives of the Women's Council of REALTORS® or the Affiliate Director, the respective governing authority shall be responsible for filling vacancy. (rev. 8/3/12) (rev. 9/26/16)

(i) There shall be no campaigning on Association premises or any Association offsite events with the exception of the Meet the Candidates event or other GTAR Board approved events for campaigning. (rev. 3/18/99) (rev. 12/8/04) (rev. 1/30/08)

(j) New officers and new directors shall take office on January 1st.

(k) All votes cast shall be reported. (rev. 9/23/98)

(l) Only active REALTOR® members in good standing shall be eligible to run for office and allowed to vote. Voting by proxy shall not be permitted. (rev. 8/3/12)

(m) 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 office voluntarily, the Officers or Directors may be removed from office under the following procedure:

1. A petition requiring the removal of an Officer or Director and signed by not less than one third of the voting membership, or a majority of all Directors, shall be filed with the President, or if the President is the subject of the petition, with the next-ranking officer, and shall specifically set forth the reasons the individual is deemed to be disqualified from further service.

2. Upon receipt of the petition, and not less than twenty days or more than forty-five days thereafter, a special meeting of the voting membership of the Association shall be held, and the sole business of the meeting shall be to consider the charge against the Officer or Director, and to render a decision on such petition.

3. The special meeting shall be noticed to all voting members at least ten days prior to the meeting, and shall be conducted by the President of the Association unless the President's continued service is being considered at the meeting. In such case, the next-ranking officer will conduct the meeting of the hearing by the members. Provided a

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quorum is present, a three-fourths vote of members present and voting shall be required for removal from office.

4. A "two-thirds vote" of the Board of Directors shall be required to remove an officer or director from office who was incapable by reason of physical or mental infirmity from fulfilling the duties or who has been found guilty of a violation of the by-laws, rules, regulations, policies and procedures, or Code of Ethics.

Section 8. Executive Committee.

There shall be an Executive Committee consisting of the current officers, immediate past president and the Chief Executive Officer. The Board of Directors shall assign the duties and responsibilities to this Committee, which shall act as an advisory Committee without the power to bind the Board of Directors.

ARTICLE XII – MEETINGS

Section 1. Annual Meetings.

The annual meeting of the Association shall be held during January of each year, the date, place and hour to be designated by the Board of Directors.

Section 2: Election Meeting (rev. 9/26/16)

The Election Meeting shall be held during April of each year. The date, place and hour shall be designated by the Board of Directors. (rev. 9/26/16)

Section 3: Meetings of Directors. (rev. 9/26/16)

The Board of Directors shall designate a regular time and place of meetings. Unexcused absence from three (3) regular meetings by an officer or director within any calendar year shall be construed as an automatic resignation from the Board. The Board of Directors, in its discretion, may excuse the absence of a director or officer for good cause shown, and good cause shall be defined to include, but is not limited to: medical conditions which reasonably prevent attendance at the Board meeting, death in the Board member's immediate family, and jury duty. The President may authorize the Board of Directors to vote by mail, telephone or other electronic means without actually holding a meeting. (rev. 11/24/03)

Section 4. (rev. 9/26/16)

A quorum for the Board of Directors will be 51 percent for the transaction of business.

Section 5. (rev. 9/26/16)

A quorum for the transaction of business at a called General Membership Meeting will be the active REALTOR® members present at the meeting.

Section 6. Notice of General Membership Meetings. (rev. 9/26/16)

(a) Meetings of members shall be held at such time as the President or the Board of Directors shall determine, or upon written request of at least 10 percent of the active members.

(b) 1. Notice of regular meetings shall be published.

2. Written notice of special meetings shall be mailed at least one week in advance stating the purpose of the meeting.

(c) In order for the membership to require the Board of Directors to consider rescinding a previous motion, a written petition must be signed by a minimum of 10 percent of the voting membership and presented to the President. This petition shall call for a special meeting of the membership. At this meeting a vote to require the Directors to rescind action shall be taken.

(d) In order for the rescinding to be mandatory, a minimum of 20 percent of the total voting membership per Association records shall vote in favor of said rescission. The vote in favor of rescission shall carry by a majority of the membership participating in the vote.

ARTICLE XIII – COMMITTEES

Section 1. Standing and Special Committees.

The President shall appoint from among the members, standing committees, as well as special committees deemed necessary. The standing committees are as follows:

Professional Standards*

Grievance*

Governmental Affairs

Professional Development

Communications/Public Affairs

Finance

Executive

Nominating

(rev. 09/23/13) (rev. 9/26/16)

Appointments to the Professional Standards Committee and Grievance Committee shall be consistent with the cooperative professional standards enforcement agreement of the Association.

**Only REALTOR® members can be appointed to serve on these committees.*

Section 2. Organization.

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

Section 3. President.

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

Section 4. Conduct of Committee Business.

To the fullest extent permitted by law, committees may conduct business by electronic means. Such participation shall be at the discretion of the committee chairman and shall constitute presence at the meeting.

ARTICLE XIV - FISCAL AND ELECTIVE YEAR

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

ARTICLE XV - RULES OF ORDER

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

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ARTICLES XVI – AMENDMENTS

Section 1.

These Bylaws may be amended by the following means: (a) vote of the members present and qualified to vote at any membership meeting at which a quorum is present or at any special meeting called for that purpose, provided the substance of such proposed amendment or amendments shall be plainly stated in the call for the meeting or at the discretion of the Board of Directors (b) amendments will be emailed to every member eligible to vote and may be posted on the association website and members may vote by electronic means as specifically instructed on the association website. In either case, a forum of the membership will be held prior to the vote. A two-thirds vote is required to adopt an amendment for either alternative (a) or (b). 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 the NATIONAL ASSOCIATION OF REALTORS® policy. (rev. 10/23/08)

Section 2.

Notice of all meetings at which amendments are to be considered shall be mailed and/or emailed to every member eligible to vote at least 30 days prior to the meeting. (rev. 10/23/08)

Section 3.

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

ARTICLE XVII – DISSOLUTION

Upon dissolution and winding up of the affairs of this Association, the Board of Directors, after providing for the payment of all obligations, shall distribute any remaining assets to any nonprofit tax-exempt organization.

ARTICLE XVIII - MULTIPLE LISTING SERVICE

Section 1. Authority.

The Association shall maintain membership in a Multiple Listing Service which shall be a lawful corporation of the State of Florida. (rev. 11/24/03) (rev. 6/15/04) (rev. 9/26/16)

Section 2. Purpose.

A Multiple Listing Service is a means by which authorized Participants make blanket unilateral offers of compensation to other Participants (acting as subagents, buyer agents, or in other agency or non-agency capacities defined by law); by which cooperation among participants is enhanced; by which information is accumulated and disseminated to enable authorized Participants to prepare appraisals, analyses, and other valuations of real property for bona fide clients and customers; by which Participants engaging in real estate appraisal contribute to common database; 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). (rev. 02/21/06)

Section 3. Governing Documents

The Board of Directors shall cause any Multiple Listing Service established by it pursuant to this Article to conform its Corporate Charter, Bylaws, Rules, Regulations, and Policies, Practices, and Procedures at all times to the Constitution, Bylaws, Rules, Regulations, and Policies of the NATIONAL ASSOCIATION OF REALTORS®. (rev. 11/24/03)

Section 4. Participation.

Any REALTOR® Member of this or any other Member Association who is a principal, partner, or corporate officer, or branch manager acting on behalf of the principal, without further qualification, shall be eligible to participate in Multiple Listing upon agreement in writing to conform to the Rules and Regulations thereof and to pay the costs incidental thereto. However, under no circumstances is any individual or firm, regardless of membership status, entitled to Multiple Listing Service "Membership" or "Participation" unless they hold a current, valid real estate broker's license and offer or accept compensation to and from other Participants or are licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property. **Use of information developed by or published by a Multiple Listing Service is strictly limited to the activities authorized under a Participant's licensure(s) or certification and unauthorized uses are prohibited. Further, none of the foregoing is intended to convey "Participation" or "membership" or any right of access to information developed by or published by the Multiple Listing Service where access to such information is prohibited by law. (rev. 9/15/97) (rev. 6/15/04) (rev. 4/20/09) (4/18/11) (rev. 9/26/16)

Note: Mere possession of a broker's license is not sufficient to qualify for MLS participation. Rather, the requirement that an individual or firm 'offers or accepts cooperation and compensation' means that the Participant actively endeavors during the operation of its real estate business to list real property of the type listed on the MLS and/or to accept offers of cooperation and compensation made by listing brokers or agents in the MLS. "Actively" means on a continual and ongoing basis during the operation of the Participant's real estate business. The "actively" requirement is not intended to preclude MLS participation by a Participant or potential Participant that operates a real estate business on a part time, seasonal, or similarly time-limited basis or that has its business interrupted by periods of relative inactivity occasioned by market conditions. Similarly, the requirement is not intended to deny MLS participation to a Participant or potential Participant who has not achieved a minimum number of transactions despite good faith efforts. Nor is it intended to permit an MLS to deny participation based on the level of service provided by the Participant or potential Participant as long as the level of service satisfies state law. (added 4/20/09)

The key is that the Participant or potential Participant actively endeavors to make or accept offers of cooperation

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and compensation with respect to properties of the type that are listed on the MLS in which participation is sought. This requirement does not permit an MLS to deny participation to a Participant or potential Participant that operates a Virtual Office Website (“VOW”) (including a VOW that the Participant uses to refer customers to other Participants) if the Participants or potential Participant actively endeavors to make or accept offers of cooperation and compensation. An MLS may evaluate whether a Participant or potential Participant “actively endeavors during the operation of its real estate business” to “offer or accept cooperation and compensation” only if the MLS has a reasonable basis to believe that the Participant or potential Participant is in fact not doing so. The membership requirement shall be applied on a nondiscriminatory manner to all Participants and potential Participants. (added 4/20/09)

- (a) A non-member applicant for MLS Participation who is a principal, partner, corporate officer or branch office manager acting on behalf of a principal, shall supply evidence satisfactory to the Membership Committee that applicant has a place of business within the state of Florida or a state contiguous thereto, has no record of any recent or pending bankruptcy, has no record of official sanctions involving unprofessional conduct; agrees to complete a course of instruction if any covering the MLS Rules and Regulations, and shall pass such reasonable and nondiscriminatory written examination thereon as may be required by the MLS, and shall agree that if elected as a Participant, he will abide by such rules and regulations and pay the MLS fees and dues, including any non-member fee differential, as from time to time established. Under no circumstances is any individual or firm entitled to Multiple Listing Service "Membership" or "Participation" unless they hold a current, valid real estate broker's license and offer or accept compensation to and from other Participants or are licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property. Use of information developed by or published by the Multiple Listing Service is strictly limited to the activities authorized under a Participant's licensure(s) or certification and unauthorized uses are prohibited. Further, none of the foregoing is intended to convey Participation or Membership or any right of access to information developed by or published by the Multiple Listing Service where access to such information is prohibited by law. (rev. 2/21/00) (rev. 11/24/03) (rev. 6/15/04) (rev. 9/21/09) (rev. 4/18/11) (rev. 9/26/16)

Note: Mere possession of a broker’s license is not sufficient to qualify for MLS participation. Rather, the requirement that an individual or firm ‘offers or accepts cooperation and compensation’ means that the Participant actively endeavors during the operation of its real estate business to list real property of the type listed on the MLS and/or to accept offers of cooperation and compensation made by listing brokers or agents in the MLS. “Actively” means on a continual and on-

going basis during the operation of the Participant’s real estate business. The “actively” requirement is not intended to preclude MLS participation by a Participant or potential Participant that operates a real estate business on a part time, seasonal, or similarly time-limited basis or that has its business interrupted by periods of relative inactivity occasioned by market conditions. Similarly, the requirement is not intended to deny MLS participation to a Participant or potential Participant who has not achieved a minimum number of transactions despite good faith efforts. Nor is it intended to permit an MLS to deny participation based on the level of service provided by the Participant or potential Participant as long as the level of service satisfies state law. (added 4/20/09) (rev. 9/21/09)

The key is that the Participant or potential Participant actively endeavors to make or accept offers of cooperation and compensation with respect to properties of the type that are listed on the MLS in which participation is sought. This requirement does not permit an MLS to deny participation to a Participant or potential Participant that operates a Virtual Office Website (“VOW”) (including a VOW that the Participant uses to refer customers to other Participants) if the Participants or potential Participant actively endeavors to make or accept offers of cooperation and compensation. An MLS may evaluate whether a Participant or potential Participant “actively endeavors during the operation of its real estate business” to “offer or accept cooperation and compensation” only if the MLS has a reasonable basis to believe that the Participant or potential Participant is in fact not doing so. The membership requirement shall be applied on a nondiscriminatory manner to all Participants and potential Participants. (added 4/20/09) (rev. 9/21/09)

Section 5. Access to Comparable and Statistical Information.

Association members who are actively engaged in real estate brokerage, management, appraising, land development or building, but who do not participate in the MLS, are nonetheless entitled to receive, by purchase or lease, information other than current listing information that is generated wholly or in part by the MLS including "comparable" information, "sold" information, and statistical reports. This information is provided for the exclusive use of Association members and individuals affiliated with Association members who are also engaged in the real estate business and may not be transmitted, retransmitted or provided in any manner to any unauthorized individual, office, or firm except as otherwise specified in the MLS Rules and Regulations. Association members who receive such information, either as an Association service or through the Association's MLS, are subject to the applicable provisions of the MLS Rules and Regulations whether they participate in the MLS or not. (rev. 01/16/06)

ARTICLE XIX – INDEMNIFICATION

The Greater Tampa Association of REALTORS®, Inc. shall indemnify each and all of its Directors, Officers, staff, and former Directors, Officers, and staff against any expenses

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incurred by them, including legal fees or judgments and penalties rendered or levied against such person in a legal action brought against any such person for action or omissions alleged to have been made by such person while acting in the scope and duties as a Director or Officer or staff of the Corporation, provided that such person did not act, fail to act, or refuse to act willfully with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action. (rev. 6/15/04)

ARTICLE XX – APPROVAL

These Bylaws become effective upon approval by the membership and the NATIONAL ASSOCIATION OF REALTORS®. Each active member shall receive a copy of these Bylaws and Amendments. These Bylaws shall be published with an index and page number of the individual Bylaws and dated.

Approved November 21, 1995

Amended April 22, 1996; September 30, 1996/ June 19, 1997;

September 15, 1997; May 7, 1998; September 23, 1998;

November 16, 1998, March 18, 1999, February 21, 2000;

October 17, 2000; April 16, 2001; July 23, 2001, July 15, 2002, June

12, 2003, November 24, 2003, June 15, 2004, December 8, 2004

March 25, 2005, June 27, 2005, October 17, 2005, January 16, 2006,

February 20, 2006, January 12, 2007, January 30, 2008, October 23,

2008, April 20, 2009, June 22, 2009, September 21, 2009, January

27, 2011, April 18, 2011, August 3, 2012, September 23, 2013,

September 26, 2016, July 16, 2018