

**JUPITER-TEQUESTA-HOBE SOUND ASSOCIATION OF REALTORS®  
BYLAWS**

*Revised September, 2009*

**ARTICLE I – NAME**

**Section 1. Name.** The name of this organization shall be the JUPITER-TEQUESTA-HOBE SOUND 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® as from time to time amended.

**ARTICLE II – OBJECTIVES**

The objectives of the Association are:

**Section 1.** To unite those engaged in the recognized branches of the real estate profession 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 Association of REALTORS® and the National Association of REALTORS®, thereby furthering their own objectives throughout the state and nation, and obtaining the benefits and privileges of membership therein.

**Section 6.** To designate, for the benefit of the public, individuals authorized to use the term “REALTOR®” and “REALTORS®” as licensed, prescribed and controlled by the NATIONAL ASSOCIATION OF REALTORS®.

**ARTICLE III – JURISDICTION**

**Section 1.** The territorial jurisdiction of the Association as a Member Association of the NATIONAL ASSOCIATION OF REALTORS® shall be: *Northern Boundary:* in Martin County, beginning at the Atlantic Ocean and State Road 708 (Bridge Road), thence West along State Road 708 to extension of State Road #7 (range line of Range 42 East), thence South along State Road #7 to Palm Beach County line, thence West along the Palm Beach County line to Range line 40 East; *Western Boundary:* thence south in Palm Beach County along Range line 40 East to its intersection with the extension of Frederick Small Road;

*Southern Boundary:* thence East along Frederick Small Road to its intersection with the Atlantic Ocean; *Eastern Boundary:* thence North along the Atlantic Ocean to the Palm Beach County line, thence continuing in Martin County to the intersection with State Road 708, the point of beginning, including the communities of Jupiter, Tequesta and southern Martin County, and that part of Hobe Sound lying South of State Road 708 in Martin County, Florida. (amended 11/02)

**Section 2.** Territorial Jurisdiction is defined to mean:

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

## **ARTICLE IV – MEMBERSHIP**

**Section 1.** There shall be six (6) classes of membership as follows:

(a) REALTOR® Members. REALTOR® Membership in the Association shall be individual, non-transferable, and non-assignable. Each REALTOR® Member shall, by virtue of membership in the local Association, be entitled to the services and benefits of the Florida and National Associations of REALTORS®.

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 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 as described in Section 1(b) of Article IV. (amended 9/19/01) (amended 9/12/06)

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 as described in Section 1(b) of Article IV. (adopted 9/19/01)

NOTE: REALTOR® Members may obtain membership in a “secondary” Board in another state. (amended 9/12/06)

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

(3) Franchise REALTOR® Membership. Corporate officers (who may be licensed or unlicensed) of a real estate brokerage franchise organization with at least one hundred fifty (150) franchisees located within the United States, its insular possessions and the commonwealth of Puerto Rico, elected to membership pursuant to the provisions in the NAR Constitution and Bylaws. Such individuals shall enjoy all 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. (adopted 9/19/01)

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

(5) Designated REALTOR® Members. Each firm (or office in the case of firms with multiple office locations) shall designate in writing one REALTOR® Member who shall be responsible for all duties and obligations of Membership including the obligation to arbitrate pursuant to Article 17 of the Code of Ethics and the payment of Association dues as established in Article X of these Bylaws. The Designated REALTOR® must be a sole proprietor, partner, corporate officer, or branch office manager acting on behalf of the firm's principal(s) and must meet all other qualifications for REALTOR® Membership established in Article V, Section 2, of the Bylaws.

(b) Institute Affiliate Members 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. (amended 01/02)

(c) Affiliate Members shall be real estate owners and other individuals or firms who, while not engaged in the real estate profession as described in paragraph (a) or (b) of this section, have interests requiring information concerning real estate, and are in sympathy with the objectives of the Association. (amended 9/19/01)

(1) Where a firm, partnership, or corporation makes application for Affiliate Membership, such Membership shall be held in the name of one person designated by the firm, partnership, or corporation. Such membership is transferable within the firm at the request of the firm. Additional individuals in the same firm may be admitted to Affiliate Membership at reduced dues as determined by the Board of Directors.

(2) Where an individual makes application for Affiliate Membership, such membership remains with that individual and is transferable with that person if they move from one firm to another.

Affiliate Membership shall also be granted to individuals licensed or certified to engage in real estate practice who, if otherwise eligible, do not elect to hold REALTOR® Membership in the Association, provided the applicant is engaged exclusively in a specialty of the real estate business other than brokerage of real property.

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

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

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

## ARTICLE V – QUALIFICATION AND ELECTION

### Section 1. Application

(a) 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 applicants agree as a condition of membership to thoroughly familiarize themselves with the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, the Constitution, Bylaws, and Rules and Regulations of this Association, the State and National Associations, and if a REALTOR® Member, will abide by the Constitution, Bylaws, Rules and Regulations of this Association, the State and National Associations, and 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 may 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 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, upon application, have access to a copy of the Bylaws, Constitution, Rules, Regulations, and Code of Ethics referred to above. (amended 11/02)

### Section 2. Qualification

(a) 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 that he/she is actively engaged in the real estate profession, and maintains a current, valid Broker, Broker/Sales associate, or Sales associate license, or is licensed, registered, or certified by the appropriate state regulatory agency to engage in the appraisal of real property, has a place of business within the State of Florida or a state contiguous thereto (unless a

secondary member), has no record of recent or pending bankruptcy\*, has no record of official sanctions involving unprofessional conduct\*\*, agrees to complete a course of instruction covering the Bylaws and Rules and Regulations of the local Association, the Bylaws of the State Association, and the Constitution, Bylaws, and Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, and shall agree that if elected to membership, will abide by such Constitution, Bylaws, Rules and Regulations, and the Code of Ethics.

**(\*) NO RECENT OR PENDING BANKRUPTCY** is intended to mean that the applicant or any real estate firm in which the applicant is a sole proprietor, general partner, or corporate officer, or branch office manager, is not involved in any pending bankruptcy or insolvency proceedings or, has not been adjudged bankrupt in the past three (3) years. If a bankruptcy proceeding as described above exists, membership may not be rejected unless the Association establishes that its interests and those of its members and the public could not be adequately protected by requiring that the bankrupt applicant pay cash in advance for Association and MLS fees for up to one (1) year from the date that membership is approved or from the date that the applicant is discharged from bankruptcy (whichever is later). In the event that an existing member initiates bankruptcy proceedings, the member may be placed on a “cash basis” from the date that bankruptcy is initiated until one (1) year from the date that the member has been discharged from bankruptcy.

**(\*\*) NO RECORD OF OFFICIAL SANCTIONS INVOLVING UNPROFESSIONAL CONDUCT** is intended to mean that the Association may only consider:

A. judgments within the past three (3) years of violations of (1) civil rights laws; (2) real estate license laws; (3) or other laws prohibiting unprofessional conduct against the applicant rendered by the courts or other lawful authorities.

B. criminal convictions if (1) the crime was punishable by death or imprisonment in excess of one year under the law under which the applicant was convicted, and (2) no more than ten (10) years have elapsed since the date of the conviction or the release of the applicant from the confinement imposed for that conviction, whichever is the later date. (amended 9/26/07)

NOTE 2: Article IV, Section 2, of the NAR Bylaws prohibits Member Associations from knowingly granting REALTOR® Membership to any applicant who has an unfulfilled sanction pending which was imposed by another Board/Association of REALTORS® for violation of the Code of Ethics. (adopted 9/19/01)

(b) Individuals who are actively engaged in the real estate profession other than as sole proprietors, partners, corporate officers, or branch office managers in order to qualify for REALTOR® membership, shall at the time of application, be associated either as an employee or as an independent contractor with a Designated REALTOR® Member of the Association or a Designated REALTOR® Member of another Association (if a secondary member) and must maintain a current, valid real estate broker’s or sales associate’s license or be licensed, registered, 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 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 agree in writing that if elected to membership, will abide by such Constitution, Bylaws, Rules and regulations, and the Code of Ethics.

**\*NO RECORD OF OFFICIAL SANCTIONS INVOLVING UNPROFESSIONAL CONDUCT** is intended to mean that the association may only consider:

A. judgments against the applicant within the past three (3) years of violations of (1) civil rights laws, (2) real estate license laws, and (3) or other laws prohibiting unprofessional conduct against the applicant rendered by the courts or other lawful authorities.

B. criminal convictions if (1) the crime was punishable by death or imprisonment in excess of one year under the law under which the applicant was convicted, and (2) no more than ten years have elapsed since the date of the conviction or the release of the applicant from the confinement imposed for that conviction, whichever is the later date. (amended 9/26/07)

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

1. All final findings of Code of Ethics violations and violations of other Membership duties in any other Association within the past three (3) years
2. Pending ethics complaints (or hearings)
3. Unsatisfied discipline pending
4. Pending arbitration requests (or hearings)
5. Unpaid arbitration awards or unpaid financial obligations to any other Association or MLS
6. Any misuse of the term REALTOR® or REALTORS® in the name of the applicant's firm (amended 9/26/07)

“Provisional” membership may be granted in instances where ethics complaints or arbitration requests (or hearings) are pending in other Associations or where the applicant for membership has unsatisfied discipline pending in another Association (except for violations of the Code of Ethics; See Article V, Section 2(a) NOTE 2) provided all other qualifications for membership have been satisfied. Associations may reconsider the membership status of such individuals when all pending ethics and arbitration matters (and related discipline) have been resolved or if such matters are not resolved within six (6) 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. (deleted 9/19/01; added 9/10/03;

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 which the applicant has made application) and will abide by the decision of the hearing panel.

**Section 3. Election.** The procedure for election to membership shall be as follows:

(a) REALTORS®, whether Primary or Secondary:

(1) The Executive Officer shall determine whether the applicant is applying for the appropriate class of membership. When an application is submitted with payment of

applicable fees and dues, the name of the applicant shall be entered into membership records and the individual shall be granted the services of the Association. (amended 9/10/03)

(2) The Board of directors, shall review REALTOR® applicants and vote on eligibility to membership. If applicant receives a majority vote of the Board of Directors, he/she shall be declared elected to membership and shall be so advised by notice in writing.

(3) The Board of Directors may not reject an application without providing the applicant with advance notice of its findings, an opportunity to appear before the Board of Directors, to call witnesses on his/her behalf, to be represented by counsel, and to make such statements as he/she deems relevant. The Board of Directors shall require that written minutes be made of any hearing before it or may electronically or mechanically record the proceedings.

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

(b) Institute Affiliate Members. An application for Institute Affiliate Membership shall be acted upon by the Board of Directors within forty-five days from the date of application for membership.

#### **Section 4. New Member Code of Ethics Orientation and JTHS Association New Member Orientation.**

New Applicants for REALTOR® membership and provisional REALTOR members must attend the first or second JTHS New Member Orientation Program, from date of application, offered by the Association in its entirety including the program on the Code of Ethics. The Code of Ethics Program shall be not less than two hours and thirty minutes of instructional time. This requirement does not apply to applicants for REALTOR® membership or provisional members who have completed comparable orientation in another association, provided that REALTOR® membership has been continuous, or that any break in membership is for one year or less.

Failure to complete the entire program will result in the forfeiture of all fees paid on the local level and denial of the membership application or termination of provisional membership. (amended 9/10/03; amended 9/16/09)

**NOTE:** Orientation programs must meet the learning objectives and minimum criteria established from time to time by the NATIONAL ASSOCIATION OF REALTORS®. (adopted 9/19/01)

#### **Section 5. Continuing Member Code of Ethics Training.**

Effective January 1, 2001, through December 31, 2004, and for successive four year periods thereafter, each REALTOR® member of the association shall be required to complete quadrennial ethics training of not less than two hours and thirty minutes of instructional

time. This requirement will be satisfied upon presentation of documentation that the member has completed a course of instruction conducted by this or another association, the State Association of REALTORS®, the NATIONAL ASSOCIATION OF REALTORS®, or any other recognized educational institution or provider which meets the learning objectives and minimum criteria established by the NATIONAL ASSOCIATION OF REALTORS® from time to time. REALTOR® members who have completed training as a requirement of membership in another association and REALTOR® members who have completed the New Member Code of Ethics Orientation during any four year cycle shall not be required to complete additional ethics training until a new four year cycle commences.

Failure to satisfy this requirement shall be considered a violation of a membership duty for which REALTOR® membership shall be suspended until such time as the training is completed. (adopted 9/19/01)

Members suspended for failing to meet the requirement for the first four (4)-year cycle (2001 through 2004) will have until December, 2005 to meet the requirement. Failure to meet the requirement by that time will result in automatic termination of membership. Failure to meet the requirement for the second (2005 through 2008) cycle and subsequent four (4)-year cycles will result in suspension of membership for the first two months (January and February) of the year following the end of any four (4)-year cycle or until the requirement is met, whichever occurs sooner. On March 1 of that year, the membership of a member who is still suspended as of that date will be automatically terminated. (amended 9/12/06)

**Section 6. Status Changes.** A Member who changes the conditions under which he/she holds membership shall be required to provide written notification to the Association within 30 days. A REALTOR® who changes his/her license status to function as the Designated REALTOR® of a firm may be required to satisfy any previously unsatisfied membership requirements applicable to Designated REALTORS®, but shall, during the period of transition from one status of membership to another, be subject to all privileges and obligations of a Designated REALTOR®.

**Section 7. Reinstatement/Re-election.** Within one (1) year of the effective date of resignation or termination, a former member shall be eligible for reinstatement without the obligation of the application fee if any and all funds previously owed to the Association are paid in full at the time of application. Application for reinstatement must be in writing and applicant must qualify as outlined in Article V, Section 2. The pro-rata amount of annual dues and a reinstatement fee to be established by the Board of Directors shall accompany the application.

If applicant has not met the above requirements, or if one (1) year has passed since resignation or termination, such applicant shall be deemed to have waived reinstatement rights and shall be treated as a new applicant.

## **ARTIVE VI – PRIVILEGES AND OBLIGATIONS**

**Section 1.** The privileges and obligations of members, in addition to those otherwise provided in these Bylaws are specified in this Article.

## **Section 2. REALTOR® Members.**

(a) REALTOR® Members, whether primary or secondary, in good standing whose financial obligations to the Association are paid in full shall, after completion of Orientation if required, be entitled to vote and, if qualified under Article XI, hold elective office in the Association, may use the terms “REALTOR®” and “REALTORS®”, which use shall be subject to 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 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, or unless the REALTOR® who is suspended or expelled removes himself/herself 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 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 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, or management control is relinquished, 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. (amended 11/02)

(c) In any action taken against a REALTOR® member for suspension or expulsion under Section 8 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 2(b) shall apply.

(d) Notification: It shall be the obligation of the Designated REALTOR®, within 20 days of a request from the Association, to certify, on a form provided by the Association a complete listing of all individuals licensed with the REALTORS® firm(s) within the State of Florida or a state contiguous thereto and shall designate a primary Board/Association for each

individual. 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/Association based on said non-member licensees, the Designated REALTOR® shall identify the Association to which dues have been remitted. These declarations shall be used for purposes of calculating dues under Article X, Section 2(a) of these Bylaws. The Designated REALTOR® shall also notify the Association in writing within 30 days of any of the following:

- (1) Any Member changes the conditions under which he/she holds membership
- (2) A new Designated REALTOR® is appointed for the firm
- (3) A new licensed Principal is name to the firm
- (4) Licensees added to the firm (Amended 9/16/09)
- (5) Severance of any individual licensee(s) from the firm

Failure to abide by this notification requirement shall result in an automatic suspension of all Association services for a period of 90 days. Before the Association terminates the services or membership of members for any reason other than non-payment of dues or fees, the member shall be afforded a full hearing in accordance with the Code of Ethics procedures as described and adopted by Article VII.

**Section 3. Institute Affiliate Members** shall have rights and privileges and be subject to obligations as are prescribed by the Board of Directors in compliance with the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS®. They shall not have the right to use the REALTOR® logo, the term "REALTOR®", shall not vote or hold elective office or to be a Participant in the local Association's Multiple Listing Service. (amended 01/02)

**Section 4. Affiliate Members** shall have privileges and rights and be subject to obligations as may be prescribed by the Board of Directors. They shall not have the right to use the REALTOR® logo, the term "REALTOR®", shall not vote or hold elective office except as provided in Article XI, Section 5 of the Bylaws. (Amended 9/16/09)

**Section 5. Public Service Members** shall have privileges and rights and be subject to obligations as may be prescribed by the Board of Directors.

**Section 6. Honorary Membership** shall confer no rights except the right to attend meetings and participate in discussions, and shall impose no obligations.

**Section 7. Student Members** shall have privileges and rights and shall be subject to obligations as may be prescribed by the Board of Directors.

**Section 8.** Any member of the Association may be reprimanded, fined, placed on probation, suspended or expelled by the Board of Directors for a violation of these Bylaws, and Rules and Regulations not inconsistent with these Bylaws, after a hearing as provided in the Code of Ethics and Arbitration Manual of the Association.

Although members other than REALTORS® are not subject to the Code of Ethics nor its enforcement by the Association, such members are encouraged to abide by the principles established in the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® and conduct their business and professional practices accordingly. Further, members other than REALTORS® may, or upon recommendation by a hearing panel of the Professional

Standards Committee, be subject to discipline as described above, for any conduct which in the opinion of the Board of Directors, applied on a nondiscriminatory basis, reflects adversely on the terms “REALTOR®” or “REALTORS®” and the real estate industry, or for conduct that is inconsistent with or adverse to the objectives and purposes of the local Association, the State Association, and the NATIONAL ASSOCIATION OF REALTORS®.

**Section 9.** Any REALTOR® 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 10.** Resignation 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 Association may condition the right of the resigning member to reapply for membership upon payment in full of all such monies owed.

**Section 11.** 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 if 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®. (amended 9/10/03)

**Section 12. 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 performance by creating a hostile, intimidating or offensive work environment. The decision of the appropriate disciplinary action to be taken shall be made by the investigatory team comprised of the President, and President-Elect and one member of the Board of Directors selected by the highest ranking officer not named in the complaint, upon consultation with 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 or President-Elect, they may not participate in the proceedings and shall be replaced by the Immediate Past President or, alternatively, by another member of the Board of Directors selected by the highest-ranking officer not named in the complaint. (Amended 9/22/04; Amended 9/16/09)

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

**Section 1.** The responsibility of the Association and its members relating to the enforcement of the Code of Ethics, the disciplining of members, and the arbitration of

disputes, and the organization and procedures incident thereto shall be governed by the Code of Ethics and Arbitration Manual of the NATIONAL ASSOCIATION OF REALTORS®, as from time to time amended, which by this reference is made a part of these Bylaws, provided, however, that any provision deemed inconsistent with state law shall be deleted or amended to comply with state law.

**Section 2.** It shall be the duty and responsibility of every REALTOR® member of this Association to abide by the Constitution and Bylaws and 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 the real estate business as specified by Article 17 of the Code of Ethics, and as further defined and in accordance with the procedures set forth in the Code of Ethics and Arbitration Manual of this Association as from time to time amended.

**Section 3.** The responsibility of the Association and its members relating to the enforcement of the Code of Ethics, the disciplining of members, the arbitration of disputes, and the organization and procedures incident thereto, shall be consistent with the cooperative professional standards enforcement agreement entered into by the Association, which by this reference is made part of these Bylaws. (adopted 9/19/01)

## **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. (amended September, 2007)

**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 of Florida or a state contiguous thereto so long as they remain REALTOR® members in good standing. No other class of members shall have this privilege.

**Section 3.** A REALTOR® member who is a principal of a real estate firm, partnership, or corporation may use the terms “REALTOR®” and “REALTORS®” only if all the principals of such firm, partnership, or corporation who are actively engaged in the real estate profession within the State of Florida or a state contiguous thereto are REALTOR® members of a Board or Association.

(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. (adopted 9/19/01)

**Section 4.** Institute Affiliate members shall not use the term “REALTOR®” nor the imprint of the emblem seal of the NATIONAL ASSOCIATION OF REALTORS®.

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

**Section 1.** The Association shall be a member of the NATIONAL ASSOCIATION OF REALTORS® and the Florida Association of REALTORS®. By reason of such membership, each REALTOR® member of the Member Association shall be entitled to the services and benefits of the NATIONAL ASSOCIATION OF REALTORS® and the Florida Association of REALTORS® without payment of dues. The Association shall continue as a member of the State and National Associations, unless by a majority vote of all of its REALTOR® members, decision is made to withdraw, in which case the State and National Associations shall be notified at least one month in advance of the date designated for the termination of such membership.

**Section 2.** The Association recognizes the exclusive property 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 determination by the Board of Directors of the National Association that it has violated the conditions imposed upon the terms.

**Section 3.** The Association hereby adopts the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® and agrees to enforce that Code among its REALTOR® members. The Association and its entire REALTOR® members agree to abide by the Constitution, Bylaws, Rules and Regulations, and policies of the National Association and the Florida Association of REALTORS®.

## **ARTICLE X – DUES, FEES, ASSESSMENTS**

**Section 1. Application Fees.** The Board of Directors may adopt a membership application fee for Designated REALTORS®, Primary and Secondary REALTORS®, and Affiliates, in reasonable amount, not exceeding three times the amount of the annual dues for the applicable category of membership. Such fee shall accompany the application and become the property of the Association upon receipt of such funds from the Applicant. Said Applicant shall be granted all privileges and benefits of membership according to the Bylaws while awaiting approval of the application. If application is not approved, fees shall be refunded. (amended 01/02)

**Section 2. Dues.** The annual dues of members shall be as follows:

(a) The annual dues of each Designated REALTOR® member shall be such base amount as established annually by the Board of Directors plus an amount to be determined by the Board of Directors multiplied by the number of real estate sales associates and licensed, registered, or certified appraisers who are (1) employed by or affiliated as independent contractors, or who are otherwise directly or indirectly licensed with such REALTOR® member and (2) are not REALTOR® or REALTOR-ASSOCIATE® Members of any Board/Association in the State of Florida or a state contiguous thereto or Institute Affiliate

Members of the Association or State Association. In calculating the dues payable to the Association by a Designated REALTOR® Member, non-member licensees as defined in this Article shall not be included in the REALTOR® Member, non-member licensees as defined in this Article 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/Association in the state, or a state contiguous thereto, provided the Designated REALTOR® notifies this Association in writing of the identity of the Board/Association to which dues have been remitted. In the case of a Designated REALTOR® Member in a firm, partnership, or corporation whose business activity is substantially all commercial, any assessments for non-member licensees shall be limited to licenses 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 9/19/01)

For the purpose of this Section, a REALTOR® member shall be held to be any member who has a place of business within the State or a state contiguous thereto and who, as a principal, partner, corporate officer, or branch manager of a real estate firm, partnership, or corporation, is actively engaged in the real estate profession as defined in Article III, Section I 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 an 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) herein) provided that such licensee is not otherwise included in the computation of dues payable by the principal, partner, or corporate officer of the entity.

A REALTOR® with a direct or indirect ownership interest in an entity engaged exclusively in soliciting and/or referring clients and customers to the REALTOR® for consideration on a substantially exclusive basis shall annually file with the association on a form approved by the association a list of the licensees affiliated with that entity and shall certify that all of the licensees affiliated with the entity are solely engaged in referring clients and customers and are not engaged in listing, selling, leasing, managing, counseling or appraising real property. The individuals disclosed on such form shall not be deemed to be licensed with the REALTOR® filing the form for purposes of this Section and shall not be included in calculating the annual dues of the Designated REALTOR®.

Membership dues shall be prorated for any licensee included on a certification form submitted to the association who during the same calendar year applies for REALTOR® membership in the association. However, membership dues shall not be prorated if the licensee held REALTOR® membership during the preceding calendar year. (Amended 9/22/04)

(b) Dues for REALTOR® Members other than the Designated REALTOR® and all other classes of membership shall be in such amount as established annually by the Board of Directors. (Amended 9/12/06)

(c) Dues for Institute Affiliate members shall be as established in Article II of the NAR Bylaws.

NOTE: The Institutes, Societies and Councils of the National Association shall be responsible for collecting and remitting dues to the National Association for Institute

Affiliate Members (\$75.00). The National Association shall credit \$25.00 to the account of a local association for each Institute Affiliate Member whose office address is within the assigned territorial jurisdiction of that association, provided, however, if the office location is also within the territorial jurisdiction of a Commercial Overlay Board (COB), the \$25.00 amount will be credited to the COB, unless the Institute Affiliate Member directs that the dues be distributed to the other board. The National Association shall also credit \$25.00 to the account of state associations for each Institute Affiliate Member whose office address is located within the territorial jurisdiction of the state association. Local and state associations may not establish any additional entrance, initiation fees or dues for Institute Affiliate Members, but may provide service packages to which Institute Affiliate Members may voluntarily subscribe. (amended 01/02)

**Section 3. Dues Payable.** Written notice of annual dues shall be sent from the Association to each REALTOR® no later than November 15 of each year. The Designated REALTOR® will be mailed a dues statement listing all individual members affiliated with the firm. Members' dues are non-refundable and shall be paid annually in advance no later than 5:00 p.m. the first business day of the New Year, unless extended by the Board of Directors. A late fee, in an amount to be established by the Board of Directors, will be assessed on dues paid after the due date. Dues shall become payable on the first day of the month or quarter in which a member shall be notified of election and shall be pro-rated for the year on a monthly or quarterly basis as determined by the Board of Directors. If annual dues are not paid by January 31, membership of the non-paying member shall be automatically terminated. (amended 11/02)

In the event a licensee who holds REALTOR® membership is dropped for non-payment of dues, and that licensee remains with the Designated REALTOR's firm, the dues obligation of the Designated REALTOR® shall be increased to reflect the addition of a non-member licensee. Such increased dues must then be paid in full within 14 days of the date such non-member licensee is dropped from membership. Dues shall be calculated from the first day of the current fiscal year.

**Section 4. Non-Payment of Financial Obligations Other than Annual Dues.** If fees, fines or other assessments owed to the Association are not paid within one month after the due date, the non-paying member shall be subject to suspension at the discretion of the Board of Directors. Two months after due date, membership of the on-paying member may be terminated at the discretion of the Board of Directors. Three months after due date, membership of the non-paying 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 non-payment of disputed amounts until the accuracy of the amount owed has been confirmed by the Board of Directors and the delinquent member has been notified in writing, setting for the amount owed, the date(s) on which it was payable, and action to be taken if not paid. A former member who has had his membership terminated for nonpayment of dues, fees, fines, or other assessments duly levied in accordance with the provisions of these Bylaws or the provisions of other Rules and Regulations of the Association or any of its services, departments, divisions or subsidiaries may apply for reinstatement in the manner prescribed for new applicants for membership, after making payment in full of all accounts due as of the date of termination.

**Section 5. Deposits.** All monies received by the Association for any purpose shall be deposited to the credit of the Association in a financial institution or institutions selected by the Board of Directors.

**Section 6. Expenditures.** The Board of Directors shall administer the finances of the Association but shall not incur an obligation or expenditure of an unbudgeted item in excess of cash on hand less reserves without authorization by vote of 51% of the REALTOR® members at a meeting provided a quorum is present as required by Article XII, Section 3.

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

**Section 1. Officers.** The elective Officers of the Association shall be: a President, a President-Elect, a Secretary, and a Treasurer. The duly elected President-Elect shall automatically become President the year following the term as President-Elect. All Officers shall be elected for terms of one year.

**Section 2. Qualifications of President and Other Officers.** Individuals nominated to an Officer position shall have previously served on the Board of Directors of this Association.

**Section 3. Qualifications of Directors.** Individuals nominated to a Director position shall have previously:

- a) served as Chairman of a Committee of a REALTOR® Association for one (1) year; or
- b) participated actively as a committee member of a REALTOR® Association for at least two (2) years; or
- c) successfully completed the Leadership Development Program of this Association; or
- d) served as an officer or Director of a REALTOR® Association.

**Section 4. Duties of Officers.** The duties of the Officers shall be such as their titles, by general usage, would indicate and such as may be assigned to them by the Board of Directors. In the absence of the President, the President-Elect shall perform the duties of the President. In the absence of both the President and President-Elect, the Immediate Past President shall perform such duties.

**Section 5. Board of Directors.** The governing body shall be a Board of Directors consisting of the elected Officers and no fewer than six (6) nor more than eight (8) REALTOR® Members of the Association, plus the immediate Past President of the Association. Directors shall be elected to serve for terms of three (3) years unless filling an unexpired term in which case they shall serve the remainder of that term. There may be one additional voting Affiliate Director who will be nominated by the Affiliate/Realtor Committee and elected by Affiliate Members for a term of one year. Voting rights will exclude Grievance and Professional Standards matters. (amended 9/19/01; amended 9/10/03)

Not more than three (3) individuals from any one real estate firm shall serve as Officers or Directors at any given time. If circumstances should result in four or more Officers and/or Directors being associated with the same real estate firm due to a transfer or acquisition, this Officer and/or Director shall be permitted to complete the remainder of their term. (amended 9/10/03)

The Board of Directors may employ an Executive Officer who shall have the title of Executive Vice President, Executive Officer, or Association Executive. They may also retain legal counsel and may employ such other persons as are necessary to properly conduct the Association's business. The Executive Officer shall have such duties and powers as the Board of Directors directs.

### **Section 6. Election of Officers and Directors.**

(a) The election of Officers and Directors shall take place at the Annual Meeting. Election shall be by ballot in compliance with Article XII of these Bylaws. The ballot shall contain the names of all candidates and the offices for which they are nominated.

(b) At least two months before the annual election, the President shall appoint, with the approval of the Board of Directors, a Nominating Committee of five REALTOR® members, one of whom shall be the Immediate Past President, who shall serve as Chairman.

(c) At least 30 calendar days preceding the election, the report of the Nominating Committee, without review by the Board of Directors, shall be mailed to the stipulated address of each REALTOR® qualified to vote.

(d) Additional candidates for the seats to be filled who meet the qualifications of Sections 1, 2, 3 of this Article may be placed in nomination by a petition signed by at least five percent (5%) of the members qualified to vote. The petition shall be filed with the Executive Officer at least three weeks before the election. The Executive Officer shall send notice of such additional nominations to all voting members at least ten business days prior to the election.

(e) Any Director who is nominated for an Officer position, forfeits the right to complete the term of his/her Directorship if not elected to the Officer position. A member may not be a candidate for more than one position on the Board at the same time.

(f) At the Annual Meeting, the President shall appoint an Election Committee of three or more voting REALTORS® to conduct the election. For the ballot to be counted, there must be one vote cast for each Director position to be filled. When Director terms of uneven duration are to be filled, candidates receiving the highest number of votes shall serve the longest terms. In case of a tie vote, the selection shall be by lot made under the direction of the Election Committee.

(g) In the event a Member of the Nominating Committee or a Member of his/her immediate family, is a candidate for Officer or Director of the Association, such member shall immediately resign from the Nominating Committee and notify the President so that a replacement can be appointed.

**Section 7. Vacancies.** Should the office of President become vacant, this office shall automatically be filled by the President-Elect, or, if the President-Elect is unable to serve, by the immediate Past President. All other vacancies shall be appointed by a simple majority vote of the Board of Directors. Any position filled by such appointment shall be subject to election at the next annual meeting.

(1) A duly elected President-Elect who fills the vacancy of President will automatically become President for a full term upon the completion of the unexpired term.

- (2) If an appointed President-Elect or Immediate Past President fills the vacancy of President, then the office of President shall be subject to election at the next annual meeting, in compliance with Article XI, Section 6. (Amended 9/16/09)

**Section 8. Removal of Officers and Directors.** In the event that an Officer or Director is deemed incapable of fulfilling the duties for which elected, but will not resign from office voluntarily, the Officer or Director may be removed from office under the following procedure:

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

(b) Upon receipt of the petition, and not less than twenty (20) days or more than forty-five (45) days thereafter, a special meeting of the voting membership of the Association shall be held, and the sole business of the meeting shall be to consider the charge against the Officer or Director, and to render a decision on such petition.

(c) The special meeting shall be noticed to all voting members at least ten (10) days prior to the meeting, and shall be conducted by the President of the Association unless the President's continued service in office is being considered at the meeting. In such case, the next ranking Officer shall conduct the meeting. Provided a quorum is present, a three-fourths vote of members present and voting shall be required for removal from office.

## ARTICLE XII – MEETINGS

### Section 1. Membership Meetings.

(a) Annual Meeting. The annual meeting of the Association shall be held during the month of September of each year, the date, place and hour to be designated by the Board of Directors.

(b) Special or Emergency Meetings. Meetings of the members may be held at such other times as the President or the Board of Directors may determine, or upon the written request of at least ten percent (10%) of the REALTOR® Members.

**Section 2. Notice of Meetings.** Written notice, to include statement of purpose, shall be mailed to the stipulated address of all REALTORS® who are qualified to vote at least ten (10) business days in advance. In the event of emergency meetings requiring shorter notice, diligent effort will be made to contact the membership.

**Section 3. Quorum.** Quorum for transaction of business other than election of Officers and Directors, shall be five percent (5%) of those members eligible to vote and physically present. Quorum for election of Officers and Directors shall be five percent (5%) of members eligible to vote including absentee ballots. (amended 11/02)

**Section 4. Absentee Ballots.** In the event a REALTOR® cannot be present at a meeting where an election of Officers and Directors will be held, that REALTOR® may vote by means of an absentee ballot provided that REALTOR® does so in person at the Association

office no later than 5:00 p.m. the working day prior to the meeting. Absentee ballots will be available from the Association office ten (10) business days prior to the meeting date. Absentee ballots will be counted only for the purpose of election of Officers and Directors.

**Section 5. Meetings of Directors.** The Board of Directors shall designate a regular time and place of meetings. Absence from three consecutive regular meetings without an excuse deemed valid by the Board of Directors shall be construed as resignation there from. A majority of the Board of Directors shall constitute a quorum.

## **ARTICLE XIII – COMMITTEES**

**Section 1. Standing Committees.** The President shall appoint from among the REALTOR® Members, subject to confirmation by the Board of Directors, the following standing committees: Professional Standards, Education, Budget/Finance, Program, Grievance, Bylaws, and Public Policy. (Amended 9/16/09)

**Section 2. Special Committees.** The President shall appoint, subject to confirmation by the Board of Directors, such special committees as deemed necessary. Affiliate members may be appointed as Chairmen of socially related committees (e.g. Picnic, Social, Golf, etc.).

**Section 3. 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 4. Attendance.** Any committee member who fails to attend two consecutive meetings without an excuse acceptable by the committee shall be deemed to have resigned from the committee, and the vacancy shall be filled as herein provided for original appointees.

**Section 5. President.** The President shall be an ex-officio member of all committees and shall be notified of their meeting.

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

**Section 1.** The Association's fiscal and elective year shall be the calendar year.

## **ARTICLE XV – RULES OF ORDER**

**Section 1.** Robert's Rules of Order, latest edition, shall be recognized as the authority governing the meetings of the Association, its Board of Directors, and committees, in all instances wherein its provisions do not conflict with these Bylaws.

## **ARTICLE XVI – AMENDMENTS**

**Section 1.** Proposed amendments, after review and comment by the Bylaws Committee and review by the Board of Directors, shall be presented to the REALTOR® Members. These Bylaws may be amended by majority vote of the REALTOR® Members present at any meeting at which a quorum (as defined in Article XII, Section 3) is present, and provided the substance of such proposed amendments together with comments from the Bylaws Committee are plainly stated in the meeting notice. Any such proposed amendments, when introduced, shall be subject to further amendments before final

passage, provided such further amendments do not change the intent of the subject.  
(amended 11/02)

**Section 2.** Notice of all meetings at which amendments are to be considered shall be mailed to the stipulated address of all REALTORS® at least ten (10) business days prior to the meeting.

**Section 3.** Amendments to these Bylaws that are mandated by NAR or FAR policy, or punctuation and grammatical corrections that do not alter or change the substance of meaning, shall automatically become effective upon approval of the Board of Directors of this Association.

**Section 4.** Amendments to these Bylaws affecting the admission or qualification of REALTOR® and Institute Affiliate Members, the use of the terms “REALTOR®” and “REALTORS®”, or any alteration in the territorial jurisdiction of the Association shall become effective upon their approval by the Board of Directors of the NATIONAL ASSOCIATION OF REALTORS®.

## **ARTICLE XVII – DISSOLUTION**

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

## **ARTICLE XVIII – MULTIPLE LISTING**

**Section 1. Authority.** The Association shall participate as a Shareholder in a regional Multiple Listing Service known as Regional Multiple Listing Service, Inc. for the use of its members and be governed by the Bylaws of said Listing Service and such Rules and Regulations as may hereinafter be adopted by that organization.