

**Revised and Restated Bylaws of the
Seacoast Board of REALTORS®, Inc.**
Duly Adopted on June 7, 2024

Article I – Name

Section 1. Name. The name of this organization shall be the Seacoast Board of REALTORS® 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

Section 1. The objectives of the Association are:

- (a) 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.
- (b) 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®.
- (c) 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.
- (d) To further the interests of home and other real property ownership.
- (e) To unite those engaged in the real estate profession in this community with the New Hampshire 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.
- (f) 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® is: Exeter, Epping, Greenland, Hampton, Hampton Falls, Kensington, Newcastle, Newfields, Newington, Newmarket, Newton, North Hampton, Nottingham, Portsmouth, Rye, Seabrook, South Hampton, Stratham.

Article IV – Membership

Section 1. Classification. There shall be eight classes of members, as follows:

1. **REALTOR® Members.** REALTOR® Members, whether primary or secondary shall be:

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 New Hampshire or a state contiguous thereto. All persons who are partners in a partnership, or all officers in a corporation who are actively engaged in the real estate profession within the state or a state contiguous thereto shall qualify for REALTOR® membership only, and each is required to hold REALTOR® membership (except as provided in the following paragraph) in an association of REALTORS® within the state or a state contiguous thereto, unless otherwise qualified for Institute Affiliate membership.

In the case of a real estate firm, partnership, or corporation, whose business activity is substantially all commercial, only those principals actively engaged in the real estate business in connection with the same office, or any other offices within the jurisdiction of the association in which one of the firm's principals holds REALTOR® membership, shall be required to hold REALTOR® membership unless otherwise qualified for Institute Affiliate membership.

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

- 2. 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.
- 3. Primary and Secondary REALTOR® Members.** An individual is a Primary Member if the Association pays State and National dues based on such individual. 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.
- 4. 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 (or to mediate if required by the Association) pursuant to Article 17 of the Code of Ethics and the payment of Association dues. The "Designated REALTOR®" must be a sole proprietor, partner, corporate officer, or branch office manager acting on behalf of the firm's principal(s) and must meet all other qualifications for REALTOR® membership.
- 5. 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® or REALTOR-ASSOCIATE® membership, subject to payment of applicable dues for such membership.

6. **Affiliate Members.** 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.
7. **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, consumer service, 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.
8. **Student Members.** Student members shall be individuals who are seeking an undergraduate or graduate degree with a specialization or major in real estate at institutions of higher learning or who have completed at least two years of college and at least one college-level course in real estate but are not engaged in the real estate profession on their own account or not associated with an established real estate office.

Section 2. 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 and 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. For purposes of this section, the term “good standing” means the member satisfies the “Obligations of REALTOR® Members”, is current with all financial and disciplinary obligations to the Association and MLS, has completed any new member requirements, and complies with NAR’s trademark rules.

Section 3. Obligation of REALTOR® Members. It shall be the duty and responsibility of every REALTOR® member of this Association to safeguard and promote the standards, interests, and welfare of the Association and the real estate profession, and to protect against conduct that may cause a lack of public confidence in the real estate profession or in REALTORS®. REALTOR® members also must abide by the governing documents and policies of the Association, the the State Association, and the *NATIONAL ASSOCIATION OF REALTORS®*, as well as the Code of Ethics of the *NATIONAL ASSOCIATION OF REALTORS®*, including the duty to mediate and arbitrate controversies arising out of real estate transactions as specified by Article 17 of the Code of Ethics, and in accordance with the procedures set forth in the Code of Ethics and Arbitration Manual.

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

Section 4. Institute Affiliate Members, Affiliate Members, Public Service Members and Student Members. Institute Affiliate Members, Affiliate Members, Public Service Members and Student Members shall have rights and privileges and be subject to obligations prescribed by the Board of Directors consistent with the *Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS®*. No such members may serve as President of the Association.

Article V – Professional Standards and Training

Section 1. New Member Code of Ethics Orientation. Applicants for REALTOR® membership and provisional REALTOR® members (where applicable) shall complete an orientation program on the Code of Ethics of not less than two (2) hours and thirty (30) minutes of instructional time. This requirement does not apply to applicants for REALTOR® membership or provisional members who have completed comparable orientation in another association, provided that REALTOR® membership has been continuous, or that any break in membership is for one (1) year or less.

Failure to satisfy this requirement within 90 days of the date of application will result in denial of the membership application or termination of provisional membership.

Section 2. Continuing REALTOR® Code of Ethics Training. Effective January 1, 2019, through December 31, 2021, and for successive three-year periods thereafter, each REALTOR® member of the Association (with the exception of REALTOR® members granted REALTOR® Emeritus status by the National Association) shall be required to complete ethics training of not less than two (2) hours and thirty (30) minutes of instructional time. This requirement will be satisfied upon presentation of documentation that the member has completed a course of instruction conducted by this or another REALTOR® association, the State Association of REALTORS®, or the NATIONAL ASSOCIATION OF REALTORS®, which meets the learning objectives and minimum criteria established by the NATIONAL ASSOCIATION OF REALTORS® from time to time. REALTOR® members who have completed training as a requirement of membership in another association and REALTOR® members who have completed the New Member Code of Ethics Orientation during any three-year cycle shall not be required to complete additional ethics training until a new three-year cycle commences.

Failure to satisfy the required periodic ethics training shall be considered a violation of membership duty. Failure to meet the requirement in any three-year cycle will result in suspension of membership for the first two months (January and February) of the year following the end of any three-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 11/2019)

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. Discipline of REALTOR® Members. 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.

Article VI – REALTOR® Trademark

Section 1. 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.

Section 2. 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.

Section 3. REALTOR® members of the Association shall have the privilege of using the terms REALTOR® and REALTORS® in connection with their places of business within the state or a state contiguous thereto so long as they remain REALTOR® members in good standing. No other class of members shall have this privilege.

Section 4. 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.

Section 5. 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 in 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.

Section 6. Institute Affiliate Members, Affiliate Members, Public Service Members and Student Members shall not use the terms REALTOR® or REALTORS®, nor the imprint of the emblem seal of the NATIONAL ASSOCIATION OF REALTORS®.

Article VII – State and National Memberships

Section 1. The Association shall be a member of the NATIONAL ASSOCIATION OF REALTORS® and the New Hampshire Association of REALTORS®. By reason of the Association's membership, each REALTOR® member of the Member Association shall be entitled to membership in the NATIONAL ASSOCIATION OF REALTORS® and the New Hampshire Association of 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 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 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.

Article VIII – Dues and Assessments

Section 1. Application Fee. The Board of Directors may adopt an application fee for REALTOR® membership in a reasonable amount, not exceeding three (3) 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.

Section 2. 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 members of the Association. In calculating the dues payable to the Association by a designated REALTOR® member, non-member licensees as defined in (1) and (2) of this paragraph shall not be included in the computation of dues if the designated REALTOR® has paid dues based on said non-member licensees in another association in the state or a state contiguous thereto, provided the designated REALTOR® notifies the Association in writing of the identity of the 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 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.

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, partner, corporate officer, or branch office manager of the firm, partnership or corporation is actively engaged in the real estate profession as defined in Article III, Section 1 of the Constitution of the NATIONAL ASSOCIATION OF REALTORS®. An individual shall be deemed to be licensed with a REALTOR® if the license of the individual is held by the REALTOR®, or by any broker who is licensed with the REALTOR®, or by any entity in which the REALTOR® has a direct or indirect ownership interest and which is engaged in other aspects of the real estate business provided that such licensee is not otherwise included in the computation of dues payable by the principal, partner, corporate officer, or branch office manager 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, 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.

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.

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® or REALTOR-ASSOCIATE® membership in the Association. However, membership dues shall not be prorated if the licensee held REALTOR® or REALTOR-ASSOCIATE® membership during the preceding calendar year.

Section 3. REALTOR® Members Dues. The annual dues of REALTOR® members other than the designated REALTOR® shall be as established annually by the Association.

Section 4. Institute Affiliate Members Dues. The annual dues of each Institute Affiliate member shall be as established in Article II of the Bylaws of the NATIONAL ASSOCIATION OF REALTORS®.

Article IX – Officers and Directors

Section 1. Officers. The officers of the Association shall be a President, President-Elect, Treasurer and Secretary. The Treasurer shall be the Chair of the Finance Committee. The Executive Officer of the Association shall serve as Secretary but will not be a voting member.

Section 2. 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. It shall be the particular duty of the Secretary to keep the records of the Association and, when directed, to carry out all necessary correspondence with the NATIONAL ASSOCIATION OF REALTORS® and the New Hampshire Association of REALTORS®.

Section 3. Board of Directors. The governing body of the Association shall be a Board of Directors consisting of the Officers and the Immediate Past President of the Association and elected Directors-At-Large derived by using the following formula:

One (1) Director-At-Large for every **one hundred seventy-five (175)** REALTOR members of the Association as of April 1st of the current year. (Ex: 1386 REALTOR® Members divided by 175 = 8 Directors-At-Large..)

All members of the Board of Directors shall be Members in Good Standing and shall serve a term of three years, with the option to serve a second term should they be nominated and elected. No more than two (2) REALTORS® from the same real estate agency may simultaneously serve on the Board of Directors, with the exception of the active most recent Past President.

Section 4. Terms. Officers shall be elected for terms of one year for the position of which they are elected. Directors-at-Large shall be elected to serve for staggered terms of three years.

Section 5. Expenditures. The Board of Directors shall administer the day-to-day finances of the Association and shall have the authority to appropriate money as approved under the annual budget. Furthermore, the Board of Directors shall have the authority to appropriate up to \$10,000 for unbudgeted emergency capital expenditures over the approved operating budget; appropriations beyond said amounts shall require prior authorization by vote of a majority of association members present at any regularly scheduled or special meeting whereby notice has been given for such purpose and a quorum of the membership is present.

Section 6. Deposits. All monies received by the Association for any purpose shall be deposited into the account of the Association in a financial institution or institutions selected by resolution of the Board of Directors.

Section 7. Election of Officers and Directors.

(a) Nominating Committee. A Nominating Committee shall be appointed by the President with the approval of the Board of Directors no later than April 15th. The Nominating Committee will be comprised of five (5) members (the immediate past President who shall serve as chair, one (1) past SBOR President, and three (3) REALTOR® members, none of whom has served as SBOR President and no more than two of whom are members from the same firm. The incumbent President-elect shall not be a member of the Nominating Committee.

No one on the Nominating Committee will be allowed to nominate themselves to serve on the Board of Directors.

(b) Nomination Process. The Nominating Committee, after having solicited nominations from the general membership, shall propose a slate of officers and directors. The incumbent President-elect shall assume the office of President in the ensuing year. The Nominating Committee shall select one or more nominees for any open positions. In addition, the nominating committee will propose a slate of at least as many nominees as there are directors-at-large whose terms are expiring plus at least two additional nominees.

The slate of the Nominating Committee shall be sent by mail, facsimile, or electronic mail to each member eligible to vote at least 21 days preceding the election.

Additional candidates for the offices to be filled may be placed in nomination by petition signed by at least fifty (50) REALTOR® members eligible to vote. The petition shall be filed with the Association Executive, or another individual approved by the Board of Directors, at least 14 days before the election.

The Association Executive or other individual approved by the Board of Directors shall send notice of the final slate to all members eligible to vote at least 7 days before the election.

(c) Election. The election of Officers and Directors shall commence in October and remain open for one week (7 calendar days). The election shall be by electronic ballot which shall contain the names of all candidates and the offices for which they are nominated. Since it is desirable for the Board of Directors to have a new slate of Officers elected prior to the annual meeting of the NATIONAL ASSOCIATION OF REALTORS®, such election may take place prior to that event except that the term of office for such elected Officers shall not commence until January 1st of the following year. The new slate of Officers shall not have any authority to act on behalf of the Board until January 1st.

As many candidates receiving the most votes from the membership for the position of director-at-large as there are directors-at-large whose terms are expiring shall be elected to the position of director-at-large for terms of three years. The candidate receiving the next highest vote total from the membership shall be elected to the 1st Alternate Director position (1-year term) and the member with the next highest number of votes shall assume the 2nd Alternate Director position (1-year term). Standing committee chairs or their liaison will be appointed by the incumbent President-elect by September 1st.

(d) Tie Vote. In the event of a tie vote for any candidate, the Nominating Committee shall reconvene within thirty (30) days and vote to break the tie. Should the vote of the Nominating Committee result in a tie, the incumbent President-elect shall vote to break the tie.

Section 8. Vacancies. Vacancies among the Board of Directors, including officers, shall be filled by a simple majority vote of the Board of Directors until the next annual election.

Section 9. Removal of Officers and Directors. In the event that an Officer or Director is deemed to be incapable, unfit or negligent 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 (1/3) 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 will conduct the meeting of the hearing by the members. A three-fourths vote of members present and voting shall be required for removal from office.

Section 10. Executive Officer. There shall be an Executive Officer, hired by the Board of Directors, who shall be the chief administrative officer of the Association. The Executive Officer shall have the authority to hire, supervise, evaluate, and terminate other staff, if any, and shall perform such other duties as prescribed by the Board of Directors.

Article X – Meetings

Section 1. Annual Meetings. The annual meeting of the Association shall be held prior to December 31st of each year with the date, place, and time designated by the Board of Directors.

Section 2. Meetings of Directors. The Board of Directors shall designate a regular time and place of meetings. Absence from three (3) regular meetings without an excuse deemed valid by the Board of Directors shall be construed as resignation.

Section 3. Special Meetings. Special Meetings of the members may be held at 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 members eligible to vote.

Section 4. Notice of Meetings. Written or electronic notice shall be given to every member entitled to participate in the meeting at least seven (7) days preceding all meetings and 72 hours for Board of Directors and Committee meetings. If a special meeting is called, it shall be accompanied by a statement of the purpose of the meeting.

Section 5. Quorum. A quorum for the transaction of business by the membership shall consist of ten percent (10%) of the members eligible to vote. A Quorum at a Board of Directors meeting shall consist of 50% plus 1.

Section 6. Electronic Transaction of Business. To the fullest extent permitted by law, the Board of Directors or membership may conduct business by electronic means.

Section 7. Action without Meeting. Unless specifically prohibited by the articles of incorporation, any action required or permitted to be taken at a meeting of the Board of Directors may be taken without proper notice provided consent in writing is obtained from a minimum of two-thirds (2/3) of the Board of Directors. Any such action must be ratified at the next meeting of the Board of Directors.

Article XI – Committees

Section 1. Standing Committees. The President shall appoint from among the association members, subject to confirmation by the Board of Directors, the following five (5) standing committees: Finance, Legal (Professional Standards & Grievance), Community Outreach, Education, and RPAC/IMF/Advocacy.

Section 2. Special Committees. The President shall appoint, subject to confirmation by the Board of Directors, special committees, task forces and working groups as deemed necessary.

Section 3. Organization. All committees, task forces and working groups shall be of such size and shall have duties, functions, and powers as assigned by the President and the respective committee chair, with approval by the Board of Directors except as otherwise provided in these Bylaws. The President shall be an *ex-officio* member of all standing committees and shall be notified of their meetings.

Section 4. Action without Meeting. Any committee may act by unanimous consent in writing without a meeting. The consent shall be evidenced by one or more written approvals, each of which sets forth the action taken and bears the signature of one or more of the members of the committee.

Section 5. Remote Attendance. Members of a committee, task force or working group may participate in any meeting through the use of electronic means of which all persons participating in the meeting can hear each other. Such participation shall be at the discretion of the chair and shall constitute presence at the meeting.

Article XII – Fiscal and Elective Year

Section 1. The fiscal year of the Association shall be

January 1st to December 31st

Section 2. The elective year of the Association shall be

January 1st to December 31st.

Article XIII – 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 XIV – Amendments

Section 1. These Bylaws may be amended by the majority vote of the Members of the Association present and qualified to vote at any meeting at which a quorum is present, provided the substance of such proposed amendment or amendments shall be plainly stated in the notification of meeting. The Board of Directors may, at any regular or special meeting of the Board of Directors at which a quorum is present, approve amendments to the Bylaws which are mandated by NAR or PRIMEMLS, INC. policy.

Section 2. Notice of all meetings at which amendments are to be considered shall be sent electronically to every member eligible to vote at least seven (7) days prior to the meeting.

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 XV – Dissolution

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

Article XVI – Multiple Listing

Section 1. The Association is a shareholder in PRIMEMLS, INC., a Multiple Listing Service that is a lawful corporation of the State of New Hampshire.

Section 2. PRIMEMLS, INC. Directors. The President shall appoint, with the approval of the Board of Directors, the Association's representative(s), and alternate(s) to the PRIMEMLS, INC. Board of Directors for a term of three (3) years. The Board of Directors shall appoint the Association's Shareholder representative and designated alternative who shall both serve for a three (3) year term.