

# Official Notice of Bylaw Change Proposal

(new language is underlined; language to remove is stricken)

All REALTOR® members of the NDAR are hereby notified of the General Membership Meeting as follows:  
Thursday, September 15, 2016, 2:45 pm – Holiday Inn, Fargo, ND to vote on the proposed bylaw change below.

## #1) Article II Membership – Section 1

E. ~~Affiliate Member~~ Business Partners

An individual or institution, who is an Affiliate/Business Partner Member of a Member Board.

F. Honorary Member

An individual who has contributed in a notable and lasting manner towards the betterment of the Association.  
Nomination for such a membership is made to the Association's Board of Directors by a Member Board or by the Association's ~~Membership Services~~ Member Involvement Committee.

*Updates the name change of committee*

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## #2) Article III Dues –

Section 1 The Amount of Dues

D. Institute Affiliate Member

The annual dues for each Institute Affiliate Membership ~~in the State Association~~ shall be as established in Article II of the Bylaws of the NATIONAL ASSOCIATION OF REALTORS®.

E. Affiliate Member Business Partners

The annual dues shall be in such amount as determined annually by the Board of Directors.

Section 2 The Payment of Dues

~~Likewise, each Member Board shall file with the Association a list of its Institute Affiliate Members and Affiliate Members.~~

*Updates policy of NAR and Institute Affiliate Member – NAR now collects dues and distributes to locals and states.*

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## #3) Article IV – Officers

References to ~~Executive Vice President~~ updated to Chief Executive Officer

*Updating job title change from several years ago.*

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## #4) Article V – Board of Directors

G. Ex-officio members (these individuals do not have power to vote nor do they need to meet the membership eligibility requirements of the regular Board.)

1. The ~~Executive Officer~~ Association Executive from each Member Board.
2. The President or (designated alternate) from any North Dakota society, council or institution.
3. The ~~Executive Officer~~ Director (or designated alternate) from the North Dakota Real Estate Commission.

*Updates to current title references*

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## #5) Article VI – Meetings

### A. Absentee Ballots.

Absentee ballots must be received by the Association office 10 days prior to the annual membership meeting, or special membership meeting called by the President.

*Allows for General Membership meetings to be held in addition to the annual meeting held at convention*

## #6) Article VII Committees

### Section 1(b). ~~MLS as a Committee of an All REALTOR® Board~~

~~Section 1—Authority: The North Dakota Association of REALTORS® shall maintain for the use of its members a Multiple Listing Service, which shall be subject to the bylaws of the North Dakota Association of REALTORS® and such rules and regulations as may be hereinafter adopted.~~

~~Section 2—Purpose: A Multiple Listing Service is a means by which authorized Participants make blanket unilateral offers of compensation to other Participants (acting as subagents, buyer agents, or in other agency or non-agency capacities defined by law); by which cooperation among participants is enhanced; by which information is accumulated and disseminated to enable authorized Participants to prepare appraisals, analyses, and other valuations of real property for bona fide clients and customers; by which Participants engaging in real estate appraisal contribute to common databases; and is a facility for the orderly correlation and dissemination of listing information so participants may better serve their clients and the public. Entitlement to compensation is determined by the cooperating broker's performance as a procuring cause of the sale (or lease).~~

~~Section 3—Participation: Any REALTOR® of this or any other Board who is a principal, partner, corporate officer, or branch office manager acting on behalf of a principal, without further qualification, except as otherwise stipulated in these bylaws, shall be eligible to participate in Multiple Listing upon agreeing in writing to conform to the rules and regulations thereof and to pay the costs incidental thereto. However, under no circumstances is any individual or firm, regardless of membership status, entitled to Multiple Listing Service "membership" or "participation" unless they hold a current, valid real estate broker's license and offer or accept compensation to and from other Participants or are licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property. Use of information developed by or published by a Board Multiple Listing Service is strictly limited to the activities authorized under a Participant's licensure(s) or certification and unauthorized uses are prohibited. Further, none of the foregoing is intended to convey "participation" or "membership" or any right of access to information developed by or published by a Board Multiple Listing Service where access to such information is prohibited by law. (Updated 1-15)~~

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

~~The key is that the participant or potential participant actively endeavors to make or accept offers of cooperation and compensation with respect to properties of the type that are listed on the MLS in which participation is sought. This requirement does not permit an MLS to deny participation to a participant or potential participant that operates a "Virtual Office Website" (VOW) (including a VOW that the participant uses to refer customers to~~

~~other participants) if the participant or potential participant actively endeavors to make or accept offers of cooperation and compensation. An MLS may evaluate whether a participant or potential participant actively endeavors during the operation of its real estate business to offer or accept cooperation and compensation only if the MLS has a reasonable basis to believe that the participant or potential participant is in fact not doing so. The membership requirement shall be applied in a nondiscriminatory manner to all participants and potential participants.~~

~~Section 4— Supervision: The activity shall be operated under the supervision of the Multiple Listing Committee in accordance with the rules and regulations, subject to the approval of the Board of Directors of the North Dakota Association of REALTORS®.~~

~~Section 5— Appointment of Committee: The President shall appoint, subject to confirmation by the Board of Directors, a Multiple Listing Committee of 5 REALTOR® members. (1 from the Board of Directors plus 4 broker members at large) The Committee members so named shall serve three year staggered terms. The committee shall select its chairperson from among the members thereof. (The chairperson may be designated by the president.)~~

~~Section 6— Vacancies: Vacancies in unexpired terms shall be filled as in the case of original appointees.~~

~~Section 7— Attendance: Any Committee member who fails to attend three (3) consecutive regular or special meetings of the Committee, without excuse acceptable to the Chairperson of the Committee, shall be deemed to have resigned from the Committee and the vacancy shall be filled as herein provided for original appointees.~~

~~Section 8— Subscribers:~~

~~Subscribers (or users) of the MLS include non principal brokers, sales associates, and licensed and certified appraisers affiliated with participants. Subscribers also include affiliated unlicensed administrative and clerical staff, personal assistants, and individuals seeking licensure or certification as real estate appraisers who are under the direct supervision of an MLS participant or the participant's licensed designee.~~  
*(Updated 1-15 to match NAR's definition of MLS subscribers in the 2014 model bylaws)*

*Update to remove MLS as a committee per vote at last BOD meeting to dissolve*

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## **#7) Article XVII – Dissolution**

### Section 1. Dissolution

Upon the dissolution or winding up of the affairs of the Association, the Board of Directors, after providing for payment of all obligations, shall distribute any remaining assets to the North Dakota Real Estate Education Foundation, ~~Inc.~~, Account at the North Dakota Community Foundation or within its discretion, to any other non-profit and tax exempt organization.

*Update as the funds of the ND RE Education Foundation were turned over to the ND Community Foundation many years ago which we still have access to.*

# RATIONALE

Updated bylaws recommendations by Executive Committee and NDAR Board of Directors.

# ABSENTEE BALLOT

Any REALTOR® member who will **not** be able to attend the General Membership Meeting on September 15, 2016 at 2:45 pm at the Holiday Inn – Fargo, ND may vote by Absentee Ballot. A vote on this Bylaw change proposal is scheduled at that time.

**ALL ABSENTEE BALLOTS MUST BE RECEIVED AT THE NDAR OFFICE NO LATER THAN SEPTEMBER 5, 2016.**

**Bylaws Change Proposal – As a whole**

- Article II. Section 1(e)
- Article II. Section 1(f)
- Article III. Section 1(d), Section 2
- Article III. Section 1(e)
- Article IV.
- Article V. Section 1(g), Sections 1, 2, 3
- Article VI. Section 1(a)
- Article VII. Section 1(b), Sections 1, 2, 3, 4, 5, 6, 7, 8
- Article XVII. Section 1

Approve all as Presented       NO       YES

**Or per Article**

- Article II. Section 1(e)                       NO       YES
- Article II. Section 1(f)                       NO       YES
- Article III. Section 1(d), Section 2       NO       YES
- Article III. Section 1(e)                       NO       YES
- Article IV.                                       NO       YES
- Article V. Section 1(g), Sections 1, 3
  - Section 1                                       NO       YES
  - Section 3                                       NO       YES
- Article VI. Section 1(a)                       NO       YES
- Article VII. Section 1(b), Sections 1, 2, 3, 4, 5, 6, 7, 8       NO       YES
- Article XVII. Section 1                       NO       YES

I hereby certify that I am a REALTOR® in good standing.

\_\_\_\_\_  
*Print Name*

\_\_\_\_\_  
*Local Board*

\_\_\_\_\_  
*Signature*

\_\_\_\_\_  
*Date*

**Ballots must be received at the NDAR office no later than September 5, 2016.**

NDAR/318 W Apollo Ave/Bismarck, ND 58503/Phone: 800-279-2361/Fax: 866-665-1011/email: [info@ndrealtors.com](mailto:info@ndrealtors.com)

*\*To read a full copy of the complete NDAR Bylaws with changes highlighted please visit [www.ndrealtors.com](http://www.ndrealtors.com) – info can be found under the information tab & by clicking resources.*