

REALTORS® ASSOCIATION OF ST. LUCIE, INC

Vision:

Setting the benchmark for REALTOR Professionalism

GENERAL OBJECTIVES

I. Governmental Influences

- A. To promote regulatory, legislative, and judicial action at national, state and local levels favorable to members and the public and oppose adverse regulatory and legislative issues.
- B. To reduce the vulnerability of members to unwarranted complaints and litigation.
- C. Promote and enact clarifying legislation as to the various types of agency practices.
- D. Promote recognition of REALTORS® Association of St. Lucie, Inc. presence in local government.

II. Real Estate Structure & Market

- A. To promote the affordability and availability of housing.
- B. To promote member and media knowledge of demographics, market trends and environmental issues that affect our real estate markets.
- C. To provide REALTORS® Association of St. Lucie, Inc. programs and services which allow members to attain a high level of competency.
- D. To explore changing technologies and practices that enhances programs and services.

III. Association & Member Services

- A. To promote the communication of REALTORS® Association of St. Lucie, Inc. programs and services to the members and public.
- B. To provide services and programs which are relevant to changing business practices and structure.
- C. To review the efficiency and effectiveness of the REALTORS® Association of St. Lucie, Inc. organization on a regular basis.
- D. To assist the members in achieving an exemplary level of professionalism, integrity, and fair business practice and to enhance the REALTOR® image to the public.
- E. To promote cooperation between REALTORS® Association of St. Lucie, Inc. and other organizations with similar goals.

07/05

Policy 2.1: Financial Planning
Type: Executive Limitations

With respect to planning fiscal events (budgeting for all or any remaining part of a fiscal period), the CEO may not jeopardize either programmatic or fiscal integrity of the organization, or violate generally accepted accounting principals. Accordingly, he or she may **not** cause or allow budgeting which:

1. Contains too little detail to enable reasonably accurate projection of revenues and expenses, cash flow, separation of capital and operational items and subsequent audit trails.
 2. Plan the expenditure in any fiscal year of more funds than are conservatively projected to be received in that period.
 3. Allows cash to drop below a safe reserve as established by the budgeting process by the Board of Directors. The association is to carry liquid assets.
 4. Deviates materially from board-stated Strategic Plan in its allocation among competing budgetary needs.
 5. Fails to provide for RASL volunteer expense reimbursement as authorized in Board representation policy.
- 07/05

Policy 2.2: Financial Condition
Type: Executive Limitations

With respect to the actual, ongoing condition of the organization's financial health, the CEO may not cause or allow the development of fiscal jeopardy or loss of allocations integrity. Accordingly, he or she may **not**:

1. Expend more funds than have been received in that fiscal year to date.
 2. Indebt the organization beyond the accounts payable necessary in the normal course of business.
 3. Use any funds from Long Term Reserves without the approval of the Board of Directors.
 4. Allow cash in operating account(s) to drop below the amount needed to settle payroll and debts in a timely manner.
 5. Allow actual allocations to deviate materially from board-stated Strategic Plan.
- 07/05

Policy 2.3: Asset Protection
Type: Executive Limitations

With respect to proper stewardship of the corporation's assets, the CEO may not risk losses beyond those necessary in the normal course of business. Accordingly, he or she may **not**:

1. Fail to insure against embezzlement, casualty losses to full replacement value and against liability losses (to board members, staff or the organization itself) to beyond the minimally acceptable prudent level.
2. Allow unbonded or uninsured personnel access to material amounts of funds.
3. Subject plant and equipment to improper wear and tear or insufficient maintenance.
4. Unnecessarily expose the organization, its board or staff to claims of liability.
5. Make on his or her own authority any purchase of greater than \$2,500. Make any purchase of over \$2500 without bids, nor any purchase over \$1000 without written confirmation of competitive prices.
6. Disburse funds under controls insufficient to meet the board-appointed auditor's standards.
7. Invest operating capital in a manner inconsistent with the Investment Statement Policy. See Appendix 2-A.
8. Fail to have an annual certified audit or review, as designated by the Board of Directors, and file timely tax returns.

07/05

**Appendix 2-A
Financial Guidelines**

The REALTORS® Association of St. Lucie, Inc. (RASL), if it is to properly fulfill its role as a constructive force in the solution of industry or professional problems and as a provider of various services to its members, must have financial stability. This stability can be achieved through an income structure of dues and fees for specialized services which provide sufficient moneys to operate and to finance the programs, products and services desired and needed by its members.

In addition, RASL should have adequate funds held in reserve for contingencies. RASL should have sufficient financial strength to withstand any significant unforeseen decline of income or increase in expenses. In addition, it should be prepared to finance "emergency" type projects occasioned by an unexpected industry or legislative problem which could not be anticipated in preparing the annual budget or which would be more appropriately paid out of retained income from prior years.

07/05

RESERVE FUND DISBURSEMENT POLICY

This reserve fund consists of current assets designated to fulfill funding requirements for two (2) specific reasons:

- 1) Authorized Association activities that exceed revenue sources and
- 2) The expansion, addition, replacement or repair of major fixed assets of the Association (building, mechanical components, computer systems, phone systems, etc.). The fundamental objective of the fund is to amass in reserves sufficient assets to maintain the services of the Association through periods of economic downturn and to address issues of critical concerns of the real estate industry. 03/07

AUTHORIZATION TO DISBURSE RESERVE FUNDS

Requires a majority vote of an officially called meeting of the RASL Board of Directors, with thirty (30) days advance notice provided to the Directors, when possible, of intentions to use any part of the fund. 3/07

Policy 2.4: Investment Policy Statement
Type: Executive Limitations
General Investment Principals

1. Investments shall be made solely in the interest of the beneficiaries of the association's dues paying members.
2. RASL assets shall be invested with the care, skill, prudence, and diligence under the circumstances then prevailing that a prudent man acting in like capacity and familiar with such matters would use in the investment of a fund of like character and with like aims.
3. Investment assets shall be so diversified as to minimize the risk of large losses, unless under the circumstances it is clearly prudent not to do so.
4. The finance Committee may employ one or more investment managers of varying styles and philosophies to attain their objectives, utilizing individual securities and/or mutual funds.
5. Cash is to be employed productively at all times, by investment in short term cash equivalents to provide safety, liquidity, and return.

07/05

Investment Management Policy

1. Preservation of Capital- Consistent with their respective investment styles and philosophies, investment managers should make reasonable efforts to preserve capital, understanding that losses may occur in individual securities.
2. Risk Aversion- Understanding that risk is present in all types of securities and investment styles, the Finance Committee recognizes that some risk is necessary to produce long-term investment results that are sufficient to meet the investment objectives. However, the investment managers are to make reasonable efforts to control risk, and will be evaluated regularly to ensure that the risk assumed is commensurate with the given investment style and objectives.
3. Adherence to Investment Discipline- investment managers are expected to adhere to the investment management styles for which they were hired. Managers will be evaluated regularly for adherence to investment discipline.

07/05

**Policy 2.4 Investment Policy Statement - Continued
Responsibility of the Financial Consultants**

The Financial Consultants' role is that of a non-discretionary advisor to the Finance Committee of RASL. Investment advice concerning the investment management of RASL assets will be offered by the Financial Consultants, and will be consistent with the investment objectives, policies, guidelines and constraints as established in this statement. Specific responsibilities of the Financial Consultants include:

1. Assisting in the development and periodic review of investment policy.
 2. Conducting investment manager searches when requested by the Finance Committee.
 3. Providing "due diligence", or research, on the Investment Manager(s) and Mutual Fund Managers.
 4. Monitoring the performance of the Investment Manager(s) to provide the Finance Committee with the ability to determine the progress toward the investment objectives.
 5. Communicating matters of policy, manager research, and manager performance to the Finance Committee and Board of Directors.
 6. Reviewing RASL's investment history, historical capital market performance and the contents of this investment policy statement to any newly appointed members of the Finance Committee and Board of Directors.
- 07/05

Prohibited Investments

The following investments and investment activities are ***prohibited***:

1. Private placements.
 2. Letter stock.
 3. Derivative. However, the extent that mutual funds are used by the mutual funds may buy or sell derivatives for the purposes of managing portfolio risk.
 4. Securities whose issuers have filed a petition for bankruptcy.
 5. Commodities or commodity contracts.
 6. Any speculative investment activities.
- 07/05

**Policy 2.4 Investment Policy Statement - Continued
Prohibited Transactions**

Prohibited transactions included, but are not limited to the following:

- 1. Short Selling**
- 2. Margin Transactions**
07/05

Spending Guidelines

Annual operating and capital budgets are prepared by staff, submitted to Finance Committee for review and recommendation to the Board of Directors. The Finance Committee will review the budget for RASL's ability to fund the proposed level of operation. The Board of Directors will approve the operating plan and budget.

The CEO has full authority and responsibility within the approved budget for all expenditures less than \$10,000 (1/07). Any expenditure greater than \$10,001 (1/07), shall be approved by the Board of Directors. The Board of Directors may approve deviation from budget by an amount up to \$10,000 without Finance Committee's review. The finance Committee will review all budget deviations which exceed approved budget by more than \$10,000. In such cases, the Finance Committee will recommend the financial advisability of budget deviation to the Board of Directors.

07/05

Investment Policy Review

To assure continued relevance of the guidelines, objectives, financial status and capital markets expectations as established in this statement of investment policy, the Financial Consultants and the Board Members plan to review investment policy at least annually. This Investment Policy Statement may be amended at any time by attaching an amendment that reflects a vote by the Finance Committee and or Board of Directors.

07/05

Policy: 2.5: Travel Policy
Type: Executive Limitations

The President is the voice of the REALTORS® Association of St. Lucie on all matters, unless otherwise stated by the President. He/She should attend FAR/NAR meetings as scheduled throughout the year of Presidency, representing this Association and its opinions and views. The President shall be a Director of the Florida Association of REALTORS during his/her term of office, unless otherwise assigned by the Board of Directors of the Association or revision to the Bylaws of the Florida Association of REALTORS policies.

The President Elect must attend the CEO Symposium as scheduled by FAR; FAR's Spokesperson training; and any other specialized Leadership Conferences as required by FAR/NAR. The President Elect must attend the Florida Association of REALTORS meetings as scheduled; the NAR Mid year meeting and the Annual NAR Convention, if RASL funds are available, prior to serving as President. The President Elect shall serve as a Director at FAR, unless otherwise assigned by the President. The CEO will attend the meetings designated by the Board of Directors in accordance with the annual Travel Budget.

Reimbursement for all travel must include: the Expense sheet (Appendix 2-B), with all original receipts attached, air fare ticket stubs with pricing and traveler's name, in compliance with IRS rules. Attendance is expected at each of the scheduled meetings. All receipts along with expense sheet should be given to the Association Executive within 30 days of travel.

The five (5) FAR Directors shall be the line officers of RASL: President, President-Elect, Vice President, Treasurer and Secretary. Please refer to the current years' Travel Policy for FAR Director funding.

03/06

REALTORS® ASSOCIATION OF ST. LUCIE, INC

**Policy: 2.6
Travel Budget 2010**

FAR Director Entitlements for RASL for 2010 is 6

Reimbursement made with original receipts within 30 days of travel. Amounts are for each member traveler designated for that meeting.

FAR -January meetings - \$1,300 /max/each President/President Elect/CEO	January	\$3,900
FAR - Legislative Day - \$800 /max/each President, RPAC Chair and Key Contact x 1	April	2,400
NAR AE Institute - CEO	March	3,000
NAR-Washington D.C. - \$1,500 /max/each President/ CEO and PE	May	4,500
FAR AE Institute – Florida CEO and staff	June	1,000
FAR-Convention \$1,300 /max/each President/President Elect/CEO	August	3,900
FAR-CEO Symposium - \$1,000 /max/each President Elect/CEO	October	2,000
NAR-Leadership Conference Chicago \$700 /max/each President Elect/CEO	August	1,400
NAR-Convention \$3,000 /max/each President/President Elect/CEO	Nov.	7,500
		1,600
FAR Director re-imbursement is at \$400 maximum per travel event		

Total expense: \$31,200

Policy 2.7: Staff Treatment and Benefits
Type: Executive Limitations

With respect to treatment of staff, the CEO may not cause or allow conditions which are inhumane, unfair, or undignified. Accordingly, he or she may **not**:

1. Discriminate among employees on other than clearly job-related, individual performance/qualifications.
2. Subject staff to unsafe or unhealthful conditions.
3. Withhold from staff a due-process grievance procedure, able to be used without bias.
4. Prevent staff from grieving to the board when the following conditions are met: (A) internal grievance procedures have been exhausted and (B) the employee alleges (1) that board policy has been violated to his or her detriment or (2) that board policy does not adequately protect his or her human rights.
5. Fail to provide written job descriptions for each staff position and conduct performance reviews at annually. 07/2006
6. Fail to provide an adequate personnel and policy manual which has been reviewed by legal counsel.
07/05

With respect to employment, compensation and benefits for employees, consultants and contract workers, the CEO may not cause or allow jeopardy to fiscal integrity or public image, accordingly, he or she may **not**:

1. Change his or her own compensation and benefits established by the board.
2. Promise or imply permanent or guaranteed employment.
3. Establish current compensation and benefits which:
 - A. Deviate materially from the geographic or professional market for the skills employed.
 - B. Create obligations over long term than revenues can be safely projected, in no event longer than one year and in all events subject to losses of revenue.
4. Establish or change any deferred or long term compensation or benefits.
07/05

Policy 2.8: Communications to the Board
Type: Executive Limitations

With respect to providing information and counsel to the board, the CEO may not cause or allow the Board of Directors to be uninformed or misinformed. Accordingly, he or she may **not**:

1. Allow the board to be unaware of REALTORS® Association of St. Lucie, Inc. events, correspondence addressed to the Board of Directors, relevant trends, material external and internal changes, particularly changes in NAR and FAR policies and guidelines and in the assumptions upon which any board policy has previously been established.
 2. Fail to submit the required monitoring data in a timely, accurate and understandable fashion, directly addressing provisions of the board policies being monitored.
 3. Fail to marshal as many staff and external points of view, issues and options as need for fully informed board choices.
 4. Fail to consult focus group or groups when recommending the creation or change of a member service.
 5. Present information in unnecessarily complex or lengthy form.
- 07/05

Policy 2.9: Executive Succession
Type: Executive Limitation

With respect to protecting the board from sudden loss of chief executive services, the CEO **may not** cause or allow insufficient back up. Accordingly, he or she shall have at least one other executive familiar with Board CEO issues and processes.

07/05

**Policy 2.10:
Implementation of Results and Priorities
Type: Executive Limitation**

In achieving the results and priorities of the REALTORS® Association of St. Lucie, Inc., the Executive Officer may **not**:

1. Fail to follow the applicable rules of Realtor organizational operation as prescribed by the National Association of Realtors, FAR and Voluntary Affirmative Marketing Agreement, as well as the bylaws of the REALTORS® Association of St. Lucie, Inc.
2. Fail to utilize as fully as possible the resources of the National Association of Realtors and the Florida Association of Realtors.

07/05

Policy 3.1: Board of Director Responsibilities
Type: Governing Process

The responsibility of the Board of Directors as a whole is to achieve the mission of the REALTORS® Association of St. Lucie, Inc in ethical and prudent ways. Consequently, the responsibility of the Board of Directors shall be:

1. To maintain open communication between the organization and its members.
2. To create, maintain and amend-where necessary, governing policies which, at the highest levels, address:
 - a. Vision and Mission Statement
 - b. Executive Limitations (Policies 2-1 to 2.10)
 - c. Governing Process (Policies 3-1 to 3.10)
 - d. Board-Staff Relationship (Policies 4-1 to 4.3)
3. To assure performance of the CEO in accordance with policies 3-1, and 2A above.
4. To maintain the security and return of long term investments.
5. To adhere to the Articles of Incorporation, Bylaws and Policies of the REALTORS® Association of St. Lucie, Inc.
6. To implement the Strategic Business Plan assigned for completion their year and establish a system of accountability for results.
7. To work closely with the Florida Association of Realtors and the National Association of Realtors to achieve mutual goals and objectives.
8. To employ and annually review legal counsel in accordance with job description and employment contract. 07/05
9. Officers/Directors (other than the President) are prohibited from sending email or other written commentaries or communications to any member of the Association regarding matters of the Board considered or to be considered by the Officers/Directors while serving in their capacity as officer/director of the Association. 12/07

Board of Directors

The Minutes of the Board of Directors meetings should be sent out to all Officers and Directors desirably within 7 days of the Directors meeting. 10/00

All new business for the Board agenda is to be requested in advance in writing setting forth the topic, the action sought and the reason to present to the Board. The President will then determine if it is to be placed on the agenda.

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Policy 3.1.1: Board of Director Responsibilities - Continued
Type: Governing Process

DIRECTOR VOTING BY ELECTRONIC MEANS: Voting by electronic means as authorized in Article XII, Section 3 of the Bylaws shall be by direction of the President and shall provide:

12/07 (for entire policy of Director voting my electronic means).

The motion shall be clearly and concisely set forth and shall require only a "yes" or a "no" vote from each director.

1. No quorum shall be required, since the vote requires a two-thirds vote of all directors to pass a motion.
2. A deadline for the vote to be cast shall be specifically set and noticed in the call for the vote.
3. Each director shall vote by using the "Reply All" function on the email, so that each director is aware of the vote.
4. Directors are discouraged from making comments or providing opinions when voting. However, if clarification or a point of order is required, the director shall use the "Reply All" function on the email. In the event of a point of order or clarification, the President, at his/her discretion, may unilaterally extend the deadline and notify each director of that extension immediately.
5. Any director may change his/her vote up to the time of the deadline by using the "Reply All" function on the email. The last vote made by a director prior to the deadline shall be the vote counted.
6. The directors shall be notified of the results of the vote as soon after the deadline as is practical.

Policy 3.2: Governing Style
Type: Governing Process

The Board of Directors will approach its task with a style which emphasizes strategic leadership more than administrative detail, clear distinction of Board of Director and staff roles, future rather than past or present, and proactively rather than reactively. In this spirit the Board of Directors will:

1. Keep focused on the Strategic Business Plan.
2. Direct, control, and inspire the organization through the careful deliberation and establishment of policies. Policies will be statements of values or approaches which address (A) the "services" (what benefits for which needs at what cost), (B) executive limitations, (C) Board of Directors roles and responsibilities and (D) the Board-staff relationship.
3. Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to attendance, policy making principles, respect of clarified roles, speaking with one voice and self-policing of all tendencies to stray from rigorous governance.
4. Be accountable to the membership for competent, conscientious and effective accomplishment of its obligations as a body. It will allow no office, individual, or committee of the Board to usurp its role or deter this discipline.
5. Monitor and regularly discuss the Board's own process and performance. Insure the continuity of board improvements through some systematic treatment of its own institutional memory.
6. Be an initiator of policy, not merely reactor to staff initiatives. The Board of Directors, not the staff, will be responsible for Board of Directors performance.
7. Foster an atmosphere that stimulates membership involvement for the purpose of developing future Board leadership.

07/05

Policy 3.3: Committee/Task Force Principles
Type: Governing Process

The Board of Directors may, from time to time, establish committees and task forces to help carry out its responsibilities.

1. Committees/task forces may not speak or act for the Board of Directors except when formally given such authority for specific and time-limited purposes. Such authority will be carefully stated in order not to conflict with authority delegated to the CEO.
2. Committees/task forces are to help the Board of Directors do its job, not to help the staff do its jobs. Committees/task forces will assist the Board of Directors chiefly by preparing policy alternatives and implications for Board of Directors deliberation.
3. A committee/task force which was used to establish policy shall not be used to monitor performance in that area.
4. Committees/task forces can not exercise authority over staff and, in keeping with the Board of Directors' focus on the future, committees/task forces will ordinarily have no direct dealing with current staff operations. Further, the Board of Directors will not impede its direct delegation to the Executive Office by requiring approval of a committee/task force before an executive action. The CEO works for the Board of Directors, never for a committee, task force or officer.
07/05

The RASL Real Estate Expo will be under the direction of the Communications Committee to provide an educational event that exposes Realtors to the public for the purpose of disseminating information. 09/06

RASL and the St. Lucie County School Board will partner to provide a Teach-In for new St. Lucie County teachers. Guidelines are established and are kept in the RASL offices. 07/06

Committees of the Association
General Functions of Committees

All committees will conduct meetings at the RASL office.

It is the committee structure that makes the Association work. Committees serve several general functions:

1. Committees serve as the source for new ideas and new approaches, to accomplish the strategic plan and the goals of the Association.
2. Committees provide a forum for discussion for the membership which the member receives a sense of personal involvement in Association service and where they can expect to be heard.

Policy 3.3: Committee/Task Force Principles - Continued
Type: Governing Process

3. Committees serve as a training ground for future leadership, both in serving as a member and possibly a chairman.
4. Occasionally, a committee will handle a difficult or controversial problem; the basic purpose of a committee would be to determine through its collective wisdom, the best solution to a problem or controversial matter.

The President may appoint, during his/her year, a task force, work group or forum on special projects that may affect the Association during the year. These groups are assigned to the task for one year only and do not continue, unless otherwise expressed by the incoming President or Board of Directors.

The committee chairman may create sub-committees during the year of his/her leadership to complete tasks the committee deems necessary. Sub-committees are not considered on-going in nature but conduct business within a certain time frame designated by the chairman within their term of leadership.

Committee members are named by the President with input from the committee chairman and vice-chairman. The Association Bylaws may specify committee structure in a few areas, in these cases; the Bylaws must be followed with out exception.

05/07

COMMITTEE MINUTES AND REPORTS

1. A copy of all minutes shall be kept on file at the Association office and a copy of the minutes will be forwarded to the Board of Directors, along with any Action Item for their director packet.
2. The chairman will approve the minutes, prepared by the designated secretary of the meeting, before being sent out to the members of the committee. The Chairman will grant approval of same in a timely manner, sufficient for corrections and mailing to members.
3. A majority vote of those members present shall be a quorum with the power to vote recommendations to the Board of Directors.
4. Any member of the committee shall make every effort to attend meetings as scheduled or notify the chairman for an excused absence. Excused absence will become part of the minutes. Absence from three regular meetings without an excuse deemed valid by the Committee Chairman shall be construed as resignation there from. 07/08
5. All chairmen are expected to prepare an agenda, mail them in advance, operate within the guidelines and budget set forth by the Association, attend Board of Directors meetings, if requested, to answer questions that may arise concerning the committee requests. Put aside personal agendas and act in accordance of the wishes of the committee and support those positions. Each chairman should be familiar with the bylaws.

Policy 3.3: Committee/Task Force Principles – Continued
Type: Governing Process

6. All association Chairmen and Vice Chairmen are requested to attend leadership training.
05/07

Policy 3.4: Governmental Affairs
Type: Governing Process

Annually, the current President and Governmental Affairs Committee Chairman of the Realtors Association of St. Lucie will submit a letter signed by both, to the County Commission, Ft. Pierce and Port St. Lucie City Councils and any other governmental entities, requesting that an Association member/representative be considered for any of their Citizen Advisory committees and/or task forces. 06/01

Any member that has publicly endorsed, financially supported, has close personal or business ties, or works(ed) on a candidate's campaign, will not be allowed to serve in the screening process 7/08

Any member that has plans to run for public office or who has announced their plan to run for public office will not be eligible to serve on the GAC candidate screening process. This is to include any committee or sub-committee participation and interviews of candidates. This policy is to include all city, county and state of Florida races. 10/09

RASL will have Key Contacts for each of the councilman and county commissioners. The Gov't. Affairs Committee has established and the RASL BOD has approved the following policy:

1. Encouraged to be a member of the Governmental Affairs Committee. 3/07
2. Have a personal or professional relationship with the elected official. 3/07
3. The Key Contact will be appointed each year by the RASL President. 3/07

RASL will add a new key contact position for the St. Lucie County School Board Chair. 07/07
The key contact will work with the governmental affairs committee and association staff for the sole purpose of discussing RASL's policy agenda and concerns related to RASL's purview. The Key Contacts will present monthly reports at the committee meeting, if possible.
07/07

The key contact is the official member representative of the association in conjunction with the association President. The key contact will work with the governmental affairs committee and association staff for the sole purpose of discussing RASL's policy agenda and concerns related to RASL's purview. The Key Contacts will present monthly reports at the committee meeting, if possible. They will also pay attention to real estate issues that are under discussion in the St. Lucie County Commission, City Council of Port St. Lucie and the Ft. Pierce City Commission. 09/06

RASL will send the local key contact application to the entire REALTOR membership with a deadline to apply date. 03/07

Policy 3.4: Governmental Affairs Continued
Type: Governing Process

Recommendations from the Committee will be made and presented to the RASL President. The President will make his/her final decision as to whom the key contacts will be. 03/09

The Gov't Affairs Committee will develop the key talking points and RASL will provide the printing and brochures for the committee and the key contacts. RASL will mail the talking points to each of the key contacts. The Committee will also develop and implement the key contact training. 03/07

Policy 3.5: Officer and Director Roles
Type: Governing Process

(See Job Descriptions in Section 5)

The Board of Directors exercises its authority as a total group, not as individuals. In limited cases, the Board of Directors will grant authority to individuals other than its CEO. The only continuing instance of such non-CEO delegation is to Board Officers.

07/05

❖ **Directors**

- Should have served at least one year as a Chairperson or Vice Chair of a RASL Standing or Special committee.
- Should have served on at least two separate RASL committees prior to nomination.
- Accepts the responsibility to attend all Board of Director meetings; General Membership meetings; is encouraged to attend Affiliate Special Events, any special social/regular meetings as requested by the current President.
- Must attend the previous two RASL Annual Business meetings, unless excused.
- Attend the Installation Banquet for the year being installed. 07/09

❖
❖ **Officers**

- Must have served as a Chairman of a RASL committee.
- Must have served at least one year as a RASL Director, within the previous 3 years of nomination.
- Must have served on at least two separate RASL committees.
- Accepts the responsibility to attend all RASL Board of Directors meetings, General Membership Meetings, encouraged to attend Affiliate special events, any special social/regular meetings as requested by the current President.
- Must have attended at least two previous RASL Annual Business meetings, unless excused. 07/09
- Attend the Installation Banquet for the year being installed.
- Must attend annual Professional Standards Training.
- Each Officer shall serve one year in the Office elected with a maximum of two consecutive years in any one position except the President and President-Elect, whom shall only serve one year terms.
- The only expected transition of Office is President-Elect to President.
- Nominees must qualify for each Officer position as stated below. 07/09

President-Elect must have served on RASL Bylaws, Finance Committee and RMLS Board of Directors and must attend Professional Standards annually. The President Elect must have served on the RASL Board of Directors for at least two years, within the previous 3 years of nomination, prior to acceptance of this position. 07/09

Vice President must have served on two or more RASL committees, in the last two years and must attend Professional Standards annually. Must have served on the RASL Board of Directors at least two years, within the previous 3 years of nomination, prior to acceptance of this position. Must have served on the Finance Committee, as Chair or Vice Chair, in the past two years of acceptance of this position. 07/09

Treasurer must have been a member of the RASL Finance Committee for at least 1 year. The Treasurer must have served on the RASL Board of Directors for at least two years, within the previous 3 years of nomination, prior to acceptance of this position. 7/09

REALTORS® ASSOCIATION OF ST. LUCIE, INC

Secretary must have served on the RASL Board of Directors for at least one year and should have for 2 years, within the previous 3 years of nomination, prior to acceptance of this position. 7/09

Policy 3.6: Officer and Director Election
Type: Governing Process

Nominating

The Nominating Committee's first meeting will be to define the structure and choose a date to hold interviews of the Candidates. 11/07

All officer and director nominees must be in compliance of Bylaws Article V Section 2 Qualification. 6/09

President Elect shall be interviewed by the Nominating Committee for ratification of placement for the office of President of the Association. If the current President Elect is not ratified the Nominating Committee shall nominate no more than two (2) candidates for the office of President. 09/04

Any current Director that has made application to seek an officer position, and is not nominated, shall retain their present position until the term expires.

Alternatively, upon Notification from the Nominating Committee that they were not nominated for the Officer position, the Director may have their name placed on the ballot by following procedure in **RASL BYLAWS ARTICLE XI –OFFICERS AND DIRECTORS** **Section 4.Election of Officer and Directors**; the remainder of the Directorship will be vacated. The nominating committee will bring forth a name for the remainder of the vacated Directorship. 7/05

Nominating Committee will interview all qualified members who have submitted applications. 11/07

The Nominating Committee shall abide by Article VI Section 4: Election of Officers and Directors of the RASL Bylaws.

There shall not be more than two members from the same office/company serving on the Board of Directors at the same time. If 2 members from the same office/company currently serve and will be serving on the Board of Directors for the following year, the nominating committee shall not nominate an additional member from that office/company to serve for the following year. Every effort shall be made by the Nominating Committee to select candidates from a cross-section of the Association (Large Company, Small Company, etc.). 1/09

This policy will become effective 1/2009 for future vacancies in the Board of Directors after 12/2008 and shall be followed by the Nominating Committee in the nominations for officers/directors serving 2010 and thereafter.

POLICY: 3.6.1
Officer and Director Election
Type: Procedure

Staff will follow RASL Bylaws, Article VI, Section 4: Election of Officers and Directors, when implementing the nominating process with directives from the Nominating Committee. 11/07

All leadership applications for the Board of Directors are to be submitted through the CEO. CEO will then verify credentials of applicants and submit all applications to the members of the Nominating Committee. CEO shall also be responsible for setting up all interview appointments for candidates in conjunction with the committee. 06/01

Prior to the first mailing of the ballot, a "Meet the Candidate" forum shall be presented to all members. 11/07

Policy 3.7: Election Ballots
Type: Governing Process

Ballots that have been tallied at the annual election meeting shall be kept at the Association office for 90 days, in case of a challenge. The ballots shall be destroyed after such time period. Absentee Ballots are available upon request. They need to be signed by the voting member and their license number must be included.

The absentee ballot will be accepted as an official vote by the close of the business day (5pm) one-day prior to the annual meeting. These votes will be tallied by the Credentials Committee and counted in the quorum of the meeting.

Policy 3.8: Bylaws
Type: Governing Process

The Bylaws of the Association are to be sent annually to the National Association of REALTORS. The Bylaws are to be reviewed and approved by the National Association of REALTORS. 10/00

Policy: 3.9: Spokesperson for Association
Type: Governing Process

The President is the voice of the Association and speaks to the membership, public, reporters, etc. with the views and policies, as per the decisions of the Board of Directors. The President does not convey his/her personal views when speaking on behalf of the Association.

07/05

If you are a member of RASL (serving on committees or the Board of Directors) you may speak to the media **ONLY** if you are clear to them that you are speaking on behalf of your company/firm and not speaking on behalf of RASL. The RASL President is the **ONLY** spokesperson for the association. 11/09

The Chairman of Government Affairs or the President's assign may read a formal written statement verbatim, which is pre-approved by the Board of Directors. The Presenter of the REALTORS® Association of St. Lucie, Inc. position may not make personal comments at the time.

12/98

All statements of policy, action, attitude and conduct of the Association shall be from the President or his/her assigned representative after, if possible, resolution by the Board of Directors. No other person, including members of the Board of Directors, is authorized to speak for the Association and all inquiries should be referred to the Association.

07/05

Policy 3.10: President's Charity of Choice
Type: Governing Process

The Association President shall select a charity of choice during his or her term of office to receive proceeds from special events.

07/05

**Policy 4.1: Delegation to Chief Executive Officer
Type: Board-Staff Relationship**

The Board of Directors' job is generally confined to establishing topmost policies, leaving implementation and policy development to the CEO. Results and Priorities policies direct the CEO to achieve certain results: Executive Limitation policies constrain the CEO to act within acceptable boundaries of prudence and ethics. All board authority delegated to staff is delegated through the CEO so that all authority and accountability of staff will be through the CEO.

1. The CEO is authorized to establish all further policies, make all decisions, take all actions and develop all activates which are true to the Association's policies. The Board of Directors may, by extending its policies, "undelegate" areas of the CEO authority, but will respect the CEO's choices so long as the delegation continues. This does not prevent the Board of Directors from obtaining information about activities in the delegated areas.
2. No individual Board member, Officer or committee has any authority over the CEO. Information may be requested by such parties, but if such request in the CEO's judgment requires a material amount of staff time, it may be refused.
3. Acting with the blanket authority granted in #1 above, the CEO may not perform, allow or cause to be performed any act which is unlawful, insufficient to meet commonly accepted business and professional ethics or the "prudent person" test, in violation of funding source requirements or regulatory bodies or contrary to explicit Board constraints on executive authority. (See Executive Limitation policies).
4. Should a situation arise wherein the CEO deems it unwise to comply with a Board policy, the CEO shall inform the Board of Directors. Informing is simply to guarantee no violation may be intentionally kept from the Board of Directors. It is not for the purpose of receiving approval: Board response at that time does not exempt the CEO from subsequent Board judgment of the action.
5. The CEO shall have the right to have prior notice of and to be present at all meetings of the Board of Directors, except those concerning a regularly scheduled evaluation of the CEO.
07/05
6. All communications to Committee members from RASL staff liaisons shall be as directed by the Committee Chairperson. 11/07
7. All communications from RASL to members will be limited to member services and events sponsored by RASL. No email blasts or separate flyers of any type will be produced or distributed for other organizations or individual members. Exception to this policy will be only for REALTOR affiliation groups ie: WCR, CRS, NARPM. These REALTOR affiliation groups may from time to time get their event information put into the RASL JAZZ, with CEO approval. 7/09

Policy 4.2: Monitoring Executive Performance
Type: Board-Staff Relationship

1. No later than September 30 of each year, the Board shall evaluate and assess the performance of the CEO. The evaluation shall relate to the duties and responsibilities of the CEO outlined in the Policy Manual.

a. The CEO evaluation shall be carried out by the Evaluation Committee consisting of the current President, President Elect, Vice President, Secretary, Treasurer and the Immediate Past President, who are responsible for monitoring CEO performance.

b. They shall meet alone in executive session with consensus reached through discussion and compiled by the President. Thereafter the committee will meet separately with the CEO to discuss the evaluation.

c. In the event the performance of the CEO is deemed unsatisfactory in any respect, the committee shall describe in writing, in reasonable detail, specific instances of unsatisfactory performance.

d. The evaluation shall include recommendations as to areas of improvement in any and all areas where the committee deems performance to be unsatisfactory.

e. A copy of the written evaluation shall be given to the CEO.

f. If the CEO disagrees with the evaluation, the CEO may respond in writing to be delivered to the current President.

g. All such writing shall be made part of the CEO's confidential personnel file.

h. If the committee determines performance so deficient to require termination, it shall submit such writing to the Board of Directors which shall consider the charges.

i. In the event of a termination, it will occur in accordance with the terms of the CEO contract.

2. No later than September 30 of each year the Evaluation Committee shall consider adjustments to compensation and benefits. Such recommendations shall become a part of the proposed budget package.

07/05

Policy 4.3: Finance
Type: Board-Staff Relationship

An appointment with CEO is needed to review financials. Review conducted at Association office only; copies are not permitted. 1/97

Financial Report distributed to Board of Directors will be Monthly Profit & Loss Statement. After each quarter, a quarterly financial report by line item indicating MTD & YTD. 6/99

One signature shall be required on all association checks up to \$10,000. 05/07

The Association is to carry liquid assets equal to six (6) months of operating expenses as a reserve account. 02/01

**Appendix 5-A
Job Description: President**

President must have served on the RASL Bylaws, Finance Committee and RMLS Board of Directors. Must attend the Professional Standards training annually and must continue serving on the RMLS Board of Directors during his/her term of office. The President is the voice of the Association and speaks to the membership, public, reporters, etc. with the views and policies, as per the decisions of the Board of Directors. The President does not convey his/her personal views when speaking on behalf of the Association. The President is encouraged to contribute \$99 annually to RPAC.

The President serves as chief elected officer of the Association, representing the entire membership. Directs other officers, resides as Chairman over the Association actions and acts as Chief Spokesperson for the Association.

Specific Responsibilities

Within the limits of the Bylaws of the Association, the President is responsible and has commensurate authority to accomplish the duties set forth below:

1. Presides at all meetings of the association's Board of Directors and General Membership Meetings. The President only votes in a case of a tie. The President does not speak to a motion, unless the gavel is passed to the next Officer, and the President will not resume the Chairman position until the vote is cast by the Directors.
2. The President can not make a second to a motion. The President may however, discuss the rationale of the motion (pro/con).
3. Schedules and coordinates agenda material(s) with the Executive Officer for the Board of Directors, General Membership, and any Special meetings.
4. Keeps the Board of directors and Association Committees informed on the conditions and operations of RASL.
5. Submits all Committee Chairman's names for approval by the Board of Directors, outlines the purpose and duties of each committee and monitors progress. Meets with each Committee Chairman at the beginning of the year to outline the purpose and duties of the committee and subsequently monitors their progress.
6. Serves as an ex-officio member of all committees except Grievance, Professional Standards and Nominating Committee. (Current President cannot attend Nominating committee meetings and shall have no opinion of candidates screened.)
7. Works with Executive Officer in seeing the basic policies and programs that will further the goals and objectives of the Association are planned, formulated and presented to the Directors and implemented.
8. See that the organizational structure and policies of the Association are reviewed annually with the Executive Officer.

Appendix 5-A Continued

Specific Responsibilities:

9. Implements the Strategic Plan strategies assigned for completion their year and establishes a system of accountability for results.

REALTORS® ASSOCIATION OF ST. LUCIE, INC

10. Acts as spokesman for the Board for all statements of policy, action, attitude and conduct of RASL after, if possible, resolution by the Board of Directors.
 11. Monitors Board finances, in consultation with the Treasurer, to assure operation within the annual budget. Contracts for an independent annual audit of the Board finances.
 12. Supports and defends policies and programs adopted by the Board of Directors.
 13. Promotes active participation in RASL on the part of the membership. Should regularly report the activities of the Board and the State and National Associations to the membership. In addition, should actively comment and invite comments from the membership on the addition and deletion of any program or service affecting the membership at large.
 14. Closely involves the President elect in the activities of the Board to assist in preparation for the assumption of the office of President in the succeeding year.
 15. Attends major Board meetings and programs and participates in Board sponsored projects.
 16. Attends meetings of the Florida Association of REALTORS®, acts as spokesman for the Board of Realtors at the FAR District meetings and participates actively in the affairs of FAR.
 17. Attends meetings of the National Association of REALTORS®, participates in the affairs of NAR to represent the local Board interests and reports on new policy.
- 07/05

Recommended Qualities:

1. Interested in more than the honor.
 2. Able to devote adequate time to the job.
 3. Health permits energy required of the job.
 4. Able to work with other volunteers and staff.
 5. Can stand the limelight and criticism of leadership.
 6. Can communicate effectively.
 7. Can subordinate personal bias for the good of the Board.
 8. Personal conduct reflects favorably on the Board.
 9. Will be able to step down after the term of office and be a useful member of the Board.
- 07/05

Appendix 5-B
Job Description: President-Elect

The President Elect must attend the Chief Elected Officers meeting as scheduled by FAR; FAR's Spokesperson training; any other specialized Leadership Conferences as required by FAR/NAR; must attend the Florida Association of REALTORS® meetings as scheduled; the NAR Mid year meeting and the Annual NAR Convention, if RASL funds are available prior to serving as President. The President Elect shall serve as a Director at FAR unless otherwise assigned by the President. The President Elect serves as the President in his/her absence and will serve in specialized matters at the request of the President. The President Elect is encouraged to contribute \$99 annually to RPAC.

Assists the President in carrying out the functions of that office and performs specific duties by the President. As the Bylaws provide that the President-Elect shall become President in the succeeding year, it is important that the President-Elect work closely with the President throughout the year.

Specific Responsibilities

1. Assumes the duties of the President in his/her absence.
2. Serves as a member of the Board of Directors.
3. Performs the duties assigned by the President.
4. Assists the President in the performance of his/her duties, whenever required to do so.
5. Represents the Association with other Associations or organizations as required by the President.
6. President-Elect will stand for retention and appear before the Nominating Committee for an interview.
7. Serves on the RASL Bylaws, Finance, and chairs the Strategic Planning (Business Planning) Committee. As per Policy 6.8 serves on the RMLS BOD.
8. Attends all meetings of the Florida Association of Realtors, serving as a voting delegate.
9. Attends FAR Spokesperson Training program prior to taking office as President.
10. Selects Committee Vice Chairs.
11. Attends General Membership, Annual Meeting, and Installation of Officers.
12. Attends all Board meetings and programs and participates in Board sponsored projects.
13. Is a "Signatory" on the banking forms. 07/05
14. *It is mandatory that you serve on at least one RASL committee during your tenure.*
6/08

Appendix 5-B Continued

Recommended Qualities:

1. Interested in more than the honor.
2. Able to devote adequate time to the job.
3. Health permits energy required of the job.
4. Able to work with other volunteers and staff.
5. Can stand the limelight and criticism of leadership.
6. Can communicate effectively.
7. Can subordinate personal bias for the good of the Association.
8. Personal conduct reflects favorably on the Association.

07/05

Appendix 5-C
Job Description: Treasurer

The Treasurer is responsible to report to the Board of Directors the financial stability of the Association. He/she should be a member of the RMLS Finance committee and must attend RMLS meetings as scheduled to relate financial matters of importance to RASL as a Shareholder member. The Treasurer should be a RMLS Director, as per Policy 6.8, if the opportunity presents itself. The Treasurer is encouraged to contribute \$99 annually to RPAC.

The Treasurer ensures integrity of the fiscal affairs of the Board, represents the best interests of the entire membership pertaining to the financial soundness of the Board.

Specific Responsibilities

1. Serves as a member on the Board of Directors.
2. Serves as Chairman of the RASL Finance Committee.
3. Ensures that accurate financial records for RASL are maintained; reviews expenditures and financial status on a regular basis to ensure the fiscal integrity.
4. Reviews the Association expenditures and financial status on a regular basis to ensure overall fiscal integrity.
5. Implements investment objectives within guidelines established by the Board of Directors, monitoring performance to assure that objectives are being met while adhering to guidelines. Reports investment portfolio results to the Board of Directors. Annually reviews investment policies and guidelines with recommendations to the Board of Directors.
6. Presents financial report to the Board of Directors at all regularly scheduled Board of Directors' meetings.
7. Presents a proposed budget for the upcoming year to the Board of Directors by November.
8. Represents the Association with other Associations and organizations as assigned by the President.
10. Submits the financial accounts of the Association for an independent annual audit.
11. Works with the CEO in review of the budget for the incoming Board of Directors for succeeding year.
12. Reports the financial status of the Board of Directors to the membership annually.
13. Oversees the investment of Association funds.
14. Attends Board meetings and programs and participates in Board sponsored projects.
15. Serves on the RMSL-Finance Committee.
16. Is a "Signatory" on the banking forms.
17. Performs other duties assigned by the President.
07/05
15. *It is mandatory that you serve on at least one RASL committee during your tenure.*
6/08

Appendix 5-C Continued

Meetings to attend

Association Function
District 3 Conference
Board of Directors Meetings
General Membership Meetings
Annual Meeting/ Special Meetings requested by the President
Installation of Officers
RMLS-Finance Committee

Recommended Qualities:

1. Interested in more than the honor.
2. Able to devote adequate time to the job.
3. Health permits energy required of the job.
4. Able to work with other volunteers and staff.
5. Can stand the limelight and criticism of leadership.
6. Can communicate effectively.
7. Can subordinate personal bias for the good of the Association.
8. Personal conduct reflects favorably on the Association.
9. Will be able to step down after the term of office and be a useful member of the Association.

07/05

Appendix 5-D
Job Description: Secretary

Secretary is responsible to ensure the minutes of the Board of Directors meetings are correct. Certification by signature on each month's minutes is expected. The secretary performs any duties as assigned by the President. The secretary should be a RMLS Director, as per Policy 6.8, if the opportunity presents itself. The Secretary is encouraged to contribute \$99 annually to RPAC.

Specific Responsibilities:

1. Serves as a member of the Board of Directors.
2. Performs the duties assigned by the President.
3. Assists the President in the performance of his/her duties, whenever required
4. Represents the Association with other Associations or organizations as required by the President.
5. Attend General Membership, Annual Meeting and Installation of Officers.
6. Attend all Board meetings, programs and participates in Board sponsored projects.
7. It is mandatory that you serve on at least one RASL committee during your tenure. 6/08

Recommended Qualities:

1. Interested in more than the honor.
 2. Able to devote adequate time to the job.
 3. Health permits energy required of the job.
 4. Able to work with other volunteers and staff.
 5. Can stand the limelight and criticism of leadership.
 6. Can communicate effectively.
 7. Can subordinate personal bias for the good of the Association.
 8. Personal conduct reflects favorably on the Association.
 9. Will be able to step down after the term of office and be a useful member of the Association.
- 07/05

Appendix 5-E
Job Description: Committee Chairperson

Committee Chairman/Vice Chairman

Leadership is a privilege and responsibility enjoyed by the “Best” that REALTORS® have to offer their profession. In acceptance of your position you agree to be held accountable for your actions, attend scheduled meetings, challenge yourself to receive education and NAR designations in your respective fields. Leadership is encouraged to contribute to RPAC by becoming a \$99 Club member. Always enhances the image of a REALTOR® in public and with the REALTOR® family. Thank you for agreeing to serve our Association with dedication and professionalism. The Chair is encouraged to contribute \$99 annually to RPAC.

The President of the Association will announce each of the Committee Chairman names, willing to serve, during his/her administration to the Board of Directors by November of the preceding year of service. (Should any name change from originally selected, the President has the authority to appoint a new Chairman, with preference being given to the Vice Chairman selected.)

The President Elect shall select the Vice Chairman of each committee with the understanding that these appointments will be moving up to Chair positions and serving during his/her year as President. The President Elect will announce these candidates at the same time as the President ratifies the Chairman of his/her year.

It is understood, should a Chairman fail to accept the responsibility of leadership during their appointed tenure that the Chairman will accept being replaced in that position. Should this occur the current President shall have the responsibility to ask the chairman to step down and will announce the replacement to the Board of Directors at the next regular meeting. (Preference will be given to accept someone from the existing committee/Directors for replacement.)

Specific Responsibilities:

1. Chairs all committee meetings during appointed term of office.
2. Implements the Strategic Plan objectives and strategies assigned to the committee.
3. Closely involves the Vice Chairman in the activities of the committee to assist in preparation for the assumption of the office of Chairman in the succeeding year.

07/05

Qualifications:

1. Realtor Member in good standing.
2. Has sufficient experience and qualifications to serve as Chairperson.

07/05

Appendix 5-E Continued

❖ **Bylaws -Special Committee**

Chairman should be President-Elect; Vice Chairman should be given to any Past President willing to serve on committee. The Bylaws/Policy committee should meet at least twice per year for revisions, updates or recommended local changes. Revised Bylaws/Policy will be presented to the Board of Directors prior to the annual meeting for approval/adoption. Any Bylaw changes shall be handled as set forth in **Article XVI Amendments**. The Chair of the Bylaws Committee should be a RASL Past President that is willing to serve a 3-5 year term. The Vice Chair will be the President Elect. It is recommended that the President Elect serve on the committee prior to serving as the President Elect. 05/07

❖ **Finance - Standing Committee**

Chairman shall be the Treasurer of the Association. Vice Chairman should have served at least one year on the committee. The committee shall meet at least 6 times per year. The committee structure shall be made up of Treasurer, Vice Chairman, President Elect, 2 Directors and 2 members at large. The Treasurer or Vice Chairman in the Treasurer's Absence shall make financial recommendations to the Board of Directors on financial matters/explanations at the Board of Directors regularly scheduled meeting. The Treasurer is responsible for presenting the next year's proposed budget, not later than November of the preceding year, to the Board of Directors for approval. Incoming Chairman should be requested to submit program and financial expectations to the Treasurer, not later than October of the preceding year. The President may appoint up to 2 additional voting members to the committee at his/her discretion. 5/07

❖ **Mediation - Special Committee**

Chairman should have served at least 2 years on this committee. Each committee member must attend the Professional Standards training each year. All members must have accredited Mediation training prior to acceptance to this committee and serve as Mediator in accordance with current rules and policy as established by NAR.

❖ **Grievance- Standing Committee**

Chairman should have served at least two (2) years on the committee, the Vice Chairman at least one (1) year. Committee structure should have at least nine (9) members. Committee members must attend the annual Professional Standards Education.

❖ **Nominating - Special Committee**

Mission: To search and recommend the best candidates that will represent the best interest of the REALTORS® of St. Lucie and its members.

Chairman should be the immediate Past President, willing to serve. There shall be no Vice Chairman. The committee is made up of three (3) to five (5) REALTOR® members with preference given to Past Presidents willing to serve, shall be appointed by the President with the approval of the Board of Directors. Members considering submitting an application for Leadership may not serve on this committee. The report of the Nominating Committee shall be mailed to each Member eligible to vote at least six (6) weeks preceding the election. The Nominating Committee's first meeting will be to define structure and choose a date to hold interviews of the Candidates. The information, comments and interviewing process is of confidential nature and shall be conducted accordingly. All other criteria will be adhered to as found in Article XI, Section 4.

❖ **Professional Standards-Standing Committee**

The Chairman should have served on this committee at least two (2) years. The Vice Chairman should have served at least one year. The committee member appointments

REALTORS® ASSOCIATION OF ST. LUCIE, INC

are for two (2) consecutive years with staggered terms. Except for the position of Chairman/Vice Chairman, which is for a one year term, while the member serves two (2) years. (In other words, leadership positions can be inclusive of the two (2) year term appointment by the President). All members of the committee must have been a Realtor® for a minimum of 2 years. All members of the committee must attend the accredited Professional Standards training each year. The hearing panel members serve on call. It is each member's responsibility to be familiar with the process of a hearing due to the fact that at any given time, an individual may be called upon to serve as the Chairman of a Hearing Panel. Preference is given to those who have served on the Grievance Committee in the past for selection on this committee.

❖ **Governmental Affairs - Standing Committee**

Mission Statement: To be apprised of issues facing REALTORS® on the National, State, and Local levels. Mission: To be involved politically thru Key Contacts to Local, State, and Federal legislatures, county & city commissions.

Chairman should have served at least 2 years on committee. Vice Chairman should have served one year. Committee structure should be at least a minimum of 5 people. Members shall be willing to serve as liaison for calls of action. Members should be at least \$99 club RPAC contributors, each year. Chairman shall report findings of REALTOR® issues to the General Membership, as approved by the Board of Directors. Committee shall recommend any actions to Board of Directors. Members running for office will be excluded from the political screening process of candidates. If Chairman or Vice Chairman of Political Affairs, decides to run for any political office, they will resign their leadership position from this committee.

Candidate Screening Policy: REALTORS® ASSOCIATION OF ST. LUCIE, INC. adopt Florida Association of Realtors Candidate Screening Handbook for all RASL candidate screenings. 07/01

Key Contacts: Association can recommend a Key Contact if the Association does not have a Key Contact recommended by FAR at the same time. 07/01

❖ **RPAC - Standing Committee**

Chairman should have served at least one year on Governmental Affairs committee with knowledge of fund raising. Chairman may attend FAR's RPAC training as scheduled. Members should be at least \$99 club RPAC contributors each year.

❖ **Communications/Technology Committee- Special Committee**

To promote and enhance the REALTOR® image through media to members and public. The committee is responsible for development and implementation of internal and external communication between membership, leadership and staff. It is also responsible for the Annual Awards program and promotion of the FAR scholarship program and the RASL middle school essay contest.

❖ **Credentials - Special Committee**

Chairman should be selected from general membership. The committee shall be responsible for establishing voting policy or any Rules of the Day changes, validate a quorum for the annual meeting, tally balloted votes and report the results to the President at the meeting for announcement of the elected officer/directors. A member considering submitting an application for leadership may not serve on this committee. 05/07

❖ **Professional Development - Standing Committee**

Mission: Education will be provided to each level of the membership during the year. Create an annual education calendar and budget projection to the Board of Directors no later than the November meeting for approval.

Chairman should have served at least two (2) years on committee, Vice Chairman one year. Chairman should attend the FAR Professional Development Workshop when scheduled.

REALTORS® ASSOCIATION OF ST. LUCIE, INC

Attendance award scholarship in the amount of \$250 will be refunded from the Professional Development Committee's budget for an education course of individual's choice. Scholarship to be used within a 12 month period and funds to be reimbursed with a Certificate of Completion presented to the CEO. 1/99

\$250 funding for Professional Development Committee chairman to attend FAR's State Professional Development Seminar.

**Appendix 5-F:
Job Description: Board Attorney**

The RASL attorney will be responsible for the following:

1. Availability by telephone or in person to respond to questions and advise only the CEO and President concerning legal aspects of Board operations.
2. Corresponding with those who have addressed the Board by phone or letter where response from counsel is requested and authorized by Board leadership.
3. Negotiating, drafting and/or reviewing contracts involving the Board.
4. Reviewing and advising on cases and legislation affecting the Board and members.
5. Reviewing and advising on articles of incorporation, bylaws, rules and regulations and amendments hereto.
6. Keeping current on FAR and NAR policies, litigation, recommendations and legal activities in order to keep the Board informed.
7. Representing or obtaining representation for Board in litigation when necessary.
8. Reading, analyzing and advising the Board on matters on agenda for Board of Directors meetings.
9. Reading and commenting on matters to appear in the Board's newsletter which may have legal consequences. (Upon request, before publication)
10. Responding to questions concerning ethics and arbitration hearings when presented by committee chairmen.
11. Furnishing written legal opinions to the Board of Directors on request.
12. Attending and representing the Board at meetings of the FAR Local Board Attorneys Committee and reporting to the Board of Directors on matters presented.
13. When requested, attending meetings seminars sponsored by the State and national Associations on legal issues.
14. Attending ethics and arbitration hearings for the purpose of advising Hearing Panels.
15. Attending meetings of the Board of Directors. Attending general membership and committee meetings on request.
16. Conducting briefings for Grievance and Professional Standards Committees.

The following functions are expected to be covered by the negotiated retainer fee:

- Review any and all documents and/or contracts requested by the Association.
- Attend all Board of Director meetings. RASL has scheduled Board meetings once a month for the year 2008.
- Attend General Membership Meetings (once per quarter).
- Serve as Parliamentarian at the Annual Meeting.
- Conduct seminars, preferably FREC approved, at least **two** times per year.
- Will be available to President and Chief Executive Officer (or authorized Officer or Director from time to time) for phone consultation as needed.
- Review of documents for a Code of Ethics or Professional Standards case or phone call relating to the Code of Ethics or Professional Standards.
- Negotiations: From time to time, negotiations may be needed by the Attorney or attendance by the attorney at a meeting(s), with follow-up to President and/or Executive Officer
- Forms: From time to time, a form/disclosure may need to be created for membership use.

REALTORS® ASSOCIATION OF ST. LUCIE, INC

The Board Attorney is to have demonstrated expertise in the following areas:

1. Association Law
2. Corporate Law
3. Real Estate Law

The Board Attorney may not represent any member in a Board ethics or arbitration proceeding.

The Board Attorney will maintain malpractice insurance. The Board Attorney is to have available to the Board an attorney familiar with the Board if the Board Attorney is unavailable. 07/05

Appendix 5-G
Job Description: Chief Executive Officer

Position Description: Serves as Chief Executive Officer of the Board.

Responsibilities:

Programs/Tasks

1. Ensures that the Board of Directors is fully informed of Association conditions and of all important factors influencing them.
2. Attends all meetings of the Board of Directors and Executive Committee.
3. Plans, formulates and recommends for approval of the Board of Directors basic policies and programs that will further the Association's objectives.
4. Executes all decisions of the Board of Directors except when Directors specifically make other assignments.
5. Develops specific administrative policies, procedures and programs to implement the general policies of the Board of Directors.
6. Establishes a sound organizational structure for the headquarters office.
7. Plans the general administration of the entire Association operation; though many responsibilities may be delegated to other staff members, the CEO should be aware of the progress of all Association projects.
8. Directs and coordinates all approved staff programs, projects and major activities.
9. Recruits, hires, orients, trains and motivates Association personnel; responsible for all reviews, promotions and terminations.
10. Defines staff duties, establishes performance standards, conducts performance reviews and maintains competitive salary structure.
11. Provides the necessary liaison and staff support to committee chairmen to enable committees to properly perform their functions; ensure that committee decisions and recommendations are submitted to the Board of Directors for approval.
12. Executes contracts and commitments as authorized by the Board of Directors or within established policies.
13. Promotes interest and active participation in Association activities to membership and reports Board activities through the Association communications media.
14. Maintains effective relationships with other organizations, both public and private, and ensures that the Board's and membership's positions are enhanced in accordance with the policies and objectives of the Board.
15. Ensures that all funds, physical assets and other Association property are appropriately safeguarded and administered; operates within the approved budget.
16. Conducts research and related projects on subjects deemed of importance to the membership and prepares and publishes the results.
17. Coordinates educational programs to advance the professional, technical and managerial skills of the membership, operating within the budget and program objectives that the Board of Directors approves.
18. Plans, coordinates and conducts public relations programs to enhance the Realtor image.
19. Sees that the Association is represented in any and all local government matters affecting the real estate industry.
20. Plans, organizes and directs membership promotion and retention programs, and evaluates results and recommends policies, procedures and actions to achieve membership goals.
21. Collects dues and terminates delinquent memberships.
22. Plans and coordinates the annual membership meeting.
23. Exercises control of budget and arrangements to meet financial objectives.

REALTORS® ASSOCIATION OF ST. LUCIE, INC

24. Maintains official minutes of the Board of Directors and other official Association meetings.
25. Provides security for all files, legal and historical documents.
26. Plans and executes all communications to membership including newsletters, news releases.
27. Acts as a direct liaison to FAR and NAR in matters that staff can handle.
28. Carries out other general responsibilities as Officers and Board of Directors may specify.
29. Is an ex-officio, non-voting member of the Executive Committee or the Board of Directors, or both.
30. Acts as liaison to RMLS. 07/05

Relationships:

Establishes positive working communications of mutual respect with the following:

1. Leadership of the Board or State
2. Executive officers and elected secretaries of other Boards
3. Board counsel
4. City/county commission members, their staff and appropriate government officials
5. Appropriate personnel at the State and National Associations
6. Leadership of subordinate of allied groups and organizations

Performance Standards:

Performance standards for this position are attained when the following are completed:

1. The policies offered for consideration by the board are forward-looking and add to the constructive growth of the Board.
2. Officers, committee chairmen and other Association leaders are fully informed as to the activities and plans in their particular areas.
3. The headquarters office is efficiently and effectively organized for the maximum benefit of the Association.
4. Programs of the Association are well managed through planning, organization, coordination and control.
5. Staff members are efficiently and effectively managed to the maximum benefit of the Association; the staff is of the highest quality possible.
6. Committee liaison is supportive, timely and effective.
7. Association meetings and education programs are well planned, organized and effective.
8. Communications of the Association's purpose, program and activities reach the targeted membership.
9. Lobbying activities on behalf of the Association are as effective as possible.
10. Decisions of the Board of Directors are supported and implemented.
11. Any speeches/comments on behalf of the Association will be presented with the Association's story in a positive and effective manner.

Qualifications:

The person selected for this position must possess the following qualities:

1. Be dedicated to the ideals and goals of the Association.
2. Be capable of working under pressure.
3. Be of strong moral character with excellent leadership and motivational skills.

REALTORS® ASSOCIATION OF ST. LUCIE, INC

4. Be and excellent speaker who thinks and speaks well under pressure and is capable of taking the Association's views on different matters to the membership.
 5. Be proficient writer and editor.
 6. Have a working knowledge of accounting principles and practices.
 7. Have a working knowledge of computer operations.
- 07/05

Appendix 5-H
Job Description: Directors

Director serves as a voting member of the Board of Directors which sets policies which will ensure that the Association fulfills legal and professional responsibilities to the membership.

A Director will cast a vote for the Associations interest and will support the decision of the entire Board to the membership. The Director is encouraged to contribute \$99 annually to RPAC.

Specific Responsibilities

1. To ensure that the needs of the membership are met.
2. Approve and evaluate programs and activates of the Association.
3. Plan the future direction of the Association.
4. Establish broad policies to guide the operation of the Association.
5. Evaluate the Association's performance and achievements.
6. Set financial objectives and monitor their achievements.
7. Assist in identifying future leadership.
8. Act as a liaison to the Committee Chairman (may be assigned by the President).
9. Directors individually and collectively shall serve as role models and are expected to attend all General Membership Breakfast Meetings (automatically will be placed on the Standing Reservation List), Special Called Meetings, all Board of Directors meetings and are encouraged to attend social events.
10. Individual directors have no authority to obligate the Association either financially or contractually.
11. To support and uphold the decisions made collectively by the Board, even when you may not agree with the decision.
12. To maintain the confidentiality of voting decisions made by individual Directors.
13. It is mandatory that you serve on at least one RASL committee during your tenure.
06/08
14. Each Director must attend the annual Professional Standards Training.

Meetings to attend

General Membership Meetings
Annual Meeting
Board of Directors
Installation of Officers
Social Events & Special Called Meetings
Professional Standards Meeting

Appendix 5-I
Job Description: Vice President

The Vice President should attend Florida Assoc of REALTORS meetings as scheduled; and the annual National Assoc of REALTORS convention, if RASL funds are available. The Vice President shall have such powers and duties as may be prescribed by the President. If the office of President-Elect shall become vacant between elections, the Vice President shall fill the vacancy and complete the unexpired term. The Vice President who fills the vacancy of the office of President-Elect must be ratified by the Nominating Committee to become President. The Vice President is encouraged to contribute \$99 annually to RPAC. Any vacancy of the Vice President position shall be filled by the Board of Directors by a majority vote.

Specific Responsibilities:

1. Serves as a member of the Board of Directors
 2. Performs the duties assigned by the President
 3. Assists the President in the performance of his/her duties, whenever required
 4. Represents the Association with other Associations or organizations as required by the President
 5. Should serve on the RMLS Board of Directors, as per Policy 6.8.
 6. Attend General Membership, Annual Meeting and Installation of Officers
 7. Attend all Board meetings, programs and participates in Board sponsored projects
 8. It is mandatory that you will serve on at least one RASL committee during your tenure.
- 06/08

Meetings to Attend:

Association Functions
Board of Directors Meetings
General Membership Meetings
Annual Meeting
Installation of Officers
Special Meetings requested by President

Recommended Qualities:

1. Interested in more than the honor
2. Able to devote adequate time to the job
3. Health permits energy required of the job
4. Able to work with other volunteers and staff
5. Can stand the limelight and criticism of leadership
6. Can communicate effectively
7. Can subordinate personal bias for the good of the Association
8. Personal conduct reflects favorably on the Association
9. Will be able to step down after the term of office and be a useful member of RASL.

**Policy 6.1: Miscellaneous
Complaints**

Refer to 6.5 - Professional Standards Policy.

**Policy 6.2: Miscellaneous
District III Memorandum of Cooperation**

Approved by the BOD 12/98

Refer to Attached - Memorandum of Cooperation.

**Policy 6.3: Miscellaneous
Neuroblastoma**

To retain both disclosures on file in the Association office and if any Designated Broker requested a copy to distribute both with a cover letter stating,

"Each Designated Broker may use either Neuroblastoma Disclosure at his/her own discretion.

The REALTORS® ASSOCIATION OF ST. LUCIE, INC. Board of Directors has not adopted a position regarding media reports of Neuroblastoma and accepts no responsibility for providing this information. It is recommended each Broker consult their own attorney's counsel for use of either of the disclosures attached. 7/97

A cover letter will accompany the disclosure addressed to the Designated Broker, so each Broker will make the decision for their office and it will be dispersed in the mail boxes in the Association office. 7/97

**Policy 6.4: Miscellaneous
Forms and Fees**

❖ **Bad Debt**

- Establish policy to collect "Bad Debt" by means of collection agency for members who have gone out of business or members authorizing use of discount programs offered by the Association to non-member, i.e.; Cellular phone service. 4/97

❖ **Comp/Books**

- Any REALTOR or Appraiser member is permitted to view the Comp books and make copies if needed for a copy fee. 1990

❖ **MLS**

- Any REALTOR or Appraiser member is permitted to view the MLS books and make copies if needed for a copy fee. 1990 Affiliate members are not permitted to view MLS books. 1990

❖ **Insufficient funds check**

- In accordance with the Association Bylaws, membership may be suspended if payment has not been made. 1/97

❖ **Mailboxes**

- Any REALTOR® (other Associations included) may be allowed to stuff the mailboxes with marketing information at no charge. All others pay a \$25 fee. 11/99

❖ **Non-Solicitation List**

- Cost of \$10 will be charged for the non-solicitation list. 8/98

❖ **REALTOR® Store**

- Non-Members are charged a different fee than members. 1990

❖ **Room Rental and Fees**

- Refer to Appendix 6-A - Room Rental Lease Agreement
- Refer to Appendix 6-B - Room Rental Rate Sheet
- The Ken and Aileen Pruitt Education Center is available for rent. See attached rate sheet. 7/05
- Any member of RASL who offers a free FREC approved CE credit seminar to RASL members, will not be charged a room rate fee. 7/05

❖ **Forms**

- REALTOR® forms will be sold to REALTOR® members only, including attorney Affiliates. 12/98

❖ **Seminar**

- A non-member fee shall be charged at a higher rate than members, which shall be determined by the Board of Directors annually (07/05) amended by Committee. 5/94

**Policy 6.5: Miscellaneous
PROFESSIONAL STANDARDS POLICY**

There will be a standing committee, known as the Grievance Committee, of at least 9 Board Members in good standing, of whom at least a majority shall be REALTOR® principals. The members of the committee shall be appointed by the President, subject to confirmation by the Board of Directors, and shall serve for staggered three (3) year terms. There will or X will not be term limits. The committee X the President shall annually designate the Chairperson and Vice Chairperson of the committee. Each member of the Grievance Committee X shall shall not attend an annual training course.

There shall be a Professional Standards Committee of at least 13 Board Members in good standing, of whom at least a majority shall be Designated REALTORS®, appointed by the President, subject to confirmation by the Board of Directors. There will or X will not be term limits. Members of the Professional Standards Committee shall be selected to serve on Hearing Panels as required to hear matters of alleged unethical conduct by Board Members or to provide arbitration as requested. The committee X the President shall annually designate the Chairperson and Vice Chairperson of the committee. Each member of the Professional Standards Committee X shall shall not attend an annual training course.

Adoption of alternative enforcement procedures:

- Association will or X will not adopt use of hearing officers
- Association will or X will not adopt use of ombudsmen
- Association will or X will not adopt use of mediation of ethics complaints.

The Grievance Committee X will will not request response for each ethics complaint.

The Grievance Committee X will will not request response for each arbitration request.

The Respondent will have 14 days to respond in Ethics/Arbitration.

At the Grievance level, the response will or X will not be sent back to the Complainant.

- In Arbitration, parties must \$500.00
- In an Interboard Arbitration, parties of \$500.00
- The prevailing party will receive a refund of their deposit.

Expenses of the arbitrators and all other expenses shall be borne by the Boards involved as agreed in advance of the hearing, or X **by the parties** to the arbitration as directed by the arbitrators.

Voluntary Arbitration:

- Association X will will not offer voluntary arbitration between a REALTOR® principal and REALTORS® who are or were affiliated with the same firm.

REALTORS® ASSOCIATION OF ST. LUCIE, INC

Association will _____ will not offer voluntary arbitration between a REALTOR® principal and a nonmember broker.

Association will _____ will not offer voluntary arbitration between a REALTOR® principal and a customer of the REALTOR® principal.

The Grievance Committee will review an Arbitration request within 14 days.

The Association will adopt use of Mediations of Arbitration complaints.

In mediation, parties will be advised before Grievance Committee meeting or _____ after Grievance Committee meeting.

Association will or _____ will not adopt expedited ethics procedure. (Part Four. The Ethics Hearing, Section 20. Initiating an Ethics Hearing, f-q)

Submission to Arbitration: In the event the respondent fails or refuses to sign the Response and Agreement Form (Part Thirteen, Form #A-4), fails or refuses to make the required deposit, or fails or refuses to take part in the arbitration hearing, the arbitration hearing may be scheduled and conducted in the absence of the respondent.

Hearing Panel will receive copies of the complaint/response and arbitration request/response before hearing _____ at hearing.

In an ethics or arbitration hearing, parties **may not** have a court reporter present and **may not** mechanically record the hearing. All hearings shall be tape recorded by the Association, unless Association counsel recommends some other form of reporting/recording of a hearing for purposes deemed appropriate by Association counsel. Copies of the tape recording or any transcript prepared from any tape recording of the hearing may only be obtained by a party to the hearing, at the parties own expense, if there is a pending appeal or pending rehearing (in ethics case) or a procedural review or appeal (in arbitration cases).
07/05

Arbitration Award: Optional procedures (escrowing award) in section 53, subsection c-f _____ will or will not be adopted.

In addition to any discipline imposed, the Association **will** impose an administrative processing fee of \$450.00 against respondents found in violation of the Code of Ethics or other membership duties

If the Respondent is found in violation of the Code of Ethics a second time within three (3) years, the respondent's name, the fact that the respondent has been found in violation of the Code of Ethics, the Article(s) violated, and the discipline imposed _____ will or will not be published in the official communication vehicle of the Association.

In ethics, the amount of the non-refundable appeal deposit shall be \$250.00.

In ethics reviews, appeals or procedural reviews, Association will _____ will not use panels of Directors or the Association's Executive Committee.

The Association Attorney _____ will will not receive/review each complaint/arbitration.

REALTORS® ASSOCIATION OF ST. LUCIE, INC

The Association Attorney will or will not attend each hearing.

The CEO will attend

Grievance Committee
 Hearings
 Executive Session
 Appeals

If parties settle arbitration prior to hearing, their deposit will will not be returned.

In appeals Chairman will summarize case.

By Action of Board of Directors

President

Date

Policy 6.6: Miscellaneous Awards

The Annual Awards may be modified in name and structure from time to time with the approval of the Board of Directors. The announcement of the type and name of the annual awards will be made in January of each year to the membership, with prior approval of the Board of Directors. The application forms will be distributed to the membership at least 30 days prior to the Award Presentation, with the expectation that the applications will be reviewed and tallied, by the Communications committee or task force within the committee, at least 15 days prior to the event. If a committee member is nominated for an Award, they must remove themselves, from serving in this review area. Names of recipients will not be disclosed to anyone until the announcement of the recipient during the function. The "REALTOR® of the YEAR" will always be part of the award ceremony.

The awards are to be presented by the Immediate Past President of the Association. 11/96

- ❖ Annual Award Presentations:
 - REALTOR® of the Year
 - Affiliate Company of the Year
 - Office-small category
 - Office-large category
 - Individual Affiliate
 - Hats Off
 - Humanitarian of the Year 8/97
 - Rookie of the Year 9/04

Policy 6.7: Miscellaneous Affiliate

Affiliates sponsoring the General membership meeting (Bi-monthly) shall be the only Affiliate to address the membership and distribute information. Unless pre-agreed and approved by the Affiliate and the Association CEO. 1990

v

All Affiliates can attend Marketing Madness. Affiliates can provide food and drinks for MM without paying a sponsorship fee. 2/2007

Per Trade Show Guidelines, Affiliate participation only. No REALTOR, REALTOR companies or REALTOR franchises to participate. 11/99

Refer to Appendix 6-C: Tradeshow Guidelines.

Appendix 6-A: Tradeshow Guidelines

- ❖ You are limited to one vendor per booth. You Must be an Association Member.
- ❖ Man the door 30 minutes prior to beginning of event.
- ❖ Advertisements to state that tradeshow is **not** open to the public, only Realtor® members of RASL (copy of ad at door).
- ❖ Provide flyer at each table as reminder
 - Can not break down early
 - Please visit other vendors, but don't enter to win their door prizes (add to rules).
 - Highlight important issues.
- ❖ Passbook winner to be selected at breakfast.
- ❖ Assign a sub-committee to handle reviewing passports.
 - Attach a list of contacts for sub-committees.
- ❖ Major decision goes before tradeshow guideline committee.
- ❖ Realtors® and Brokers are not permitted to have booths at the tradeshow.7/06

Appendix 6-B: Teach-In Guidelines

Partnership with SLC School Board and RASL for an event to bring the recruited teachers to meet affiliates, take bus tour (quality of life) and receive information on housing in SLC from Realtors®.

1. Committee and representative of School Board meet to establish time line of event (in March or April). Event to be held in early June.
2. Go out for Request for Proposal (RFP) to Affiliates who offer special financing programs, discounts or incentives on services for teachers. Give a final submission date. Take to committee for review. Once the deadline for RFP's has been established, no RFP's submissions will be accepted after that date. No exceptions.
3. Send e-mail to Realtor® members asking for rental lists or sales opportunities. Establish a deadline date. No submissions will be accepted after that date. No Exceptions. The book will be compiled by RASL in a handout to the teachers, with a letter from CEO of RASL.
4. School Board will be responsible to find a sponsor for the social function for teachers the evening before the RASL event. School board will verify with RASL that the sponsor they have secured is not a Realtor member or affiliate member of RASL. Only RASL staff can attend the social event.
5. School Board will provide buses, drivers and tour guides. No RASL members will be allowed to be on the bus.
6. On RASL event day, pre-arranged tables in Education Center for qualified affiliate members (limit 12), first come, first serve of the RFP's submitted. The RASL volunteers assigned to the project will select, from the affiliate RFP'S, who will sponsor lunch and/or breakfast and/or snacks for the bus. The affiliate sponsors will be allowed 5 minutes each for a presentation to the teachers on the morning of the event. The assigned chairperson for the project will do the welcome and introductions. Have speakers from School Board, such as the Superintendent, RASL President, CEO, etc.
7. Affiliate's can have hand outs to be distributed. The only members of the Special Events Committee that can attend the event are those affiliates selected from the RFP process. 05/07
8. The School Board will provide (if they wish to) bags for the teachers to use to put materials in. RASL Affiliates only.
9. The RASL volunteers will establish the breakdown, set up and re-set up of the RASL Education Center. RASL staff to check calendar for availability of the day of the event and the next day's event of RASL. 7/2006

**Policy 6.8: Miscellaneous
Regional Multiple Listing Service (RMLS)**

There shall be representatives from the REALTORS® Association of St. Lucie, Inc. serving on the RMLS Board of Directors in accordance with RMLS's Bylaws. Four representatives, at least two member representatives shall be from the REALTORS® Association of St. Lucie, Inc. Board of Directors, (President Elect and one Director); the remaining two may be a REALTOR member willing to serve. Any travel costs related to the corporation of RMLS will be paid in accordance with that corporations travel policy and no financial obligation will be incurred by REALTORS® Association of St. Lucie, Inc.

Effective January 1, 2006, the RASL representatives for the RMLS Board of Directors will consist of the President, President Elect, Vice President/Secretary and Treasurer. In the event the VP/Secretary or Treasurer is unable to serve on the RMLS BOD, the acting President shall appoint another member, preferably from the current RASL Board of Directors, to serve as such.

12/05

The RASL Treasurer must attend RMLS meetings as scheduled to relate financial matters of importance to RASL as a Shareholder member. Should be a RMLS Board Member if the opportunity arises.

**Policy 6.9: Miscellaneous
Antitrust Compliance**

Section 1: Policy

It is the undeviating policy of the REALTORS® Association of St. Lucie, Inc. to comply strictly with the letter and spirit of all federal, state, local and applicable antitrust laws. Any activities of the Association or Association related actions of its staff, officers, directors or members that violate these regulations and laws are detrimental to the interest of the Association and are unequivocally contrary to Association policy.

Section 2: Implementation

Implementation of the policy of the Association shall include, but not be limited to, the following:

- ❖ Meetings should be held only when there is legitimate business to be conducted.
- ❖ Each meeting shall have an agenda, which should be sent to each participant in advance. The agenda should be specific and avoid references to discussion topics in language that might raise antitrust suspicions such as "marketing practices" or "economic conditions". Particularly sensitive topics should be reviewed in advance by Association counsel.
- ❖ Association counsel should attend all meetings of the Board of Directors to insure that prohibited discussions of commission rates or potential boycotts do not occur. If a prohibited topic is raised, discussion should immediately be interrupted and recommended that the topic be changed. If the discussion persists, the CEO or counsel should insist that the presiding officer of the meeting rule the discussion out of order, declare the meeting adjourned and that the minutes reflect the presiding officer's ruling and adjournment.
- ❖ Minutes should be kept of all meetings of the Directors, committees and project teams. The minutes should summarize accurately and concisely the action taken at the meeting.
- ❖ Association facilities may not be used for "informal" meetings. Given their unauthorized character, meetings of this type are uniquely susceptible to abuse and misinterpretation. To the extent an incriminating meeting has taken place at the Association office, or elsewhere with the knowledge and consent of Association leadership, the Association could be implicated in any antitrust litigation that arises from the meeting.

07/05

**Policy 6.10: Miscellaneous Policy
Call to Action Procedure**

Call to Action is a procedure to be implemented in response to issues or development which NAR, FAR or RASL leadership judge to be of an urgent nature and of sufficient import to merit action by all or a designated segment of Association Membership. Issues that do not require action will be considered "informational" and communicated to members through other vehicles.

❖ Local

- Requests for all local Calls to Action require advance approval by the Association President, or designated alternate. The President will exercise judgment as to the need for advance approval by the Board of Directors.
- Local issues that establish a **new** Association position will require Board of Directors consideration and approval before promulgation as a Call to Action.
- Upon approval by the Association president, or designated alternate, Calls to Action will be communicated to the Association's members as directed by the President, or designated alternate. Such notification will include:
 - The nature and purpose of the action
 - The time frame within which action should be completed
 - Request that RASL be copied on action taken.

❖ FAR and NAR

- Requests for Call to Action from Far and/or NAR will be communicated to members without endorsement.
- 07/05

**Policy 6.11: Miscellaneous
Member Appointments to Board / Organizations**

Members who are appointed by the Board of Directors/President to represent RASL on committees, boards and/or organizations to which we belong should adhere to the following guidelines:

- ❖ RASL should make clear to the appointee that he/she is expected to protect the interest of the REALTORS® Association and represent it positions, not espouse an individual preference or a personal agenda.
 - The appointee should be given a current list of REALTORS® Association positions so he/she may become familiar with the issues.
 - The appointee should be asked is he/she can support the position.
 - Appointee should agree to abide by RASL's Spokesperson Policy.
 - Board of Directors and appointee should agree to term of appointment.
 - ❖ The appointee should keep the Board of Directors informed of his/her involvement and progress on issue/task force
 - Via verbal report/updates to appropriate RASL committee (i.e. Government Affairs) that would be reflected in minutes to BOD and/or
 - Via written report to Board of Directors/or President
 - ❖ Appointee should know when to seek Board of Directors guidance/approval
 - When issue is nearing public hearing/adoption so BOD can prepare response and designate appropriate spokesperson
 - Before committing Association support or funds
 - Before compromising an established policy or position
 - If appointee cannot fulfill the terms of the appointment due to a conflict of interest, time constraint, resignation from Association, etc.
- 07/05
- ❖ Representatives that will serve on the Business Alliance for Prosperity (BAP) will be: The President, President elect, Governmental Affairs Director, CEO or an appointee as otherwise directed by the President. BAP is an alliance of the St. Lucie County Chamber of Commerce, the Treasure Coast Builders Association and RASL and was formed in 2000 by then Mayor Minsky and the three entities.
- 3/06

Policy 6.11: Miscellaneous - Continued
Member Appointments to Board / Organizations

The FAR Directors shall be selected by the President from the RASL line officers; President, President Elect, Vice President, Treasurer and Secretary. 04/08

FAR Director vacancies' will be appointed by the President. Please refer to the current years Travel Budget for FAR Director funding. 12/06

The current RASL President will serve as a member of the Attainable Housing Committee of St. Lucie Community Services Housing Department. 01/08

Policy 6.12 Miscellaneous Whistleblower Policy

PURPOSE OF THIS POLICY: A key defense against fraud occurring in an organization is the availability of a means for employees and other constituents to anonymously report suspected wrongdoing (whistleblowing). Respondents to a 2004 survey by the Association of Certified Fraud Examiners (ACFE) revealed that various forms of fraud are detected 40 percent of the time by tips, the leading method for detecting fraud.

While whistleblower programs are not required of not-for-profit organizations, RASL believes that it is a prudent practice to follow. In addition, some states have adopted whistleblower provisions, and federal law prohibits retaliation against anyone "blowing the whistle" with respect to a violation of a federal law or regulation. These would include:

- Forgery or alteration of documents
- Unauthorized alteration or manipulation of computer files
- Fraudulent financial reporting
- Pursuit of a benefit or advantage in violation with the RASL conflict of interest policy
- Misappropriation or misuse of RASL resources, such as funds, supplies, or other assets
- Authorizing or receiving compensation for goods not received or services not performed
- Authorizing or receiving compensation for hours not worked

RASL Whistleblower Policy

General

The RASL Code of Conduct (hereinafter referred to as the Code) requires directors, other volunteers, and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees and representatives of the organization must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

The objectives of the RASL Whistleblower Policy are to establish policies and procedures for:

- The submission of concerns regarding questionable accounting or auditing matters by employees, directors, officers, and other stakeholders of the organization, on a confidential and anonymous basis.
- The receipt, retention, and treatment of complaints received by the organization regarding accounting, internal controls, or auditing matters.
- The protection of directors, volunteers and employees reporting concerns from retaliatory actions.

Reporting Responsibility

Each director, volunteer, and employee of RASL has an obligation to report in accordance with this Whistleblower Policy (a) questionable or improper accounting or auditing matters, and (b) violations and suspected violations of RASL's Code (hereinafter collectively referred to as Concerns).

Authority of Executive Committee

REALTORS® ASSOCIATION OF ST. LUCIE, INC

All reported Concerns will be forwarded to the Executive Committee in accordance with the procedures set forth herein. The Executive Committee shall be responsible for investigating, and making appropriate recommendations to the Board of Directors, with respect to all reported Concerns.

No Retaliation

The Whistleblower Policy is intended to encourage and enable directors, volunteers, and employees to raise Concerns within the Organization for investigation and appropriate action. With this goal in mind, no director, volunteer, or employee who, in good faith, reports a Concern shall be subject to retaliation or, in the case of an employee, adverse employment consequences. Moreover, a volunteer or employee who retaliates against someone who has reported a Concern in good faith is subject to discipline up to and including dismissal from the volunteer position or termination of employment.

Reporting Concerns

Employees

Employees should first discuss their Concern with their immediate supervisor. If, after speaking with his or her supervisor, the individual continues to have reasonable ground to believe the Concern is valid, the individual should report the Concern to the Chief Executive Officer (CEO). In addition, if the individual is uncomfortable speaking with his or her supervisor, or the supervisor is a subject of the Concern, the individual should report his or her Concern directly to the CEO. If the CEO is the subject of Concern, the individual should report his or her Concern directly to the Chair of the Executive Committee.

If the Concern was reported verbally to the CEO, the reporting individual, with assistance from the CEO, shall reduce the Concern to writing. The CEO is required to promptly report the Concern to the Chair of the Executive Committee, who has specific and exclusive responsibility to investigate all Concerns. If the CEO, for any reason, does not promptly forward the Concern to the Executive Committee, the reporting individual should directly report the Concern to the Chair of the Executive Committee. Contact information for the Chair of the Executive Committee may be obtained either through the Leadership Manual or by calling the RASL office. Concerns may also be submitted anonymously. Such anonymous Concerns should be in writing and sent directly to the Chair of the Executive Committee.

Directors and Other Volunteers

Directors and other volunteers should submit Concern in writing directly to the Chair of the Executive Committee. Contact information for the Chair of the Executive Committee may be obtained from the CEO.

Handling of Reported Violations

The Executive Committee shall address all reported Concerns. The Chair of the Executive Committee shall immediately notify the Executive Committee and the CEO of any such report. The Chair of the Executive Committee will notify the sender and acknowledge receipt of the Concern within five business days, if possible. It will not be possible to acknowledge receipt of anonymously submitted Concerns.

All reports will be promptly investigated by the Executive Committee, and appropriate corrective action will be recommended to the Board of Directors, if warranted by the investigation. In addition, action taken must include a conclusion and/or follow-up with the complainant for complete closure of the Concern.

The Executive Committee has the authority to retain outside legal counsel, accountants, private investigators, or any other resource deemed necessary to conduct a full and complete investigation of the allegations.

Acting in Good Faith

Anyone reporting a Concern must act in good faith and have reasonable grounds for believing the information disclosed indicates an improper accounting or auditing practice, or a violation of the Codes. The act of making allegations that prove to be unsubstantiated, and that prove to have been made maliciously, recklessly, or with the foreknowledge that the allegations are false, will be viewed as a serious disciplinary offense and may result in discipline, up to and including dismissal from the volunteer position or termination of employment. Such conduct may also give rise to other actions, including civil lawsuits.

Confidentiality

Reports of Concerns, and investigations pertaining thereto, shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

REALTORS® ASSOCIATION OF ST. LUCIE, INC

Disclosure of reports of Concerns to individuals not involved in the investigation will be viewed as a serious disciplinary offense and may result in discipline, up to and including termination of employment. Such conduct may also give rise to other actions, including civil lawsuits.

**Policy 6.13 Miscellaneous
Conflict of Interest Policy For Board Members**

1. SCOPE: This policy applies to members of the Board of Directors of RASL.

2. FIDUCIARY RESPONSIBILITIES: Board members are responsible for the governance and management of RASL as it carries out its mission. They must act in good faith, in a manner they reasonably believe to be in the best interests of RASL and with such care as an ordinarily prudent person would use in similar circumstances. RASL 's integrity must be protected and served at all times.

Board members are likely to be involved in the affairs of other organizations, and real or perceived conflicts of interest may develop. The Board of Directors of RASL should be aware of all situations that could result in conflicts of interest.

The Board of Directors of RASL requires all board members to (1) Review this policy annually. (2) Disclose annually on the attached Disclosure Statement the information requested. (3) Disclose promptly any requested information that has not been previously reported to the Board of Directors of RASL or to the President of RASL.

3. ANNUAL DISCLOSURE: Promptly before the end of each fiscal year of RASL and immediately following election for the first time, board members shall submit to the President of RASL a completed Disclosure Statement reporting information specifically requested in the statement. Board members shall report on behalf of themselves, their family members and organizations with which they have a business relationship, any actual or anticipated business or other transaction or relationship which directly involves RASL or which indirectly involves RASL if the transaction or relationship could be construed as a conflict of interest because it might affect their independent, unbiased judgment when they carry out their duties for RASL. (An example would be a relationship with a competing institution or an investment that may affect or be affected by RASL 's investment decisions.) The President of RASL or such other person as the President may designate, shall review the Disclosure Statements (and any interim disclosures) and report on them to the Board of Directors of RASL.

The following definitions are provided to help board members decide what information should be reported in the Disclosure Statement.

BUSINESS RELATIONSHIP: One in which a board member or a member of his or her family as defined below serves as an officer, director, employee, partner or trustee or in similar capacity, or holds directly or indirectly five percent or more of the outstanding debt or stock or other equity securities.

FAMILY MEMBER: A spouse, parent, sibling or child and also any other relative if he or she lives in the same household as the board member.

4. BOARD AND COMMITTEE ACTIONS: It is the duty of each board member to assure that the material facts of any relationship or interest of the kind described or referred to in this policy are fully disclosed to the Board of Directors of RASL. When the Board of Directors of RASL or a committee of the board considers authorization, approval or ratification of a contract or other matter in which a board member has an interest, the interested board member should withdraw from discussion and voting unless the board determines otherwise

RASL
Disclosure Statement for the Board of Directors

Please complete and return this form to the President of RASL. If you do not have enough space, please continue on the reverse side.

1. I have reviewed the RASL Conflict of Interest Policy for Board Members (the "Policy") in the course of completing this Disclosure Statement.

____ Yes ____ No

2. My principal occupation and any positions I hold as a board member or director or in a similar capacity in other organizations (whether for-profit or non-profit) are described below.

3. Except as reported below, neither I nor any family member of mine nor any organization with which any of my family has a business relationship has received any amount from RASL during or since RASL 's last fiscal year, as a vendor of goods to RASL or on account of services rendered to it.

None _____

Description:

4. Except as reported below, I am not aware of any other relationship or transaction that should be disclosed under this policy.

None _____

Description:

5. I agree that if I become aware of any relationship or transaction that is not reported above, of the kind described above or in the policy, I will promptly report the relevant facts to the Board of Directors of RASL or to the President of RASL.

Printed Name _____ Date: _____

Signature _____

Policy 7.1: Roster
Type: Membership

The Association shall provide a printed form of the membership roster free of charge to members of the Association. In addition the roster can be provided on a member's blank floppy disk. 10/00

Policy 7.2: Membership Transfer Fee
Type: Membership

The application fee for any REALTOR® member of Martin County Association or Indian River County Association shall be a transfer fee of \$50.00 12/97. Changed to \$100.00 transfer fee on 11/06.

REALTORS must send in DBPR RE-2050 or appropriate FREC form for changes in status. 1990

Okeechobee Association memberships are welcomed to participate in the Orientation programs with our members as scheduled for \$30.00 per participant. 11/97

Policy 7.3: Orientation
Type: Membership

New REALTOR® members are required to attend orientation within 120 days of acceptance of application. 2001

Each new member should attend the first available orientation class offered. 5/97

Policy 7.4: Professional Development Seminars
Type: Membership

Seminar Policy shall provide that all reservations made at the Association office must be paid in advance prior to the event rather than at the door. A reservation made with no payment prior to the event will constitute an at-door charge. No billing or credit cards will be accepted at the door and there will be no exceptions to this policy. 10/00

All Professional Development Seminars will be available at no cost to the membership, unless RASL incurs any cost or charges connected with the seminar. 7/05

Reservations will still be needed for the events. If reservation is made and member does not show, there will be a minimum of a \$5 fee charged. Exception to the no charge policy will be any Designation Required courses provided at the Association, i.e.: CRS, GRI, ABR etc or classes which offer continuing education credits. Current Code of Ethics course, which offers 3 hours of C.E., will be free of charge. 11/00, 11/01

Policy 7.5: Publications
Type: Membership

Any publication coming out of the REALTORS® Association of St. Lucie, Inc., but most especially the one from St. Georges Publication, is to be a generic type publication and proof of publication shall be reviewed by committee and that any communication on behalf of the Association, be directed through the CEO of the Association to any publisher. 03/01

The newsletter will be distributed via email to Association members instead of U.S. mail. Association will send fax to all member offices announcing the newsletter will no longer be mailed, but will be emailed. 06/01

REALTORS® ASSOCIATION OF ST. LUCIE, INC

Policy 7.6: Dues
Type: Membership

Partial payments of annual dues are to be discontinued effective with the 1998 Dues billing. 3/97

Services in exchange of dues will be discontinued. 3/97

The members affected by this policy will be sent a letter advising of the change for 1998, since their request for 1997 was approved in December. 4/97

The REALTORS® Association of St. Lucie, Inc. transfer fee of \$50.00 per agent, per transfer. 09/06

Institute Affiliate dues for 1999 and subsequent years unless changed shall be two and one half times, per NAR guidelines. 4/99

Upon the death of a member, local dues shall be prorated and refunded to the family if the family has requested the refund in writing. 4/99

Any current member of our Association who is 80 years old or over, and who has over ten (10) consecutive years as a member of our Association, will have their local dues waived. 01/01

Any requests for a dues refund must state a hardship; that no NAR or FAR dues will be refunded if already paid by RASL, even in a hardship case; and if there is no hardship stated, the request will be automatically declined. 11/05

The dues billing late fee will be raised to \$100.00 and will be applied to the member's account no later than January 15th each year, no exceptions. All late fees billed are deemed non-refundable 09/06

The \$50.00 transfer fee will be paid before RASL completes the status change. 11/06

Members who are terminated due to non-payment of dues, fees, other assessments or any other financial obligation due to the association will be required to pay a reinstatement fee of \$100.00. 09/06

If a member voluntarily resigns from membership and wishes to reinstate within six months of their voluntary termination the reinstatement fee will be \$50.00 (must be paid at time of reinstatement). 3/06

In the event that the fines, including late fees, are unpaid, all access to RASL services are subject to suspension until such time as all sums due are paid in full. 3/06

When a RASL member fails to complete their mandatory Orientation or Code of Ethics training within the specified time period, said member will be immediately suspended.

Policy 7.6: Dues - Continued
Type: Membership

If the member wishes to appeal the suspension, please refer to RASL bylaws. If the suspended member wishes to re-activate his/her membership, there will be a \$100 re-activation fee charged. The fee must be paid before RASL re-activates the member. 03/06

Any new members who join RASL on or after October 1 of any year, will pay the prorated dues amount for the remainder of the current year and also pay the full dues amount for the following fiscal year. 09/06

If the affiliation with broker exceeds 10 business days and the agent has not yet joined the board, the agent will be charged membership fees starting on the "Relation Effective Date" according to DBPR. (This is the date the licensee is related to the broker through DBPR).

4/08