

THE CONSTITUTION AND BY-LAWS  
of the  
REAL ESTATE MARKETING ASSOCIATION ("RMA")

(Previous Revisions: January 1997, November 2001,  
November 2003, December 2005, October 2009)

REVISED, JUNE 20, 2016

MISSION STATEMENT

To network with other professionals associated with the real estate industry in order to promote knowledge of inventory and market conditions, as well as raise awareness of REALTORS® and Affiliates' community efforts and involvement.

ARTICLE I

NAME:

The name of this Association shall be set forth above in the title of this Constitution and By-Laws as the "Real Estate Marketing Association" ("RMA").

ARTICLE II

PURPOSE:

- A. The purpose of this Association shall be:
1. To help its members improve their awareness of inventory and market conditions.
  2. To network with other real estate industry professionals
  3. To provide for its members educational materials and opportunities to raise the level of professionalism in the real estate industry.
  4. To provide opportunities, as an association, for members to enhance their service to the community through such forums as charitable events, "hands-on" projects, and other community efforts.
  5. To encourage its members to engage in the highest ethical standards.
- B. Limitation of Power. Notwithstanding any of the above statements of purposes and powers, this association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of the association.

### ARTICLE III

#### MEETINGS:

This Association shall meet regularly once a week or as otherwise provided by the By-Laws of this Association. Special meetings may be called by a majority vote at any regular meeting.

### ARTICLE IV

#### FEES:

- A. A fee shall be determined by the duly elected Board of Directors and the Advisory Council. Said fee shall be paid and a business card shall be presented at each weekly meeting, and/or the Board of Directors may offer an annual or semi-annual fee to those who wish to pay in this manner.
- B. The Board of Directors shall present a balanced budget to the active members at the end of their terms of office, or, at least, on an annual basis.

### ARTICLE V

#### ASSOCIATION OFFICERS:

- A. The officers of this Association shall be President, Vice-President, Secretary, Treasurer, and two Sergeants-at-Arms, and such other officers as may be provided for in the By-Laws of this Association. All officers, together with a past President, shall constitute the Board of Directors of this Association, having general administrative powers. The officers shall be elected as provided in the By-Laws of this Association, and any REALTORS® elected shall be members in good standing of their local Board of REALTORS®. Any elected or appointed officer or advisory council member shall be an "Active Member" as defined in Article VII.
- B. The President shall always be a licensed real estate agent and REALTOR® actively engaged in the business of listing and selling real estate with a minimum of one year's experience.
- C. The Vice-President, Secretary, Treasurer, and two Sergeants-at-Arms may be either an active REALTOR® or an Affiliate.
- D. The term of each officer shall commence on January 1, and shall continue through December 31 (a period of one (1) year). No officer shall serve more than two (2)

consecutive terms in the same office.

E. The membership-at-large shall elect the Advisory Council, numbering at a minimum of five (5) members and no more than six (6) members held to the same requirements as the Board of Directors. The purpose of the Advisory Council shall be to review policy and procedures of the Association, and to advise, as needed, the Board of Directors. The term of the Advisory Council officers shall be a period of two (2) years. The election of Advisory Council officers shall be staggered so that approximately one-half of the officers are elected each year.

F. Duties of each officer are outlined in Article XII of this document.

## ARTICLE VI

### QUORUM:

- A. A majority of the current Board of Directors shall constitute a quorum for the transaction of all business and elections of this Association.
- B. A two-thirds (2/3) vote of the Board of Directors shall constitute a quorum to pass a motion. The Past President shall have voting rights.

## ARTICLE VII

### AFFILIATION AND MEMBERSHIP:

"Active Member" is defined as one who has attended at least 12 meetings in the calendar year. The members of this Association shall be actively involved with the real estate industry.

## ARTICLE VIII

### POLICY AND PRACTICES:

- A. The articles of this Association shall be governed by the REALTORS<sup>®</sup> Code of Ethics, and the California Association of REALTORS<sup>®</sup> Code of Ethics.
- B. "Roberts' Rules of Order Newly Revised" shall be the final authority as to parliamentary procedure.
- C. The Association must abide by State and Federal laws regulating "not-for-profit organizations."

## ARTICLE IX

### AMENDMENTS:

The Constitution and By-Laws may be amended by a simple majority vote of the Board of Directors and Advisory Council with such an amendment proposed in writing by an active member at the meeting immediately preceding that at which the amendment is to be voted upon.

## ARTICLE X

### MEETINGS:

- A. Regular meetings of this Association shall be held every Thursday at such an hour and place as the Association shall designate.
- B. Special meetings may be called by a majority vote of the members at any regular meeting.
- C. The Board of Directors and Advisory Council of this Association shall meet monthly.

## ARTICLE XI

### ELECTION OF OFFICERS:

- A. The officers of this Association shall be: President, Vice-President, Secretary, Treasurer, two Sergeants-at-Arms and a past President.
- B. An Election Committee shall be appointed by the President at least four weeks prior to the election. This committee shall consist of no more than three active members. The Committee shall use the Constitution and By-Laws as its guideline for accepting nominations. It is recommended that at least one member of the Election Committee shall be a past President or past Board or Advisory Council member. Three weeks prior to the election, this Committee shall take nominations from the floor, by email, or by telephone. Committee member will contact the nominee and determine if he/she will accept the nomination.
- C. All elections shall be by secret ballot. The candidate receiving the most votes from the "Active Membership" will be declared the winner. In case of a tie, there will be a special

election to determine the winner.

- D. Nominations for officers and vacated Advisory Council positions shall take place on approximately the last three Thursdays of the month of October, as determined by the Election Committee. Speeches by each candidate and voting shall take place on the fourth Thursday of the election process. No nominations will be accepted from the floor on election day. New officers shall take office at the first meeting in January, and shall serve for a term commencing January 1<sup>st</sup>, and conclude December 31<sup>st</sup> of each calendar year.
- E. Any vacancy of office shall be filled by a special election at the meeting two weeks following the announcement of the vacancy.

## ARTICLE XII

### DUTIES OF OFFICERS:

- A. The President presides at meetings of the Association and the Board of Directors, appoints all sub-committees and has general supervision of the operation of the Association. The President shall be an ex-officio member of all committees of this Association with the exception of the Election Committee and the Advisory Council. The President is involved in all contracts or agreements that may be negotiated for the benefit of the RMA.
- B. The Vice-President shall act on behalf of the President in his/her absence.
- C. The Secretary has custody of the Association's Constitution and the By-Laws and all other records and documents of the Association. He/she shall keep an accurate record of the meetings and activities of the Association, and shall transmit same to the successor in the office.
- D. The Treasurer receives and disburses, with the approval of the Association, all Association funds, pays all debts as they become due, and keeps an accurate account of all financial transactions. The Treasurer shall make financial reports to the Board of Directors on a monthly basis, and to the Association upon request, but no less than bi-annually. He/she shall prepare a balanced budget for the membership at year's end, and transmit the accounts and any undistributed funds to the successor in office by December 31<sup>st</sup> of the current year. He/she shall file the non-profit tax return by March of each year.

- E. The Sergeants-At-Arms are responsible for the orderly behavior of the members, and enforces the orders of the President at the meetings.

### ARTICLE XIII

#### PROCEDURE FOR REMOVAL FROM OFFICE:

- A. Should an officer be found in breach of the Code of Ethics set forth by the Board of REALTORS<sup>®</sup>, convicted of a felony charge, absent from the meetings for a protracted and unreasonable period of time, display conduct detrimental to the Association, or in violation of the Constitution and By-Laws of RMA, that officer shall be subject to removal from office by a two-thirds vote of the Board of Directors and Advisory Council.

### ARTICLE XIV

#### SUB-COMMITTEES:

- A. Sub-committees shall consist of, but not be limited to, the following:
  - 1) Facilities, Room Sponsors, Food Sponsors
  - 2) Education
  - 3) Community Service
  - 4) Public Relations
  - 5) Social Events

### ARTICLE XV

#### DISSOLUTION OF THE ASSOCIATION:

- A. In the event of the dissolution of this Association, distribution of any funds after payment of any indebtedness may be made by a refund to its active members, or be donated to a designated community service project as selected by a majority vote of the active members.