

BY LAWS OF THE ALASKA ASSOCIATION OF REALTORS®, INCORPORATED

ARTICLE 1

Names and Objectives

Section 1. The name of the organization shall be: Alaska Association of REALTORS®, Incorporated, hereinafter referred to as the Association.

Section 2. The objectives of this Association shall be to unite local Boards of REALTORS®, here in after referred to as Boards, their members, and Individual REALTOR® Members in the State of Alaska for the purpose of exerting effectively a combined influence upon matters affecting real estate, to elevate the standards of the real estate business throughout the state and the professional conduct of persons engaged therein.

ARTICLE II

Membership

Section 1 Membership: The members of this Association shall consist of eight classes: (1) Member Boards, (2) Board Members, (3) Individual REALTOR®Members, (4) Institute Affiliate Members, (5) Affiliate Members, (6) Honorary Members, (7) Public Service Members and (8) Life Members. Board Members and Individual REALTOR® Members shall be active Members of the Association.

Section 2. A member Board shall be any board within the State of Alaska, all Active Members of which hold membership in this Association and in the NATIONAL ASSOCIATION OF REALTORS®.

Section 3. A Board Member shall be any Active Member of a Member Board as herein before defined.

Section 4. A REALTOR® Member shall be any individual engaged in the real estate profession as a principal, partner, corporate officer, or branch office manager acting on behalf of the firm's principal(s), and licensed or certified individuals affiliated with said REALTOR® Member whose place of business is located in an area outside the jurisdiction of any Member Board who meets the qualifications for REALTOR® membership established in subsection (a) below. Secondary REALTOR® membership shall also be available to individuals who hold primary membership in a board/association in another state and who desire to obtain direct membership in the state association without holding membership in a local board/association in the state.

- (a) An applicant for REALTOR® Membership who is a sole proprietor, partner, corporate officer, or branch office manager of a real estate firm shall supply evidence satisfactory to the Membership Committee that he is actively engaged in the real estate profession, and maintains a current, valid real estate broker's or salesperson's license or is licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property, has a place of business within the state or a state contiguous thereto (unless a secondary member), has no record of recent or pending bankruptcy*, has no record of

(b) official sanctions involving unprofessional conduct**, agrees to complete a course of instruction covering the Bylaws of the State Association, and the Constitution and Bylaws and Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, and shall pass such reasonable and nondiscriminatory written examination thereon as may be required by the Committee, and shall agree that if elected to membership, he will abide by such Constitution, Bylaws, Rules and Regulations, and Code of Ethics.

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

** No record of official sanctions involving unprofessional conduct is intended to mean that the Association may only consider judgments within the past three (3) years of violations of (1) civil rights laws; (2) real estate license laws; (3) or other laws prohibiting unprofessional conduct against the applicant rendered by the courts or other lawful authorities.

(c) Individuals who are actively engaged in the real estate profession other than as sole proprietors, partners, corporate officers, or branch office managers in order to qualify for REALTOR® Membership, shall at the time of application, be associated either as an employee or as an independent contractor with a Designated REALTOR® Member of the Board or a Designated REALTOR® Member of another Board (if a secondary member) and must maintain a current, valid real estate broker's or salesperson's license or be licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property, shall complete a course of instruction covering the Bylaws of the State Association, and the Constitution and Bylaws and Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, and shall pass such reasonable and nondiscriminatory written examinations thereon as may be required by the Membership Committee and shall agree in writing that if elected to membership he will abide by such Constitution, Bylaws, Rules and Regulations, and the Code of Ethics.

Section 5. Institute Affiliate members shall be individuals who hold a professional designation awarded by an Institute, Society or Council affiliated with the NATIONAL ASSOCIATION OF REALTORS® that addresses a specialty area other than residential brokerage or individuals who otherwise hold a class of membership in such Institute, Society or Council that confers the right to hold office. Any such individual, if otherwise eligible, may elect to hold REALTOR® or REALTOR-ASSOCIATE® membership, subject to payment of applicable dues for such membership. Individuals whose places of business are located in an area outside the jurisdiction of a Member Board of REALTORS® shall be eligible to apply for

Institute Affiliate Membership in the State Association if they meet the requirements as specified above.

Section 6. Affiliate Members shall be real estate owners and other individuals or firms who are Affiliate Members of Member Boards and individuals located within the jurisdiction of the Alaska Association of REALTORS®, but outside of any Member Board’s jurisdiction. All Affiliate Members of Members Boards shall become Affiliate Members of the State Association.

Section 7. Honorary Members. Honorary Members shall be individuals not engaged in the real estate profession who have performed notable service for the real estate profession, for the State Association, or for the public.

Section 8. Public Service Members. Public Service Members shall be individuals who are interested in the real estate profession as employees of or affiliated with educational, public utility, governmental or other similar organizations, but are not engaged in the real estate profession on their own account or in association with an established real estate business who may or may not be a member of a local Board.

Section 9. Life Members. A REALTOR® Member who has held membership in the NATIONAL ASSOCIATION OF REALTORS® for a cumulative period of twenty-five (25) years and upon certification by the Board of Directors, shall be designated a Life Member.

Section 10. The Professional Development Key Work Group shall process the application for Individual REALTOR®Members according to the procedures set forth in the AAR Policy and Procedure Manual.

ARTICLE III

Dues

Section 1. The annual dues of each Member Board as defined in Article II of the Bylaws shall be an amount equal to (1) \$185.00 times the number of REALTOR® Members who hold membership in the Board, plus (2) \$185.00 times the number of real estate salespersons or appraisers employed by or affiliated as independent contractors with REALTOR® Members of the Board who are not themselves REALTORS®. In calculating the dues payable by a member Board, non-members, as defined in the preceding sentence, shall not be included in the computation of dues if dues have been paid in another Board in the State, provided the Board notifies the State Association in writing of the identity of the Board to which dues have been remitted.

Section 2. The annual dues of each individual REALTOR® Member actively engaged in the real estate business from areas not within the jurisdiction of a Member Board shall be (1) \$185.00 plus amount equal to (2) \$185.00 times the number of real estate salesperson, or persons who are licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property, who (a) are employed by or affiliated as independent contractors with such REALTOR members and (b) are not REALTORS, provided, however, that if two or more REALTORS are principals of the same firm, partnership, or corporation, then only that REALTOR designated from time to time in writing (the “designated” REALTOR) by the firm, partnership, or corporation shall be required to pay that portion of the dues which is computed on the basis of real estate salespersons, or persons who are certified appraisers, employed by or affiliated as independent contractors with such firm, partnership, or corporation, and the dues of

the remaining REALTORS® who are principals of such firm, partnership, or corporation shall be \$185.00. (3) The dues of \$185.00 for REALTOR® members other than the designated REALTORS®.

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

Membership dues shall be prorated for any licensee included on a certification form submitted to the association who during the same calendar year applies for REALTOR® or REALTOR-ASSOCIATE® membership in the association. However, membership dues shall not be prorated if the licensee held REALTOR® or REALTOR-ASSOCIATE® membership during the preceding calendar year.

Section 3. The annual dues of each REALTOR® member holding secondary membership directly in the state association shall be \$185.00. The annual dues of each Institute Affiliate member shall be established in Article II of the Bylaws of the National Association of REALTORS®.

Section 4. Upon payment to the Alaska Association of REALTORS® of the dues required under Section 1, 2, 3 and 4 of this Article, each REALTOR® and Affiliate Member of Member Board within the State, and each individual REALTOR® and Institute Affiliate Member, secondary member from an area not within the jurisdiction of a member Board within the state shall be deemed a REALTOR® or Institute Affiliate Member, as the case may be, in good standing with the Alaska Association of REALTORS®. Upon payment of dues required under any other Section of this Article, the Individual making such payment shall be deemed a Member as designated in good standing of the Alaska Association of REALTORS®.

Section 5. The annual dues of each Affiliate Member shall be \$25.00

Section 6. The annual dues of each Public Service Member shall be \$25.00

Section 7. A member Board shall have its dues reduced by an amount equal to \$185.00 times the number of REALTOR members who maintain principal places of business within the jurisdiction of another member Board or an unassigned territory, providing (1) State Association dues are paid by the member Board having jurisdiction of the Member, and (2) the member has notified in writing, or in any form required by the State Association, and each Member Board of which he is a member, as to the Member Board paying State Association dues computed on the basis of his membership in said Member Board.

Section 8. Each Member Board shall pay their respective annual dues, by March 1 of applicable year. Initial dues for new members shall be payable by the Member Board prorated on a monthly basis. At least quarterly, the Member Board shall report to the Association the names, addresses and firms of REALTORS®, Institute Affiliates, Affiliate Members, and other

classes of Members, dropped or enrolled during the preceding quarter. Non-Members shall be accounted for in the above report. Any Member Board or other Member delinquent in payment of dues by more than sixty (60) days may be dropped from membership in the Association by the Board of Directors.

Section 9. Notwithstanding anything in this Article to the contrary, the dues payable by a Member Board to the Alaska Association of REALTORS® shall be reduced by the amount equal to \$185.00 times the number of life members who are members of the Board.

Section 10. Annual dues may be established by the Board of Directors at a regular meeting, provided that changes in the dues amount require a 2/3 vote by all Directors. Dues established by the Board of Directors shall become effective January 1 of the succeeding year.

ARTICLE IV

Officers

Section 1. The Officers of the Association shall be a President, President-Elect, a Vice President, a Secretary/Treasurer. In the absence of the President, the President-Elect shall perform his duties. The President-Elect selected at the annual meeting by a vote of the membership will be the President for the following the year served as President-Elect. All Officers shall be members of the Board of Directors. The President shall not be eligible to serve a second successive term.

Section 2. The duties of the Officers shall be such as their titles, by general usage, would indicate and such as may be assigned to them respectively by the Board of Directors from time, and such as are required by law.

Section 3. The Board of Directors may employ an Association Executive and prescribe the function of their office. Directors may also employ such other persons as may be necessary to properly conduct the activities of the Association.

ARTICLE V

Board of Directors

Section 1. The government of the Association shall be vested in a Board of Directors, consisting of the following: (1) the president of each Member Board during the term of office, (2) one Director for each 300 Board members or major fraction thereof above the first 300 in a Board as of the last June 30, selected by the local Board prior to term of office, (3) two Directors elected at large for one-year term (4) the most immediate past President who resides in the State of Alaska and continues active membership in the Association, (5) all Officers of the Association for a one-year term, and (6) NAR Directors.

Section 2. The Board of Directors shall administer the finances of the Association and shall have sole authority to appropriate money and shall approve the annual budget. The accounts of the Association may be audited annually.

Section 3. The Board of Directors shall meet at least two (2) times each year at a date, time and place to be determined by it.

Section 4. The Executive Committee of the Board of Directors shall be composed of the President, President-Elect, Vice President, Treasurer/Secretary and Immediate Past President, plus one member selected by a Board which has achieved two or more Directors on the Board of Directors by virtue of Article V, Section 1. The Executive Committee shall provide for implementation of the Strategic Planning and transact business of an emergency or delegated nature and administer the finances and business of the Association between meetings of the Board of Directors and shall report the substance of such action to the Board of Directors at its next meeting. The Executive Committee may conduct official Association business by telephone conference call. The Executive Committee may retain legal and other professional advisors and fix the terms of compensation there of. A majority of the Executive Committee shall constitute a quorum. This Committee shall make recommendations to the Board of Directors, and shall report such actions in full to the Board of Directors at its next meeting.

Section 5. Special meetings of the Board of Directors may be called at any time upon two-(2) day notice by the President or by any three Directors.

Section 6. A majority of the Directors shall constitute a quorum of the Board of Directors.

Section 7. Vacancies in office or in the Board of Directors shall be filled by the Board of Directors, and the appointees shall serve until the next regular membership meeting at which time the election of officers shall take place in accordance with Article VIII, Section 2.

Section 8. The Association may indemnify a director, officer, or former director or officer of the corporation, or a person who has served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which is a creditor, against expenses actually and reasonably incurred by that person in connection with defense of any action, suit or proceeding, civil or criminal, in which that person is made a party by reason of being or having been a director or officer, except in relation to matters in which that person was adjudged, in the action, suit or proceeding, to be liable for negligence or misconduct in the performance of corporate duties; and to make any other indemnification authorized by the articles of incorporation or bylaws, or resolution adopted after notice by the member entitled to vote.

ARTICLE VI

General Membership Meetings

Section 1. The Association shall hold an annual membership meeting, the date, time and place to be designated by the Board of Directors. The meeting shall be held at the time of the Annual Convention. Board Members and Individual REALTOR® Members present at any

meeting of this Association shall be delegates, entitled to participate fully in all discussions and deliberations.

Section 2. The Association shall hold annually a convention, which shall be open to all members upon payment of a registration fee to be determined by the Board of Directors.

Section 3. The inaugural meeting of the association shall be held at the time and place designated by the Board of Directors.

Section 4. Other meetings may be called by the Board of Directors. Any call for a meeting shall state the purpose, time and place of the meeting, and shall be issued in writing at least ten (10) days in advance.

Section 5. Those voting members present shall constitute a quorum at any membership meeting or convention.

ARTICLE VII Key Work Groups, Committee and Forums

Section 1. The President, subject to the approval of the Board of Directors, shall appoint the Chairmen of the following standing committees and Key Work Groups, the members of which shall serve for one year or as provided for in the Policy and Procedure Manual.

Association Operations Key Work Group
Industry Issues Key Work Group
Grievance (Standing Committee)
Information Management Key Work Group
Professional Development Key Work Group
Professional Standards (Standing Committee)
ARPAC Trustees (Standing Committee)

Section 2. A Director or an Officer may be removed from office in the following manner.

- A. A petition requiring the removal of an Officer or Director and signed by not less than thirty-three and one-third percent (33 1/3%) of the voting Directors shall be filed with the President, or if the President is the subject of the petition, with the next ranking Officer, and shall specifically set forth the reasons the subject thereof is to be removed from future service.
- B. Not less than twenty (20) days nor more than thirty (30) days after the petition is filed, a special meeting of the voting members of the Board of Directors shall be held, and the sole business of the meeting shall be to consider the charges against the Officers or Director who is the subject of the petition and to render a decision on such petition.
- C. Previous notice by mail of the special meeting shall be given to all voting members of the Board of Directors at least ten (10) days prior to the meeting and shall be conducted by the President unless the President's continued service in office is being considered at the meeting. In such case, the next ranking Officer will conduct the meeting. Provided a quorum is present, a two-thirds (2/3) vote of the Directors present and voting by written ballot shall be required for removal from the Board.

Section 3. Key Work Groups will function as follows: 1) determine and implement programs and services to further the Association's purpose and strategic plan within assigned plan objectives, and 2) prepare a budget for such programs and services. The Key Work Groups Chairman may appoint committees, task forces, or work groups of Key Work Groups. Members of said areas may be selected without limitation unless otherwise provided for in these bylaws. The President shall be ex-officio member of all Key Work Groups.

Section 4. Committees and Key Work Groups shall have such duties as their titles indicate. And as further provided in the AAR Policies and Procedures Manual and as the Board of Directors may assign.

Section 5. The President, with the approval of the Board of Directors, may appoint such other committees and Task Forces as deemed advisable. The President shall be ex-officio member of all committees.

Section 6. Key Work Groups shall have such duties and authority as stated in Sections 1 and 3 of the article and as may be assigned to them by the President, Executive Committee, and/or Board of Directors from time to time.

Section 7. At least fifty percent (50%) of the Key Work Group, Committee or Task Force members shall constitute a quorum.

Section 8. The duties of the Grievance Committee shall be outlined in the AAR Policies and Procedures Manual and the NAR Code of Ethics and Arbitration Manual.

Section 9. The duties of the Professional Standards Committee shall be outlined in the AAR Policy and Procedures Manual and the NAR Code of Ethics and Arbitration Manual.

Section 10. There shall be RPAC Trustees who shall be otherwise governed by their bylaws.

Section 11. The Association Executive Forum shall consist of each Board's Executive Officer, other paid professional staff and the AAR Association Executive.

ARTICLE VIII

Election of Officers

Section 1. The election of Directors, established under Article V, Section 1, Item 3 and 5, shall be held at the annual membership meeting of the Association. Election of nominees for National Director shall be held at the annual membership meeting one (1) year in advance of their term of office.

Section 2. No less than two months before the annual membership meeting, the names of the members of the Credentials Committee shall be distributed to the Member Boards and the Individual REALTOR® Members by the Secretary. The Credential Committee Chairman will be the immediate past president of the Association and the members will be the current local board presidents. The next available Past President will serve as chairman in the absence of the

appointed Chairman. If the local president is not available, the President-Elect will serve in their place.

Section 3. All applications from candidates must be received by the Credentials Committee 21 days prior to the election. The Credentials Committee Report shall be distributed to each active member fourteen (14) days prior, and delivered to the floor of the annual meeting and elections prior to the annual membership meeting. If the current President-Elect was selected at the prior annual meeting by vote of the membership, he or she shall serve as President the succeeding year. Final applications to the Credentials Committee for a position on the Board of Directors must be filed with the Chairman, by noon on the last business day immediately preceding the annual meeting and elections. These names will be added to the ballots as write in candidates.

Section 4. Only REALTOR® Members shall be eligible to hold office in the Association, provided, however, that any person holding the elective office in the Association shall have been a REALTOR member for at least two (2) years prior to his or her term taking effect on the Alaska Association Board of Directors. All eligible candidates must have served as either an Officer or Director for a minimum of one year on the local board and be a member in good standing prior to serving on the Alaska Association Board of Directors.

Section 5. In the event a Director or Officer should be elected or appointed to an additional position which would also seat him or her on the Board of Directors, the Board of Directors shall elect a Director to maintain the established total number of Officers and Directors on the board.

Section 6. The delegate body shall elect the Directors in accordance with Section 1 of this Article. The Directors shall elect the Officer from the Board of Directors in a meeting to be called immediately following the annual membership meeting. (Directors are requested to follow the consensus of the delegate body in electing Officers but are not bound to do so.)

ARTICLE IX

Delegate Body

Section 1. Voting shall be by Board Members and Individual REALTOR® Members at all Membership Meetings or Conventions of the Association.

Section 2. No votes by proxy will be accepted.

ARTICLE X

Fiscal Year

Section 1. The fiscal year and elective year of the Association shall be the calendar year.

ARTICLE XI

Code of Ethics

Section 1. The Code of Ethics of the NATIONAL ASSOCIATION of REALTORS® is adopted as the Code of Ethics of the Association and shall be considered a part of its Rules and Regulations, and the Code of Ethics and the Rules and Regulations of the Association shall, in the future, be deemed to be amended and changed whenever said Code of Ethics is amended or changed by the National Association.

ARTICLE XII

Professional Standards

Section 1. Allegations of ethical violations and contractual disputes between REALTORS® may be submitted to an ethics or arbitration panel at the State Association level under the following circumstance:

- (a) Allegations of unethical conduct by a REALTOR® who is directly a member of the State Association and not a member of any local Board.
- (b) Allegations of unethical conduct by a REALTOR® in the instance in which the local Board, because of size or other valid reason, determines that it cannot provide a due process hearing of the matter and petitions the State Association to conduct a hearing.
- (c) Contractual disputes between REALTORS® who are not Members of the same Board where the matter has been referred to the State Association by both local Boards.
- (d) Contractual disputes between REALTORS® who are direct members of the State Association and not members of any Board.
- (e) Contractual disputes between REALTORS® who does not hold membership in any Board, but directly a member of the State Association, and REALTORS® who is a member of a board.
- (f) Contractual disputes between REALTORS® Members of the same Board where the Board with good and sufficient reason is unable to arbitrate the contractual dispute. (Explanation: This provision is not designed to relieve a local Board of its primary responsibility to resolve differences arising between members of the same Board. The section recognizes that in some Boards with limited membership, usual arbitration procedures may be impossible.)
- (g) Contractual disputes between a customer or a client and a REALTOR® where the board with good and sufficient reason is unable to arbitrate the dispute or the REALTOR is a direct member of the association.

Section 2. A local Board, prior to referring an ethics complaint or arbitration request for review to the state association, should exhaust all efforts to impanel an impartial panel to conduct either the original hearing or the appeal or procedural review. These efforts may include the appointment of knowledgeable members of the Board on an ad hoc basis to serve either on a Hearing Panel or on behalf of the Board of Directors. If, after making all reasonable efforts, the Board still cannot impanel an impartial tribunal, the Board may refer the matter to the state association, and the state association may delegate another board or a regional enforcement facility the authority to hear the case on the behalf of the state association. No Board or regional enforcement facility, however, may be required to accept this delegation of authority. If no other entity is amenable to conducting the review, the state association shall be responsible for conducting the hearing.

Section 3. Professional Standards hearings and the organization and procedures incident thereto shall be governed by the Code of Ethics and Arbitration Manual of the NATIONAL ASSOCIATION of REALTORS®, as from time to time amended, which, by this reference is made a part of these Bylaws.

If a member resigns from the Board or otherwise causes membership to terminate with an ethics complaint pending, that Board of Directors may condition the right of the resigning Membership to reapply for membership upon the applicant certification that he/she will submit to the pending ethics proceeding and will abide by the decision of the hearing panel.

- (a) If a member resigns or otherwise causes membership to terminate, the duty to submit to arbitration continues in effect even after membership lapses or is terminated, provided that the dispute arose while the former member was a REALTOR®.
- (b) The Association also encourages the following statement to be included in the annual dues billing notice to reaffirm the duties of membership and the obligation to arbitrate as established in the Code of Ethics of the National Association of REALTORS®.
“By making my dues payment I hereby acknowledge the REALTOR membership duties to which I agreed when I accepted membership, including my duty to arbitrate disputes as provided in the Code of Ethics of the National Association of REALTORS® and in the governing document of the Alaska Association of REALTORS®.

Section 4. Applicants for REALTOR® membership shall complete an orientation program on the Code of Ethics of not less than two hours and thirty minutes of instructional time. This requirement does not apply to applicants who have completed comparable orientation in another association, provided the membership has been continuous, or that any break in membership is for one year or less. Failure to satisfy the requirement within 90 days of the date of application will result in denial of the membership application.

Section 5. Continuing Member Code of Ethics Training
Effective January 1, 2001 through December 31, 2004 and for successive four year periods thereafter, each REALTOR® member of the association shall be required to complete quadrennial ethics training of not less than two hours and thirty minutes of instructional time. This requirement will be satisfied upon presentation of documentation that the member has completed a course of instruction conducted by this or another association, the State Association of REALTORS®, the NATIONAL ASSOCIATION OF REALTORS®, or any other recognized educational institution or provider which meets the learning objectives and minimum criteria

established by the NATIONAL ASSOCIATION OF REALTORS® from time to time. REALTOR® members who have completed training as a requirement of membership in another association and REALTOR® members who have completed the New Member Code of Ethics Orientation during any four year cycle shall not be required to complete additional ethics training until a new four year cycle commences.

Failure to satisfy this requirement shall be considered a violation of a membership duty for which REALTOR® membership shall be suspended until such time as the training is completed.

Members suspended for failing to meet the requirement for the first four (4)-year cycle (2001 through 2004) will have until December 31, 2005 to meet the requirement. Failure to meet the requirement by that time will result in automatic termination of membership. Failure to meet the requirement for the second (2005 through 2008) cycle and subsequent four (4)-year cycles will result in suspension of membership for the first two months (January and February) of the year following the end of any four (4)-year cycle or until the requirement is met, whichever occurs sooner. On March 1 of that year, the membership of a member who is still suspended as of that date will be automatically terminated.

ARTICLE XIII

Use of the Terms REALTOR®, REALTORS®

Section 1. Use of the terms REALTOR® or REALTORS®, by members, shall at all times be subject to the provisions of the Constitution and Bylaws of the NATIONAL ASSOCIATION of REALTORS® and to the Rules and Regulations prescribed by its Board of Directors. The State Association shall have authority to control, jointly and in full cooperation with the NATIONAL ASSOCIATION of REALTORS®, use of the terms within those areas of Alaska not within the jurisdiction of a Member Board. Any misuse of the terms by members is a violation of a membership duty and may subject members to disciplinary action by the Board of Directors after a hearing as provided for in the association's Code of Ethics and Arbitration Manual.

Section 2. REALTOR® Members of the State Association shall have the privilege of using the terms REALTOR® and REALTORS® in connection with their business so long as they remain REALTOR members in good standing. No other class of members shall have this privilege.

Section 3. An Individual REALTOR® Member of a firm, partnership, corporation or trust may use the terms REALTOR® or REALTORS® only if all of the principals of such firm, partnership, corporation, or trust who are actively engaged in the real estate business are Individual REALTOR® Members.

Section 4. An Institute Affiliate Member shall not use the terms REALTOR® or REALTORS® and shall not use the imprint of the emblem seal of the NATIONAL ASSOCIATION of REALTORS®.

Section 5. A REALTOR® Member who is a principal of a real estate firm, partnership or corporation may use the terms REALTOR® or REALTORS® only if all principals of such firm, partnership or corporation who are actively engaged in the real estate profession within the state are REALTOR® or Institute Affiliate Members.

ARTICLE XIV

Rules of Order

Section 1. Robert's Rules of Order, latest edition, shall be recognized as the authority governing all meetings and conventions when not in conflict with the Bylaws of the Association.

ARTICLE XV

Amendments

Section 1. These Bylaws may be amended at any meeting of the membership by the affirmative vote of two-thirds of the members present and voting, provided that written notice of the substance of any proposed amendment shall first have been sent to each member at least thirty (30) days in advance of the meeting.

Section 2. Amendments to these Bylaws affecting the admission or qualifications of REALTOR® members and Institute Affiliate Members, the use of the terms REALTOR® or REALTORS® or any alteration in the territorial jurisdiction of a Board shall become effective upon the approval of the Board of Directors of the NATIONAL ASSOCIATION of REALTORS®.

Section 3. All Member Boards shall submit all Bylaws changes and revisions to the Alaska Association of REALTORS® for review prior to submission to the NATIONAL ASSOCIATION of REALTORS® for approval.

Section 4. When bylaw amendments are mandated by the National Association of REALTORS® policy, these bylaws may be automatically amended to reflect the mandate as of the effective date of the mandatory policy authorized by the National Association of REALTORS®. The membership will be noticed of the mandated bylaw changes.

ARTICLE XVI

Harassment

Section 1. Any member of the Association may be reprimanded, placed on probation, suspended or expelled for harassment of an Association or MLS employee or Association Officer or Director after an investigation in accordance with the procedures of the Association. As used in this section, harassment means any verbal or physical conduct including threatening or obscene language, unwelcome sexual advances, stalking, actions including strikes, shoves,

kicks, or other similar physical contacts, or threats to do the same, or any other conduct with the purpose or effect of unreasonably interfering with an individual's work performance by creating a hostile, intimidating or offensive work environment. The decision of the appropriate disciplinary action to be taken shall be made by the investigatory team comprised of the President, President-elect and/or Vice President and one member of the Board of Directors selected by the highest ranking officer not named in the complaint, upon consultation with legal counsel for the Association. Disciplinary action may include any sanction authorized in the association's Code of Ethics and Arbitration Manual. If the complaint involves the President, President-Elect or Vice President, they may not participate in the proceedings and shall be replaced by the Immediate Past President or, alternatively, by another member of the Board of Directors selected by the highest ranking officer not named in the complaint.

ARTICLE XVIII

Dissolution

Section 1. Upon the dissolution or winding up of the affairs of the Association, the Board of Directors, after providing for payment of all obligations, shall distribute any remaining assets within its discretion to any other nonprofit and tax exempt organization.