



1 **BYLAWS OF THE SALT LAKE BOARD OF REALTORS®**

2 *Revised February 2024*

3 **ARTICLE I – NAME**

4 Section 1. Name. The name of this organization shall be the Salt Lake Board of REALTORS®, hereinafter referred  
5 to as the “Board”.

6 Section 2. REALTORS®. Inclusion and retention of the Registered Collective Membership Mark REALTORS® in  
7 the name of the Board shall be governed by the Constitution and Bylaws of the NATIONAL ASSOCIATION OF  
8 REALTORS® as from time to time amended.

9 **ARTICLE II – OBJECTIVES**

10 The objectives of the Board are:

11 Section 1. To unite those engaged in the recognized branches of the real estate profession for the purpose of exerting  
12 a beneficial influence upon the profession and related interests.

13 Section 2. To promote and maintain high standards of conduct in the real estate profession as expressed in the Code  
14 of Ethics of the NATIONAL ASSOCIATION OF REALTORS®.

15 Section 3. To provide a unified medium for real estate owners and those engaged in the real estate profession  
16 whereby their interests may be safeguarded and advanced.

17 Section 4. To further the interests of home and other real property ownership.

18 Section 5. To unite those engaged in the real estate profession in this community with the Utah Association of  
19 REALTORS® and the NATIONAL ASSOCIATION OF REALTORS®, thereby furthering their own objectives  
20 throughout the state and nation, and obtaining the benefits and privileges of membership therein.

21 Section 6. To designate, for the benefit of the public, those individuals authorized to use the terms REALTOR® and  
22 REALTORS® as licensed, prescribed, and controlled by the NATIONAL ASSOCIATION OF REALTORS®.

23 **ARTICLE III - JURISDICTION**

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25 Section 1. The territorial jurisdiction of the Board as a Member of the NATIONAL ASSOCIATION OF  
26 REALTORS® is: all of Salt Lake County and that portion of Davis County lying south of the north boundary of the  
27 city of Farmington, Utah.

28 Section 2. Territorial jurisdiction is defined to mean: The right and duty to control the use of the terms REALTOR®  
29 and REALTORS®, subject to the conditions set forth in these Bylaws and those of the NATIONAL  
30 ASSOCIATION OF REALTORS®, in return for which the Board agrees to protect and safeguard the property  
31 rights of the National Association in the terms.

32 **ARTICLE IV - MEMBERSHIP**

33  
34 Section 1. There shall be six classes of Members as follows:

35 (A) REALTOR® Members. REALTOR® members, whether primary or secondary shall be:

- 36 (1) Individuals who, as sole proprietors, partners, corporate officers, or as branch office  
37 managers are engaged actively in the real estate profession, including buying,  
38 selling, exchanging, renting or leasing, managing, appraising for others for  
39 compensation, counseling, building, developing or subdividing real estate, and who  
40 maintain or are associated with an established real estate office in the state of Utah or  
41 a state contiguous thereto. All persons who are partners in a partnership, or all  
42 officers in a corporation who are actively engaged in the real estate profession within  
43 the state or a state contiguous thereto shall qualify for REALTOR® Membership

44 only, and each is required to hold REALTOR® Membership (except as provided in  
45 the following paragraph) in a Board of REALTORS® within the state or a state  
46 contiguous thereto unless otherwise qualified for Institute Affiliate Membership as  
47 described in Section 1 (B) of Article IV.

48 (a) In the case of a real estate firm, partnership, or corporation, whose business  
49 activity is substantially all commercial, only those principals actively engaged in the  
50 real estate business in connection with the same office, or any other offices within  
51 the jurisdiction of the board in which one of the firm’s principals holds REALTOR®  
52 membership, shall be required to hold REALTOR® membership unless otherwise  
53 qualified for Institute Affiliate Membership in Section 1(B) of Article IV.

54 (2) Individuals who are engaged in the real estate profession other than as sole  
55 proprietors, partners, or corporate officers, or as branch office managers, and are  
56 associated with a REALTOR® Member and meet the qualifications set out in Article V.

57 (3) Franchise REALTOR® Membership. Corporate officers (who may be licensed or  
58 unlicensed) of a real estate brokerage franchise organization with at least one hundred  
59 fifty (150) franchisees located within the United States, its insular possessions and the  
60 commonwealth of Puerto Rico, elected to membership pursuant to the provisions in the  
61 NAR Constitution and Bylaws. Such individuals shall enjoy all of the rights, privileges  
62 and obligations of REALTOR® membership (including compliance with the Code of  
63 Ethics) except: obligations related to board mandated education, meeting attendance, or  
64 indoctrination classes or other similar requirements; the right to use the term  
65 REALTOR® in connection with their franchise organization’s name; and the right to  
66 hold elective office in the local board, state association and National Association.

67 (4) Primary and secondary REALTOR® Members. An individual is a primary member if  
68 the Board pays state and National dues based on such Member. An individual is a  
69 secondary Member if state and National dues are remitted through another Board. One of  
70 the principals in a real estate firm must be a Designated REALTOR® member of the  
71 Board in order for licensees affiliated with the firm to select the Board as their “primary”  
72 Board.

73 (5) Designated REALTOR® Members. Each firm (or office in the case of firms with  
74 multiple office locations) shall designate in writing one REALTOR® Member who shall  
75 be responsible for all duties and obligations of Membership including the obligation to  
76 arbitrate pursuant to Article 17 of the Code of Ethics and the payment of Board dues as  
77 established in Article X of the Bylaws. The “Designated REALTOR®” must be a sole  
78 proprietor, partner, corporate officer, or branch manager acting on behalf of the firm’s  
79 principal(s) and must meet all other qualifications for REALTOR® Membership  
80 established in Article V, Section 2, of the Bylaws.

81 (B) Institute Affiliate Members. Institute Affiliate members shall be individuals who hold a  
82 professional designation awarded by an Institute, Society, or Council affiliated with the  
83 NATIONAL ASSOCIATION OF REALTORS® that addresses a specialty area other than  
84 residential brokerage or individuals who otherwise hold a class of membership in such Institute,  
85 Society or Council that confers the right to hold office. Any such individual, if otherwise eligible,  
86 may elect to hold REALTOR® membership, subject to payment of applicable dues for such  
87 membership.

88 (C) Affiliate Members. Affiliate Members shall be individuals or firms who are engaged in a real  
89 estate support service and are in sympathy with the objectives of the Board.

90 (D) Public Service Members. Public Service Members shall be individuals who are interested in  
91 the real estate profession as employees of or affiliated with educational, public utility,  
92 governmental or other similar organizations, but are not engaged in the real estate profession on  
93 their own account or in association with an established real estate business.

94 (E) Honorary Members. Honorary Members shall be individuals not engaged in the real estate  
95 profession who have performed notable service for the real estate profession, for the Board, or for  
96 the public.

97 (F) Student Members. Student Members shall be individuals who are seeking an undergraduate or  
98 graduate degree with a specialization or major in real estate at institutions of higher learning, and  
99 who have completed at least two years of college and at least one college level course in real  
100 estate, but are not engaged in the real estate profession on their own account or not associated with  
101 an established real estate office.

102 Section 2. Inactive Members (Principal). REALTOR® (Principal) An Inactive Member shall be a former  
103 REALTOR® Member in good standing who, following submission of a written request for such status and  
104 approval by the Board of Directors, shall be placed on the inactive roll. Inactive Members shall have such  
105 rights and privileges as the Board of Directors may from time to time prescribe, except the right to vote,  
106 the right to hold elective office and the right to use the designation REALTOR®.

107 (1) The Board Membership of a REALTOR® Member may be placed on an inactive  
108 status for a period not to exceed thirty six months following approval by the Board of  
109 Directors of a written request for such status.

110 (2) Inactive status shall be granted only upon payment of an annual inactive fee which shall be  
111 fixed by the Board of Directors, payment of all outstanding accounts and return of all Board  
112 property in the possession of the member requesting inactive status. If a member is inactive from  
113 the Board for a year or more and has not paid the yearly inactive fee, payment of an application  
114 fee and annual dues will be required to reactivate his/her membership

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## 116 **ARTICLE V - QUALIFICATION AND ELECTION**

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118 Section 1. Application. An application for membership shall be made in such manner and form as may be prescribed  
119 by the Board of Directors and made available to anyone requesting it. The application form shall contain among the  
120 statements to be signed by the applicant (1) that applicant agrees as a condition to membership to thoroughly  
121 familiarize himself/herself with the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, the  
122 Constitutions, Bylaws, and Rules and Regulations of the Board, the State and National Associations, and if elected a  
123 Member, will abide by the Constitutions and Bylaws and Rules and Regulations of the Board, State and National  
124 Associations, and if a REALTOR®, will abide by the Code of Ethics of the NATIONAL ASSOCIATION OF  
125 REALTORS® including the obligation to arbitrate controversies arising out of real estate transactions as specified  
126 by Article 17 of the Code of Ethics, and as further specified in the Code of Ethics and Arbitration Manual of the  
127 NATIONAL ASSOCIATION OF REALTORS®, as from time to time amended; and (2) that applicant consents that  
128 the Board may invite and receive information and comment about applicant from any Member or other persons, and  
129 that applicant agrees that any information and comment furnished to the Board by any person in response to the  
130 invitation shall be conclusively deemed to be privileged and not form the basis of any action for slander, libel, or  
131 defamation of character. The applicant shall, with the form of application, have access to a copy of the Bylaws,  
132 Constitution, Rules and Regulations, and Code of Ethics referred to above.

133

134 Section 2. Qualification.

135 (A) An applicant for REALTOR® Membership who is a sole proprietor, partner, corporate officer, or  
136 branch office manager of a real estate firm shall supply evidence satisfactory to the Chief  
137 Executive Officer that he/she is actively engaged in the real estate profession and maintains a  
138 current, valid real estate broker's or salesperson's license or is licensed or certified by an  
139 appropriate state regulatory agency to engage in the appraisal of real property, has a place of  
140 business within the state or a state contiguous thereto (unless a secondary member), has no record  
141 of recent or pending bankruptcy, has no record of official sanctions involving unprofessional  
142 conduct, agrees to complete a course of instruction covering the Bylaws and Rules and  
143 Regulations of the Board, the Bylaws of the State Association, and the Constitution and Bylaws  
144 and Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, and shall pass such  
145 reasonable and nondiscriminatory written examination thereon as may be required and shall agree  
146 that if elected to membership, he/she will abide by such Constitution, Bylaws, Rules and  
147 Regulations, and Code of Ethics.

148 NOTE 1. Article IV, Section 2, of the NAR Bylaws prohibits Member Boards from knowingly  
149 granting REALTOR® membership to any applicant who has an unfulfilled sanction pending  
150 which was imposed by another Board or Association of REALTORS® for violation of the Code  
151 of Ethics.

152 (B) Individuals who are actively engaged in the real estate profession other than as principals,  
153 partners, corporate officers, or branch office manager in order to qualify for REALTOR®  
154 Membership, shall at the time of application, be associated either as an employee or as an  
155 independent contractor with a Designated REALTOR® Member of the Board or a Designated  
156 REALTOR® Member of another Board (if a secondary member) and must maintain a current,  
157 valid real estate broker's or salesperson's license or be licensed or certified by an appropriate state  
158 regulatory agency to engage in the appraisal of real property, have no record of official sanction  
159 involving unprofessional conduct, shall complete a course of instruction covering the Bylaws and  
160 Rules and Regulations of the Board, the Bylaws of the State Association, and the Constitution and  
161 Bylaws and Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® and shall pass  
162 such reasonable and nondiscriminatory written examinations thereon as may be required and shall  
163 agree in writing that if elected to membership he/she will abide by the Code of Ethics of the  
164 NATIONAL ASSOCIATION OF REALTORS®, and by the Constitution, Bylaws, and Rules and  
165 Regulations of the local Board, State Association, and the National Association.

166 (C) The Board will also consider the following in determining an applicant's qualifications for  
167 REALTOR® membership:

168 (1) All final findings of Code of Ethics violations and violations of other membership  
169 duties in any other association within the past three years.

170 (2) Pending ethics complaints (or hearings).

171 (3) Unsatisfied discipline pending.

172 (4) Pending arbitration requests (or hearings).

173 (5) Unpaid arbitration awards or unpaid financial obligations to any other association or  
174 association MLS.

175 (6) Any misuse of the term REALTOR® or REALTORS® in the name of the  
176 applicant's firm

177 (7) No record of official sanctions involving unprofessional conduct

178 NO RECENT OR PENDING BANKRUPTCY is intended to mean that the applicant or any real estate firm in  
179 which the applicant is a sole proprietor, general partner, corporate officer, or branch manager is not involved in any  
180 pending bankruptcy or insolvency proceedings or, has not been adjudged bankrupt in the past three years. If a  
181 bankruptcy proceeding as described above exists, membership may not be rejected unless the Board establishes that  
182 its interests and those of its members and the public could not be adequately protected by requiring that the bankrupt  
183 applicant pay cash in advance for applicable Board fees for up to one year from the date that membership is  
184 approved or from the date that the applicant is discharged from bankruptcy (whichever is later). In the event that an  
185 existing member initiates bankruptcy proceedings, the member may be placed on a “cash basis” from the date that  
186 bankruptcy is initiated until one year from the date that the member has been discharged from bankruptcy.

187 NO RECORD OF OFFICIAL SANCTIONS INVOLVING UNPROFESSIONAL CONDUCT is intended to mean  
188 that the Board may only consider judgments within the past three years of violations of (1) civil rights laws, (2) real  
189 estate license laws, or (3) other laws prohibiting unprofessional conduct against the applicant rendered by the courts  
190 or other lawful authorities.

191 “Provisional” membership may be granted in instances where ethics complaints or arbitration  
192 requests (or hearings) are pending in other associations or where the applicant for membership has  
193 unsatisfied discipline pending in another association (except for violations of the Code of Ethics;  
194 See Article V, Section 2(A) NOTE 1) provided all other qualifications for membership have been  
195 satisfied. Associations may reconsider the membership status of such individuals when all pending  
196 ethics and arbitration matters (and related discipline) have been resolved or if such matters are not  
197 resolved within six months from the date that provisional membership is approved. Provisional  
198 members shall be considered REALTORS® and shall be subject to all of the same privileges and  
199 obligations of REALTOR® membership. If a member resigns from another association with an  
200 ethics complaint or arbitration request pending, the association may condition membership on the  
201 applicant’s certification that he/she will submit to the pending ethics or arbitration proceeding (in  
202 accordance with the established procedures of the association to which the applicant has made  
203 application) and will abide by the decision of the hearing panel.

204 Section 3. Election. The procedure for election to membership shall be as follows:

205 (A) The Chief Executive Officer shall determine whether the applicant is applying for the  
206 appropriate class of membership.

207 (B) The Chief Executive Officer shall notify the Board of Directors of all applications for  
208 membership.

209 (C) The Board of Directors shall review the qualifications of the applicant at the next regularly  
210 scheduled Board of Directors meeting and then vote on the applicant’s eligibility for membership.  
211 If the applicant receives a majority vote of the Board of Directors, he/she shall be declared elected  
212 to membership and shall be advised by written notice.

213 (D) The Board of Directors may not reject an application without providing the applicant with  
214 advance notice of the findings, an opportunity to appear before the Board of Directors, to call  
215 witnesses on his/her behalf, to be represented by counsel, and to make such statements as he/she  
216 deems relevant. The Board of Directors may also have counsel present. The Board of Directors  
217 shall require that written minutes be made of any hearing before it or may electronically or  
218 mechanically record the proceedings.

219 (E) If the Board of Directors determines that the application should be rejected, it shall record its  
220 reasons with the Chief Executive Officer. If the Board of Directors believes that denial of  
221 membership to the applicant may become the basis of litigation and a claim of damage by the  
222 applicant, it may specify that denial shall become effective upon entry in a suit by the Board for a  
223 declaratory judgment by a court of competent jurisdiction of a final judgment declaring that the  
224 rejection violates no rights of the applicant.

225 Section 4. Status Changes.

226 (A) A REALTOR® who changes the conditions under which he/she holds membership shall be  
227 required to provide written notification to the Board within thirty days. A REALTOR® (Non  
228 Principal) who becomes a Principal in the firm with which he/she has been licensed or,  
229 alternatively, becomes a principal in a new firm which will be comprised of REALTOR®  
230 Principals may be required to satisfy any previously unsatisfied membership requirements  
231 applicable to REALTOR® (Principal) Members but shall, during the period of transition from one  
232 status of membership to another, be subject to all of the privileges and obligations of a  
233 REALTOR® (Principal). If the REALTOR® (Non Principal) does not satisfy the requirements  
234 established in these Bylaws for the category of membership to which they have transferred within  
235 thirty days of the date they advised the Board of their change in status, his/her new membership  
236 application will terminate automatically unless otherwise so directed by the Board of Directors.

237 (B) Any application fee related to a change in membership status shall be reduced by an amount  
238 equal to any application fee previously paid by the applicant.

239 (C) Dues shall be prorated from the first day of the month in which the member is notified of  
240 election by the Board of Directors and shall be based on the new membership status for the  
241 remainder of the year.

242 (D) A REALTOR® who is transferring his/her license from one firm comprised of REALTOR®  
243 principals to another firm comprised of REALTOR® principals shall be subject to all of the  
244 privileges and obligations of membership during the period of transition. If the transfer is not  
245 completed within thirty days of the date the board is advised of the disaffiliation with the current  
246 firm, membership will terminate automatically unless otherwise so directed by the Board of  
247 Directors.

248 Section 5. Transfer of Membership (Principal REALTOR®). Membership in the Salt Lake Board of  
249 REALTORS® shall be non-transferable. However, said membership shall not be deemed to have been  
250 transferred and thereby terminated by the passing of control, by sale, inheritance, or gift from the person or  
251 persons controlling the membership to a partner in a partnership, principal in a corporation, or to a father,  
252 mother, wife, son or daughter, and who have met requirements for membership as detailed in Article V  
253 Section 1 of these Bylaws.

254 Section 6. New Member Code of Ethics Orientation. Applicants for REALTOR® membership and  
255 provisional REALTOR® Members (where applicable) shall complete an orientation program on the Code  
256 of Ethics of not less than two hours and thirty minutes of instructional time. This requirement does not  
257 apply to applicants for REALTOR® membership or provisional members who have completed comparable  
258 orientation in another association, provided that REALTOR® membership has been continuous, or that any  
259 break in membership is for one year or less. *Failure to satisfy this requirement within sixty days of the date  
260 of application (or alternatively, the date that provisional membership was granted), will result in denial of  
261 the membership application or termination of provisional membership and the forfeiture of any dues and  
262 application fee paid.*

263 NOTE: Orientation programs must meet the learning objectives and minimum criteria established from  
264 time to time by the NATIONAL ASSOCIATION OF REALTORS®.

265 Section 7. Continuing Member Code of Ethics Training: *Effective January 1, 2019, through December 31,*  
266 *2021 and for successive three year periods thereafter, each REALTOR® member of the association (with the*  
267 *exception of REALTOR® members granted REALTOR® Emeritus status by the National Association) shall be*  
268 *required to complete ethics training of not less than two (2) hours and thirty (30) minutes of instructional time. This*  
269 *requirement will be satisfied upon presentation of documentation that the member has completed a*  
270 *course of instruction conducted by this or another REALTOR® association, the State Association of REALTORS®,*  
271 *or the NATIONAL ASSOCIATION OF REALTORS®, which meets the learning objectives and minimum criteria*

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

276  
277 Failure to satisfy the required periodic ethics training shall be considered a violation of a membership duty. Failure  
278 to meet the requirement in any three year cycle will result in suspension of membership for the first two months  
279 (January and February) of the year following the end of any three year cycle or until the requirement is met,  
280 whichever occurs sooner. On March 1 of that year, the membership of a member who is still suspended as of that  
281 date will be automatically terminated.

282

## 283 **ARTICLE VI - PRIVILEGES AND OBLIGATIONS**

284 Section 1. The privileges and obligations of Members, in addition to those otherwise provided in these  
285 Bylaws, shall be specified in this Article.

286 Section 2. Any Member of the Board may be reprimanded, fined, placed on probation, suspended, or  
287 expelled by the Board of Directors for a violation of these Bylaws and Board Rules and Regulations not  
288 inconsistent with these Bylaws, after a hearing as provided in the Code of Ethics and Arbitration Manual of  
289 the Board. Although Members other than REALTORS® are not subject to the Code of Ethics nor its  
290 enforcement by the Board, such Members are encouraged to abide by the principles established in the Code  
291 of Ethics of the NATIONAL ASSOCIATION OF REALTORS® and conduct their business and  
292 professional practices accordingly. Further, Members other than REALTORS® may, upon  
293 recommendation by a hearing panel of the Professional Standards Committee, be subject to discipline as  
294 described above, for any conduct, which in the opinion of the Board of Directors, applied on a  
295 nondiscriminatory basis, reflects adversely on the terms REALTOR® or REALTORS®, and the real estate  
296 industry, or for conduct that is inconsistent with or adverse to the objectives and purposes of the local  
297 Board, the State Association, and the NATIONAL ASSOCIATION OF REALTORS®.

298 Section 3. Any REALTOR® Member of the Board may be disciplined by the Board of Directors for  
299 violations of the Code of Ethics or other duties of membership, after a hearing as described in the Code of  
300 Ethics and Arbitration Manual of the Board, provided that the discipline imposed is consistent with the  
301 discipline authorized by the Professional Standards Committee of the NATIONAL ASSOCIATION OF  
302 REALTORS® as set forth in the Code of Ethics and Arbitration Manual of the National Association.

303 Section 4. Resignations of Members shall become effective when notice is received in writing by the  
304 Board, provided, however, that if any Member submitting the resignation is indebted to the Board for dues,  
305 fees, fines, or other assessments of the Board or any of its services, departments, divisions, or subsidiaries,  
306 the Board may condition the right of the resigning Member to reapply for membership upon payment in full  
307 of all such monies owed.

308 Section 5. If a Member resigns from the Board or otherwise causes membership to terminate with an ethics  
309 complaint pending, the Board of Directors may condition the right of the resigning Member to reapply for  
310 membership upon the applicant's certification that he/she will submit to the pending ethics proceeding and  
311 will abide by the decision of the hearing panel;

312 (A) If a Member resigns or otherwise causes membership to terminate, the duty to submit to arbitration  
313 continues in effect even after membership lapses or is terminated, provided that the dispute arose while the  
314 former member was a REALTOR®.

315 Section 6. REALTOR® Members.

316 (A) REALTOR® Members, whether primary or secondary, in good standing are entitled to vote, and to be  
317 eligible to hold elective office in the Board, and may use the term Realtor®. For purposes of this section,  
318 the term “good standing” means the member satisfies the “Obligations of REALTOR® Members,” is  
319 current with all financial and disciplinary obligations to the Board and MLS, has completed any new  
320 member requirements, and complies with NAR’s trademark rules.

321 (B) REALTOR® Members may use the terms REALTOR® and REALTORS®, which use shall  
322 be subject to the provisions of Article VIII.

323 (C) REALTOR® Members have the primary responsibility to safeguard and promote the  
324 standards, interests, and welfare of the Board and the real estate profession.

325 (D) If a REALTOR® Member is a principal in a firm, partnership, or corporation and is suspended  
326 or expelled, the firm, partnership, or corporation shall not use the terms REALTOR® or  
327 REALTORS® in connection with its business during the period of suspension, or until  
328 readmission to REALTOR® Membership, or unless connection of the disciplined member with  
329 the firm, partnership, or corporation is severed, whichever may apply. The membership of all other  
330 principals, partners, or corporate officers shall suspend or terminate during the period of  
331 suspension of the disciplined Member, or until readmission of the disciplined Member, or unless  
332 connection of the disciplined Member with the firm, partnership, or corporation is severed,  
333 whichever may apply. Further, the membership of REALTORS® other than principals who are  
334 employed by or affiliated as independent contractors with the disciplined Member shall suspend or  
335 terminate during the period of suspension of the disciplined Member or until readmission of the  
336 disciplined Member or until connection of the disciplined Member with the firm, partnership, or  
337 corporation is severed, or unless the REALTOR® Member (Non Principal) elects to sever his  
338 connection with the REALTOR® and affiliate with another REALTOR® Member in good  
339 standing in the Board, whichever may apply. If a REALTOR® Member who is other than a  
340 Principal in a firm, partnership, or corporation is suspended or expelled, the use of the terms  
341 REALTOR® or REALTORS® by the firm, partnership, or corporation shall not be affected.

342 (E) In any action taken against a REALTOR® Member for suspension or expulsion under Section  
343 6(D) hereof, notice of such action shall be given to all REALTORS® employed by or affiliated as  
344 independent contractors with such REALTOR® Member and they shall be advised that the  
345 provisions in Article VI, Section 6(D) shall apply.

346 Section 7. Institute Affiliate Members. Institute Affiliate Members shall have rights and privileges and be  
347 subject to obligations prescribed by the Board of Directors consistent with the Constitution and Bylaws of  
348 the NATIONAL ASSOCIATION OF REALTORS®.

349 NOTE: Local Associations establish the rights and privileges to be conferred on Institute Affiliate  
350 Members except that no Institute Affiliate Member may be granted the right to use the term REALTOR®  
351 or the REALTOR® logo; to serve as President of the local association or to be a Participant in the local  
352 association’s Multiple Listing Service.

353 Section 8. Affiliate Members. Affiliate Members shall have rights and privileges and be subject to  
354 obligations prescribed by the Board of Directors.

355 Section 9. Public Service Members. Public Service Members shall have rights and privileges and be subject  
356 to obligations prescribed by the Board of Directors.

357 Section 10. Honorary Members. Honorary Members shall have only the right to attend meetings and  
358 participate in discussions.

359 Section 11. Student Members. Student Members shall have rights and privileges and be subject to  
360 obligations prescribed by the Board of Directors.



361 Section 12. Certification by REALTOR®. Once each year, at a time designated by the Board of Directors,  
362 the Designated REALTOR® Members of the Board shall certify to the Board on a form provided by the  
363 Board, a complete listing of all individuals licensed or certified in the REALTOR®'s office(s) and shall  
364 designate a primary Board for each individual who holds membership. Designated REALTORS® shall also  
365 identify any non-member licensees in the REALTOR®'s office(s) and if Designated REALTOR® dues  
366 have been paid to another Board based on said non-member licensees, the Designated REALTOR® shall  
367 identify the Board to which dues have been remitted. These declarations shall be used for purposes of  
368 calculating dues under Article X, Section 2(A) of the Bylaws. Designated REALTOR® Members shall also  
369 notify the Board of any additional individual(s) licensed or certified with the firm(s) within thirty days of  
370 the date of affiliation or severance of the individual. Any broker who fails to notify the Board of an  
371 individual(s) licensed or certified with his/her firm within thirty days of the date of affiliation or severance  
372 of the individual, as required by this Section, will be assessed a fine as determined annually by the Board of  
373 Directors for each unreported licensee. Failure to pay this fine will be treated under the provisions of  
374 ARTICLE X, Section 4, of these Bylaws. Any broker who fails to provide the annual certification by the  
375 due date will be assessed a fine as determined annually by the Board of Directors.

376 Section 13. Harassment. Any member of the association may be reprimanded, placed on probation,  
377 suspended or expelled for harassment of an association or MLS employee or association Officer or Director  
378 after an investigation in accordance with the procedures of the association. As used in this Section,  
379 harassment means any verbal or physical conduct including threatening or obscene language, unwelcome  
380 sexual advances, stalking, actions including strikes, shoves, kicks, or other similar physical contact, or  
381 threats to do the same, or any other conduct with the purpose or effect of unreasonably interfering with an  
382 individual's work performance by creating a hostile, intimidating or offensive work environment. The  
383 decision of the appropriate disciplinary action to be taken shall be made by the investigatory team  
384 comprised of the President, President-elect and/or Vice President and one member of the Board of  
385 Directors selected by the highest ranking officer not named in the complaint, upon consultation with legal  
386 counsel for the association. Disciplinary action may include any sanction authorized in the association's  
387 Code of Ethics and Arbitration Manual. If the complaint names the President, President-Elect or Vice  
388 President, they may not participate in the proceedings and shall be replaced by the Immediate Past  
389 President or, alternatively, by another member of the Board of Directors selected by the highest ranking  
390 officer not named in the complaint.

391 Section 14 - Optional Lock Box Security System Privileges

392  
393 In the event that REALTOR® members and their affiliated licensees (and licensed or certified appraisers)  
394 participate in the lock box security system provided by the Board, he/she agrees to use it as intended. The lock  
395 box security system, with its key privileges, is intended only for the showing, appraisal and marketing of homes  
396 in the normal course of real estate brokerage and appraisal in Utah. Lock box keys may only be used by their  
397 owner. Any misuse of the lock box security system may result in a fine of up to \$5,000 or expulsion from the  
398 Salt Lake Board of REALTORS® (if applicable) as determined by its Board of Directors. (Revised per NAR  
399 2.25.15)

## 400 **ARTICLE VII- PROFESSIONAL STANDARDS AND ARBITRATION**

401 Section 1. Code of Ethics and Arbitration Manual of the NATIONAL ASSOCIATION OF REALTORS®.  
402 The responsibility of the Board and of Board Members relating to the enforcement of the Code of Ethics,  
403 the disciplining of Members, and the arbitration of disputes, and the organization and procedures incident  
404 thereto, shall be governed by the Code of Ethics and Arbitration Manual of the NATIONAL  
405 ASSOCIATION OF REALTORS®, as amended from time to time, which is by this reference incorporated  
406 into these Bylaws, provided, however, that any provision deemed inconsistent with state law shall be  
407 deleted or amended to comply with state law.

408 Section 2. Duty and Responsibility of Every REALTOR®. It shall be the duty and responsibility of every  
409 REALTOR® Member of this Board to safeguard and promote the standards, interests, and welfare of the  
410 Board and the real estate profession, and to protect against conduct that may cause a lack of public

411 confidence in the real estate profession or in REALTORS®. REALTOR® members also must abide by the  
412 governing documents and policies of the Board, the State Association, and the NATIONAL  
413 ASSOCIATION OF REALTORS®, as well as the Code of Ethics of the NATIONAL ASSOCIATION OF  
414 REALTORS®, including the duty to arbitrate controversies arising out of real estate transactions as  
415 specified by Article 17 of the Code of Ethics, and in accordance with the procedures set forth in the Code  
416 of Ethics and Arbitration Manual.

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

421 Section 3. Cooperative Professional Standards Enforcement Agreement. The Board and Board members are  
422 also responsible for the enforcement of the Code of Ethics, the disciplining of members, the arbitration of  
423 disputes, and the organization and procedures incident thereto, consistent with the Cooperative Professional  
424 Standards Enforcement Agreement entered into by the Board, which by this reference is made a part of  
425 these Bylaws.

## 426 **ARTICLE VIII- USE OF THE TERMS REALTOR® AND REALTORS®**

427 Section 1. Use of the terms REALTOR® and REALTORS® by Members shall, at all times, be subject to  
428 the provisions of the Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS® and  
429 to the Rules and Regulations prescribed by its Board of Directors. The Board shall have the authority to  
430 control, jointly and in full cooperation with the NATIONAL ASSOCIATION OF REALTORS®, use of the  
431 terms within its jurisdiction. Any misuse of the terms by members is a violation of a membership duty and  
432 may subject members to disciplinary action by the Board of Directors after a hearing as provided for in the  
433 association’s Code of Ethics and Arbitration Manual.

434 Section 2. REALTOR® Members of the Board shall have the privilege of using the terms REALTOR®  
435 and REALTORS® in connection with their places of business within the state or a state contiguous thereto  
436 so long as they remain REALTOR® Members in good standing. No other class of Members shall have this  
437 privilege.

438 Section 3. A REALTOR® Member who is a Principal of a real estate firm, partnership, or corporation may  
439 use the terms REALTOR® and REALTORS® only if all the Principals of such firm, partnership, or  
440 corporation who are actively engaged in the real estate profession within the state or a state contiguous  
441 thereto are REALTOR® Members of the Board or Institute Affiliate Members as described in Section 1(B)  
442 of Article IV.

443 (A) In the case of a REALTOR® Member who is a principal of a real estate firm, partnership, or  
444 corporation whose business activity is substantially all commercial, the right to use the term REALTOR®  
445 or REALTORS® shall be limited to the office locations in which a principal, partner, corporate officer, or  
446 branch office manager of the firm, partnership, or corporation holds the REALTOR® membership. If a  
447 firm, partnership, or corporation operates additional places of business in which no principal, partner,  
448 corporate officer, or branch office manager holds REALTOR® membership, the term REALTOR® or  
449 REALTORS® may not be used in any reference to those additional places of business.

450 Section 4. Institute Affiliate Members shall not use the terms REALTOR® or REALTORS®, nor the  
451 imprint of the emblem seal of the NATIONAL ASSOCIATION OF REALTORS®.

## 452 **ARTICLE IX - STATE AND NATIONAL MEMBERSHIPS**

453 Section 1. The Board shall be a Member of the NATIONAL ASSOCIATION OF REALTORS® and the  
454 Utah Association of REALTORS®. By reason of the Board’s Membership, each REALTOR® Member of  
455 the Member Board shall be entitled to membership in the NATIONAL ASSOCIATION OF REALTORS®

456 and the Utah Association of REALTORS® without further payment of dues. The Board shall continue as a  
457 Member of the State and National Associations, unless by a majority vote of all of its REALTOR®  
458 Members, decision is made to withdraw, in which case the State and National Associations shall be notified  
459 at least one month in advance of the date designated for the termination of such membership.

460 Section 2. The Board recognizes the exclusive property rights of the NATIONAL ASSOCIATION OF  
461 REALTORS® in the terms REALTOR® and REALTORS®. The Board shall discontinue use of the terms  
462 in any form in its name upon ceasing to be a Member of the National Association, or upon a determination  
463 by the Board of Directors of the National Association that it has violated the conditions imposed upon the  
464 terms.

465 Section 3. The Board adopts the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®  
466 and agrees to enforce the Code among its REALTORS®. The Board and all of its Members agree to abide  
467 by the Constitution, Bylaws, Rules and Regulations, and policies of the National Association and the  
468 UTAH ASSOCIATION OF REALTORS®.

## 469 **ARTICLE X MEMBER DUES, ASSESSMENTS AND COMMUNICATION**

470 Section 1. Application Fee. The Board of Directors may adopt an application fee for REALTOR®  
471 Membership in a reasonable amount, not exceeding three times the amount of the annual dues for  
472 REALTOR® Membership, which shall be required to accompany each application for REALTOR®  
473 Membership and which shall become the property of the Board upon final approval of the application.

474 Section 2. Dues. The annual dues of Members shall be as follows:

475 (A) REALTOR® Members: The annual dues of each Designated REALTOR® Member shall be  
476 in such amount as established annually by the Board of Directors, plus an additional amount  
477 to be established annually by the Board of Directors times the number of real estate  
478 salespersons and licensed or certified appraisers who (1) are employed by or affiliated as  
479 independent contractors, or who are otherwise directly or indirectly licensed with such  
480 REALTOR® Member and (2) are not REALTOR® Members of any Board in the state or a  
481 state contiguous thereto or Institute Affiliate Members of a Board. In calculating the dues  
482 payable to the Board by a Designated REALTOR® Member, non-member licensees as  
483 defined in Section 2(A) (1) and (2) of this -paragraph shall not be included in the computation  
484 of dues if the Designated REALTOR® has paid dues based on said non-member licensees in  
485 another Board in the state or a state contiguous thereto, provided the Designated REALTOR®  
486 notifies the Board in writing of the identity of the Board to which dues have been remitted. In  
487 the case of a Designated REALTOR® Member in a firm, partnership, or corporation whose  
488 business activity is substantially all commercial, any assessments for non-member licensees  
489 shall be limited to licensees affiliated with the Designated REALTOR® (as defined in (1)  
490 and (2) of this paragraph) in the office where the Designated REALTOR® holds membership,  
491 and any other offices of the firm located within the jurisdiction of this board.

492 (1) For the purpose of this Section, a REALTOR® Member of a Member Board shall be held  
493 to be any Member who has a place or places of business within the state or a state  
494 contiguous thereto and who, as a principal, partner, corporate officer, or branch office  
495 manager of a real estate firm, partnership, or corporation, is actively engaged in the real  
496 estate profession as defined in Article III, Section I, of the Constitution of the  
497 NATIONAL ASSOCIATION OF REALTORS®. An individual shall be deemed to be  
498 licensed with a REALTOR® if the license of the individual is held by the REALTOR®,  
499 or by any broker who is licensed with the REALTOR®, or by any entity in which the  
500 REALTOR® has a direct or indirect ownership interest and which is engaged in other  
501 aspects of the real estate business (except as provided for in Section 2 (a) (1) hereof)  
502 provided that such licensee is not otherwise included in the computation of dues payable  
503 by the principal, partner, or corporate officer or branch office manager of the entity.

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

514  
515 Membership dues shall be prorated for any licensee included on a certification form  
516 submitted to the association who during the same calendar year applies for REALTOR®  
517 membership in the association. However, membership dues shall not be prorated if the  
518 licensee held REALTOR® membership during the preceding calendar year.

519 (B) REALTOR® Members. The annual dues of REALTOR® Members other than the Designated  
520 REALTOR® shall be in such amount as established annually by the Board of Directors.

521 (C) Institute Affiliate Members. The annual dues of each Institute Affiliate Member shall be  
522 established in Article II of the Bylaws of the NATIONAL ASSOCIATION OF  
523 REALTORS®.

524 NOTE: The Institutes, Societies and Councils of the NATIONAL ASSOCIATION OF  
525 REALTORS® shall be responsible for collecting and remitting dues to the National Association  
526 for Institute Affiliate Members (\$75.00). The National Association shall credit \$25.00 to the  
527 account of a local association for each Institute Affiliate Member whose office address is within  
528 the assigned territorial jurisdiction of that Association, provided, however, if the office location is  
529 also within the territorial jurisdiction of a Commercial Overlay Board (COB), the \$25.00 amount  
530 will be credited to the COB, unless the Institute Affiliate Member directs that the dues be  
531 distributed to the other Board. The National Association shall also credit \$25.00 to the account of  
532 state associations for each Institute Affiliate Member whose office address is located within the  
533 territorial jurisdiction of the state association. Local and state associations may not establish any  
534 additional entrance, initiation fees or dues for Institute Affiliate Members but may provide service  
535 packages to which Institute Affiliate Members may voluntarily subscribe.

536 (D) Affiliate Members. The annual dues of each Affiliate Member shall be in such amount as  
537 established annually by the Board of Directors.

538 (E) Public Service Members. The annual dues of each Public Service Member shall be in such  
539 amount as established annually by the Board of Directors.

540 (F) Honorary Members. Dues payable, if any, shall be in such amount as established annually by  
541 the Board of Directors.

542 (G) Student Members. Dues payable, if any, shall be in such amount as established annually by the  
543 Board of Directors.

### 544 Section 3. Annual Dues Payable

545  
546 The annual dues will be billed on an annual basis as determined by the Board of Directors. If dues are not  
547 paid on or before any deadline set by the Board of Directors, membership shall be automatically terminated  
548 and all Board services shall cease. A terminated member may apply for reinstatement in a manner  
549 prescribed for new applicants by payment of the application fee and unpaid dues.

550  
551 In the event a sales licensee or a licensed or certified appraiser is dropped for nonpayment of annual Board  
552 dues, and the individual remains licensed with the Designated REALTOR®'s firm, the dues obligation of  
553 the Designated REALTOR® (as set forth in Article C, Section 2a) will be increased to reflect the addition  
554 of a non-member licensee. If the Designated REALTOR® does not pay the increased dues by close of  
555 business on the last business day in August or inactivate the terminated licensee by that time, membership  
556 of the Designated REALTOR® will automatically terminate. The Designated REALTOR® may apply for  
557 reinstatement by paying all of his/her outstanding personal dues and by paying the application fee.  
558

559 Because of the current online payment processing and NAR e-commerce procedures with respect to dues  
560 payments, no refunds of dues will be granted, except in cases of extreme hardship. Such refunds will be  
561 determined by the Executive Committee and requests for refund of annual dues must be received in writing  
562 and shall be subject to a \$100 cancelation fee.  
563

564 (A) New Member Dues: Dues for new members shall be computed from the first day of the month in  
565 which a Member is notified of election and shall be prorated for the remainder of the year.

566 Section 4. Nonpayment of Financial Obligations. If prorated dues (other than annual dues, above), fees,  
567 fines, or other assessments including amounts owed to the Board or the Board's Multiple Listing Service  
568 are not paid within one month after the due date, the nonpaying Member is subject to suspension at the  
569 discretion of the Board of Directors. Two months after the due date, membership of the nonpaying Member  
570 may be terminated at the discretion of the Board of Directors. Three months after the due date, membership  
571 of the nonpaying Member shall automatically terminate unless within that time the amount due is paid.  
572 However, no action shall be taken to suspend or expel a Member for nonpayment of disputed amounts until  
573 the accuracy of the amount owed has been confirmed by the Board of Directors. These confirmations shall  
574 occur at the meetings immediately prior to the suspension or termination. A former Member who has had  
575 his/her membership terminated for nonpayment of dues, fees, fines, or other assessments duly levied in  
576 accordance with the provisions of these Bylaws or the provisions of other Rules and Regulations of the  
577 Board or any of its services, departments, divisions or subsidiaries, may apply for reinstatement in a  
578 manner prescribed for new applicants for membership after making payment in full of all accounts due as  
579 of the date of termination.

580 Section 5. Deposit. All monies received by the Board for any purpose shall be deposited to the credit of the  
581 Board in a financial institution or institutions selected by resolution of the Board of Directors.

582 Section 6. Expenditures. The Board of Directors shall monitor the finances of the Board on a regular and  
583 ongoing basis. Capital expenditures in excess of \$25,000 may not be made unless authorized by the Board  
584 of Directors.

585 Section 7. Notice of Dues, Fees, Fines, Assessments, and Other Financial Obligations of Members. All  
586 dues, fees, fines, assessments, or other financial obligations to the Board shall be noticed to the delinquent  
587 Board Member in writing setting forth the amount owed and due date.

588 Section 8. The dues of REALTOR® Members who are REALTOR® Emeriti (as recognized by the  
589 National Association), Past Presidents of the National Association or recipients of the NAR Distinguished  
590 Service Award shall be waived.

591 Section 9. Members agree and authorize the Board to communicate with them by fax, telephone or email  
592 on all business of the Board, unless otherwise required by the Code of Ethics and Arbitration Manual.

## 593 **ARTICLE XI - OFFICERS & DIRECTORS**

594 Section 1. The government of the Board shall be vested in the Board of Directors.

595 Section 2. The Board of Directors shall consist of sixteen REALTOR® members as defined in Articles IV  
596 and V. The sixteen Directors shall be:

597 (A) Eleven REALTOR® Members as defined in Articles IV and V who are elected by the  
598 REALTOR® members of the Board.

599 (1) The process whereby votes shall be cast by the REALTOR® Members of the board to  
600 elect these eleven Directors shall be prescribed by a resolution of the Board of Directors.  
601 This resolution requires a minimum of twelve votes to pass.

602 (2) Directors so elected shall serve a term of four years.

603 (B) Three active REALTOR® Members of the Board from the three real estate brokerage firms  
604 with the greatest number of REALTOR® members in the Board shall be appointed in the  
605 following manner:

606 (1) On June 30<sup>th</sup> of each year, the Chief Executive Officer shall count the total number of  
607 REALTOR® members of the Board in the offices and branch offices affiliated with a  
608 Principal Broker. To be included in the counting, a Branch Office must have a  
609 Designated REALTOR® member of the Board as defined in Article IV Section 1  
610 Subsection (A) (4).

611 (2) The Chief Executive Officer shall present his/her findings to the Board of Directors at  
612 their next regularly scheduled meeting.

613 (3) The Board of Directors shall appoint as a Director the Principal or Branch Broker of  
614 the three firms with the greatest number of REALTOR® members of the Board. The  
615 Principal or Branch Broker shall serve as a Director for a term of one year. The one year  
616 term may be renewed each year and shall not have a term limit. The Principal or Branch  
617 Broker thus appointed must be a REALTOR® member of the Board. The intent of this  
618 section is to encourage the Principal or Branch Broker for the three largest firms to serve.

619 In the event the Principal or Branch Broker is unwilling or unable to serve as a Director  
620 for a term of one year, the Principal or Branch Broker may designate a REALTOR®  
621 Member of the Board (a “Broker Designee”) as defined in Articles IV and V and who is  
622 affiliated with the Principal Broker to serve as a Director for a term of one year. Such one  
623 year term may be renewed at the discretion of the Principal Broker for up to a maximum  
624 of 4 consecutive terms (i.e., 4 years).

625 The Broker Designee must meet the same eligibility and qualification requirements of all  
626 other Directors who run for the Board. Accordingly, any Broker Designee shall be  
627 interviewed by the Nominating Committee at least once at the beginning of their first  
628 term. If the Broker Designee is reappointed for consecutive terms, no further Nominating  
629 Committee interviews will be required.

630 In the event the Broker Designee is not deemed eligible or qualified as determined by the  
631 Nominating Committee, the Principal Broker shall recommend another Designee to be  
632 interviewed by the Nominating Committee. This process shall continue until an eligible  
633 and qualified individual is selected. In the event the Principal Broker is unable, or  
634 unwilling to serve, or elects not to appoint a Broker Designee, or is unable to provide an  
635 eligible and qualified Designee, the next largest brokerage (i.e., by agent count) may fill  
636 this position as described above.

637

- 638 (C) The Immediate Past President who shall serve a term of one year.
- 639 (D) One REALTOR® member of the Board as defined in Articles IV and V whose principal place of  
640 business is in the south Davis County area or is an active member of the Davis County Agents  
641 Association.
- 642
- 643 (1) The Davis County Agents Association shall nominate two candidates for director at one of its  
644 weekly meetings prior to the general board election. The director from the Davis County  
645 Agents Association shall be elected from the two candidates by members of the Board  
646 pursuant to a resolution of the Board of Directors.
- 647 (2) The Director elected from the Davis County Agents Association shall serve a term of four  
648 years.  
649

650 Section 3. No REALTOR® Member elected as a Director may serve more than two consecutive terms on  
651 the Board of Directors. There shall be no more than three Directors from the same firm (Brokerage) on the  
652 Board of Directors at any time  
653

654 Section 4. Eligibility. In order to be eligible to be elected and/or appointed to the Board of Directors, a  
655 REALTOR® shall have been a REALTOR® for a minimum of five years and a member of the Board in  
656 good standing for a minimum of three years, and have served and actively participated on a committee of  
657 the Salt Lake Board of REALTORS®, the Utah Association of REALTORS®, the National Association of  
658 REALTORS® or Utah RealEstate.com for at least two years.

659 Section 5. Nominations

660 (A) The Board of Directors shall select the Nominating Committee which shall include (a) the immediate  
661 past President of the Board who will serve as Chair of the Committee, (b) three members of the Board of  
662 Directors, (c) two members from the list of Committee Chairs/Vice Chairs, and (d) two members at large.  
663 The duty of the Nominating Committee will be to interview and select REALTOR® Members in good  
664 standing pursuant to Section 2 and Section 3 of this Article, for each of the offices of Director expiring at  
665 the end of the present year or in which a vacancy exists due to temporary appointment under Article XI,  
666 Section 5, Subsection (F) of these Bylaws and nominate them at a regular meeting of the Board  
667 membership. At that meeting additional nominations may be made. The Nominating Committee will  
668 reconvene following the annual business meeting and interview all candidates nominated from the floor to  
669 determine their eligibility and qualifications. Within 30 days after the meeting, the names of all nominees  
670 who are found qualified by the Nominating Committee shall be printed on the official ballot and the ballot  
671 shall be delivered to all REALTOR® Members in good standing entitled to vote. The process whereby  
672 votes shall be cast shall be prescribed by a resolution of the Board of Directors. This resolution requires a  
673 minimum of twelve votes to pass.  
674

675 (B) All nominations deemed qualified are to appear on the ballot in alphabetical order and a ballot shall be  
676 delivered to all REALTOR® Members in good standing. A blank space for write-in voting shall be  
677 provided on the ballot in case the member desires to vote for an eligible candidate whose name does not  
678 appear on the ballot.  
679

680 (C) A committee of not less than three nor more than five, which has previously been appointed  
681 by the President and approved by the Board of Directors, shall meet and count the ballots and shall  
682 certify the results to the President and the Chief Executive Officer of the Board. The candidates  
683 for the expiring terms receiving the highest number of votes cast will be declared elected. If any  
684 vacancy or vacancies exist due to temporary appointment under Subsection (F) of these Bylaws,  
685 the person or persons receiving the next highest number of votes shall be declared elected for the  
686 unexpired term or terms then remaining for such office or offices. At any time within seven days  
687 following certification of the ballots, one-fourth of the REALTOR® Members may, by petition,  
688 require a review of the election results by the Board of Directors.

689 (D) The process for determining the outcome in the event of a tie shall be decided by a resolution  
690 of the Board of Directors. This resolution requires a minimum of twelve votes to pass.

691 (E) The President or the Chief Executive Officer will immediately announce the results of the  
692 election to the Board membership.

693 (F) Vacancies by resignation or otherwise in the Board of Directors shall be filled by a vote of the  
694 Board of Directors. Directors so elected shall serve through the end of the year in which they are  
695 appointed or until a new replacement Director is selected by the general membership. At the next  
696 general election, the membership shall elect a replacement Director or Directors for a four year  
697 term

#### 698 Section 6. Resignation of Directors

699 (A) A Director may resign at any time giving written notice of resignation to the Board.

700 (B) A resignation of a Director is effective when the notice is received by the Board unless the  
701 notice specifies a later effective date.

702 (C) The failure to attend a specified number of Board meetings or failure to meet other specified  
703 obligations of Directors shall be effective as a resignation when confirmed by an affirmative  
704 vote of a majority of the Board of Directors then in office.

705

706 Section 7. Removal of Officers and Directors. In the event that an Officer or Director is deemed  
707 to be incapable of fulfilling the duties for which elected, but will not resign from office  
708 voluntarily, the Officer or Director may be removed from office under the following procedure:

709 (A) A petition requiring the removal of an Officer or Director and signed by not less than one-  
710 third of the voting membership or a majority of all Directors shall be filed with the President,  
711 or if the President is the subject of the petition, with the next-ranking officer, and shall  
712 specifically set forth the reasons the individual is deemed to be disqualified from further  
713 service.

714 (B) Upon receipt of the petition, and not less than twenty days nor more than forty-five days  
715 thereafter, a special meeting of the Board of Directors of the Board shall be held, and the sole  
716 business of the meeting shall be to consider the charge against the Officer or Director, and to  
717 render a decision on such petition.

718 (C) The special meeting shall be noticed to all Board of Directors at least ten days prior to the  
719 meeting, and shall be conducted by the President of the Board unless the President's  
720 continued service in office is being considered at the meeting. In such case, the next-ranking  
721 officer will conduct the meeting of the hearing by the Directors. Provided a quorum is present,  
722 a three-fourths vote of Directors present and voting shall be required for removal from office.

#### 723 Section 8. Election of Officers

724 (A) The elected officers of the Salt Lake Board of REALTORS® shall be a President, a President-  
725 Elect, who must be in the second or third year of his/her term as a Director, and who shall serve as  
726 First Vice President, a Second Vice President and a Treasurer for the ensuing year. All elected  
727 officers must have served at least one year as a Director in their current term before they are  
728 eligible to serve in an elected office, unless they are serving in a successive term. In the absence  
729 of unforeseen events, the President-Elect shall succeed to the Presidency the following year,  
730 subject to ratification by the Board of Directors.



731 (B) Immediately following the election of the Board of Directors, the Chief Executive Officer  
732 shall accept applications from elected Directors who wish to be considered for an elected office.  
733 An applicant may apply or be nominated for one office only. As soon as reasonably possible but  
734 prior to the next regularly scheduled Board of Directors meeting, a special meeting of the Board of  
735 Directors shall be held to present the applicants for elected office and to accept further  
736 nominations. Following the special meeting, and at the next regularly scheduled meeting of the  
737 Board of Directors, Officers shall be elected in a manner prescribed by a resolution of the Board of  
738 Directors. This resolution requires a minimum of twelve votes to pass.

739 (C) At a time and place determined by the Board of Directors, the new Officers and Directors  
740 shall take the Oath of Office and assume their positions for the ensuing year, or until their  
741 successors are duly qualified.

742 Section 9. The duties of the officers shall be such as their titles, by general usage, would indicate and  
743 such as may be assigned to them respectively by the Board of Directors from time to time, and such as  
744 that are required by law.

745 Section 10. The Board of Directors may employ an Executive Officer to be known as the Chief  
746 Executive Officer, whose duties and responsibilities shall include those normally considered that of a  
747 Chief Executive Officer unless otherwise designated by the Board of Directors. The salaried personnel  
748 necessary to properly conduct the activities of the Board shall be under the direction of the Chief  
749 Executive Officer unless otherwise specifically designated by the Board of Directors.

750 Section 11. The elected Officers, along with the Chief Executive Officer, as a non-voting member,  
751 shall constitute the Executive Committee of the Board of Directors. This committee shall be  
752 empowered to take actions and transact business of an emergency nature between meetings of the  
753 Board of Directors and shall report such actions and transactions in full to the Board of Directors at its  
754 next scheduled meeting.

755 Section 12. Salaried office personnel shall be bonded in such amounts as the Board of Directors shall  
756 deem necessary, with the cost to be paid by the Board. All Officers, Directors and ex-officio Officers  
757 and Directors shall be defended and indemnified by the Board against all liabilities for actions taken in  
758 the reasonable exercise of their official duties and capacities. Said indemnification shall also include  
759 payment of all attorney's fees and court costs incurred as a result of any lawsuit or claim brought  
760 against them. This indemnification is intended to apply to negligent acts or omissions and all other  
761 conduct not constituting fraud, theft or a willful violation of criminal law.

762 Section 13. UAR DIRECTORS There shall be one REALTOR® member of the Board qualified to  
763 serve as a member of the Board of Directors of the Utah Association of REALTORS® for each 1,000  
764 members of the Board or fraction thereof. Directors will be appointed by the Board of Directors as  
765 prescribed by the UAR Bylaws and each will serve a one year term. The President of the Board shall  
766 serve during his/her term of office and the Chief Executive Officer of the Board shall be a non-voting  
767 member.

768 (A) The UAR Board of Directors meets at regularly scheduled intervals or at the call of the President  
769 of the Utah Association of REALTORS®. Directors will automatically forfeit their directorship if  
770 absent from two meetings in the calendar year without prior notification.

771 Section 14. NAR DIRECTORS.

772 The number of National Directors representing the Board at the NATIONAL ASSOCIATION OF  
773 REALTORS® meetings shall be based on the criteria established by the NATIONAL ASSOCIATION  
774 OF REALTORS®. In order to qualify for selection as a National Director, Board members must have  
775 served on the Board of Directors during the past ten years from the time of selection.

- 776 (A) If the Board is entitled to one NAR Director, the current President will serve a one year term.
- 777 (B) If the Board is entitled to two NAR Directors, the current President and Past President will serve a  
778 one year term.
- 779 (C) If the Board is entitled to three NAR Directors, the current President, Past President and President-  
780 Elect (first Vice President) will serve a one year term.
- 781 (D) If the Board is entitled to four NAR Directors, the current President, Past President, President-  
782 Elect (first Vice President) and past-past President will serve a one year term.
- 783 (E) If the Board is entitled to additional NAR Directors, the member will be appointed by a resolution  
784 of the Directors of the Salt Lake Board of REALTORS®.

## 785 **ARTICLE XII MEETINGS**

786 Section 1. Annual Meetings. The annual membership meeting of the Board shall be held during July of  
787 each year, the date, place, and hour to be designated by the Board of Directors.

788 Section 2. Meetings of Directors. The Board of Directors shall designate a regular time and place of  
789 meetings. Absence from three regular meetings during the fiscal year of the Board without an excuse  
790 deemed valid by the Board of Directors shall be construed as resignation.

791 Section 3. Other Meetings. Meetings of the Members may be held at other times as the President or the  
792 Board of Directors may determine, or upon the written request of at least 5% of the Members eligible  
793 to vote.

794 Section 4. Notice of Meetings. Notice shall be given to every Member entitled to participate in the  
795 meeting at least one week preceding all meetings. If a special meeting is called, it shall be  
796 accompanied by a statement of the purpose of the meeting.

797 Section 5. Quorum. A quorum for the transaction of business at any meeting other than a meeting of  
798 the Executive Committee shall consist of the Members eligible to vote who are in attendance at the  
799 meeting.

800 Section 6. Board of Directors Quorum. A quorum for the transaction of business at a meeting of the  
801 Board of Directors shall be nine.

802 Section 7. Executive Committee. A quorum for the transaction of business at a meeting of the  
803 Executive Committee shall be three voting members of the Executive Committee. All decisions of the  
804 Executive Committee require a minimum of three votes.

## 805 **ARTICLE XIII - COMMITTEES**

806 Section 1. Standing Committees. The following standing committees shall be appointed, function and  
807 fill the responsibilities provided for in these Bylaws.

808 (A) Grievance Committee

809 (B) Professional Standards Committee

810 (C) Governmental Affairs Committee

811 (D) Education Committee

812 Section 2. Special Committees. The President shall appoint, subject to the confirmation of the Board  
813 of Directors, such other special committees as may be deemed necessary.

814 Section 3. Organization. All committees shall be of such size and shall have duties, functions, and  
815 powers as assigned by the President or the Board of Directors except as otherwise provided in these  
816 bylaws.

817 Section 4. Quorum. Except as provided elsewhere in these Bylaws or the Code of Ethics,  
818 Professional Standards and Arbitration Manual, at meetings, whether regular or special, a majority of a  
819 committee shall constitute a quorum except that when a committee consists of more than nine  
820 members, five shall constitute a quorum.

821 Section 5. Meetings. Committees shall meet upon the call of the President or upon the call of the Chair  
822 of the Committee, or at the request of any three members of any Committee. Committee members shall  
823 be given notice of all meetings not less than five days prior to the date set for such meetings.

824 Section 6. Absences. Absences from three regular meetings during the fiscal year of the Board, by any  
825 Committee member, without an excuse deemed valid and so recorded by the Chair of that Committee  
826 shall be considered a resignation and the vacancy shall be filled as herein provided for original  
827 appointees.

828 Section 7. Grievance Committee

829 (A) The Grievance Committee shall consist of at least twelve REALTOR® members in good  
830 standing. Six members shall be appointed each year for a two year term.

831 (B) The Grievance Committee's function is to make only such preliminary evaluation of  
832 complaints or arbitration requests against members as would be required to determine whether the  
833 complaint warrants further consideration by a hearing panel of the Professional Standards  
834 Committee.

835 Section 8. Professional Standards Committee. The Professional Standards Committee shall consist of  
836 at least eighteen REALTOR® members in good standing. Six members will be appointed each year to  
837 a three year term. Members of the Professional Standards Committee shall be selected to serve on  
838 hearing panels as required, to arbitrate disputes and to serve as a hearing panel when required on  
839 matters of alleged unethical conduct.

840 Section 9.. Governmental Affairs Committee. It shall be the duty of this committee to study and make  
841 recommendations on all matters concerning the real estate industry that are before all legislative and  
842 governmental bodies and perform such other duties pertaining to Governmental Affairs as may be  
843 referred to it by the Board of Directors.

844 Section 10. Education Committee. It shall be the duty of this committee to develop, coordinate and  
845 implement educational courses and training programs and to maintain research and educational  
846 material for the members' benefit.

847 Section 11. Special Committees. The duties of any special committees shall be as established and  
848 directed by the Board of Directors.

## 849 **ARTICLE XIV - FISCAL AND ELECTIVE YEAR**

850 The fiscal and elective year of the Board shall be January 1 to December 31.

851 **ARTICLE XV – ROBERT’S RULES OF ORDER**

852 Robert’s Rules of Order, latest edition, shall be recognized as the authority governing the meetings of the Board, its  
853 Board of Directors, and committees, in all instances wherein its provisions do not conflict with these Bylaws.

854 **ARTICLE XVI - AMENDMENTS**

855 Section 1. These Bylaws may be amended in the following manner: A meeting must be called at which the  
856 proposed amendments will be discussed and voted upon. The proposed amendments must be plainly stated  
857 in the call for the meeting. Written notice of meetings at which such amendments are to be considered  
858 must be delivered to every REALTOR® Member not more than thirty days nor less than ten days prior to  
859 the date set for the hearing.

860 Section 2. Amendments to these Bylaws made necessary by mandate of federal, state or local laws,  
861 ordinances, judgements and orders of courts of competent jurisdiction, or at the direction of the  
862 NATIONAL ASSOCIATION OF REALTORS®, may be made upon the recommendation of the Executive  
863 Committee and Board Counsel and with the approval of the Board of Directors without being submitted to  
864 the membership for vote as detailed in Section 1 above. Written notification of all amendments made to  
865 these Bylaws under this section must be given to all Board members within thirty days of such amendment.  
866 This written notice may be given by letter, in the Board magazine, by email, or any combination of these.

867 Section 3. Amendments to these Bylaws affecting the admission or qualification of REALTOR®, Institute  
868 Affiliate Members, the use of the terms REALTOR®, REALTORS®, or any alteration in the territorial  
869 jurisdiction of the Board shall become effective upon their approval as authorized by the Board of Directors  
870 of the National Association of REALTORS®.

871 **ARTICLE XVII - DISSOLUTION**

872 Upon the dissolution or winding up of affairs of this Board, the Board of Directors, after providing for the payment  
873 of all obligations, shall distribute any remaining assets to the Utah Association of REALTORS® or, within its  
874 discretion, to any other non-profit tax exempt organization.

875 **ARTICLE XVIII - MULTIPLE LISTING SERVICE**

876 Section 1. Authority. The Board shall, for the use of its Members ensure that a Multiple Listing Service is  
877 available for their participation.

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

887 Section 3. Governing Documents. The Board of Directors shall make best efforts to ensure that any  
888 Multiple Listing Service made available to its members pursuant to this Article will conform to its  
889 corporate charter, constitution, bylaws, rules, regulations, and policies, practices, and procedures at all  
890 times to the Constitution, Bylaws, Rules, Regulations, and Policies of the NATIONAL ASSOCIATION OF  
891 REALTORS®.

892 Section 4. Participation. Any REALTOR® member of this or any other association who is a principal,  
893 partner, corporate officer, or branch manager acting on behalf of the principal, without further qualification,  
894 shall be eligible to participate in a Multiple Listing upon agreeing in writing to conform to the Rules and

895 Regulations thereof and to pay the costs incidental thereto. However, under no circumstances is any  
896 individual or firm, regardless of membership status, entitled to Multiple Listing Service membership or  
897 participation unless he/she holds a current, valid real estate broker's license and offer or accept  
898 compensation to and from other Participants or is licensed or certified by an appropriate state regulatory  
899 agency to engage in the appraisal of real property. Use of information developed by or published by a  
900 Board Multiple Listing Service is strictly limited to the activities authorized under a Participant's  
901 licensure(s) or certification and unauthorized uses are prohibited. Further, none of the foregoing is intended  
902 to convey participation or membership or any right of access to information developed by or published by a  
903 Board Multiple Listing Service where access to such information is prohibited by law.

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

916 The key is that the participant or potential participant actively endeavors to make or accept offers of  
917 cooperation and compensation with respect to properties of the type that are listed on the MLS in which  
918 participation is sought. This requirement does not permit an MLS to deny participation to a participant or  
919 potential participant that operates a "Virtual Office Website" (VOW) (including a VOW that the participant  
920 uses to refer customers to other participants) if the participant or potential participant actively endeavors to  
921 make or accept offers of cooperation and compensation. An MLS may evaluate whether a participant or  
922 potential participant actively endeavors during the operation of its real estate business to offer or accept  
923 cooperation and compensation only if the MLS has a reasonable basis to believe that the participant or  
924 potential participant is in fact not doing so. The membership requirement shall be applied in a  
925 nondiscriminatory manner to all participants and potential participants.

926 Section 5. Access to Comparable and Statistical Information. Board Members who are actively engaged in  
927 real estate brokerage, management, mortgage financing, appraising, land development, or building, but who  
928 do not participate in the MLS, are nonetheless entitled to receive, by purchase or lease, all information,  
929 other than current listing information, that is generated wholly or in part by the MLS including  
930 "comparable" information, "sold" information, and statistical reports. This information is provided for the  
931 exclusive use of Board Members and individuals affiliated with Board Members who are also engaged in  
932 the real estate business and may not be transmitted, retransmitted, or provided in any manner to any  
933 unauthorized individual, office, or firm except as otherwise specified in the MLS Rules and Regulations.  
934 Board members who receive such information, either as a Board service or through the Board's MLS, are  
935 subject to the applicable provisions of the MLS Rules and Regulations whether they participate in the MLS  
936 or not.

937 Section 6. Subscribers. Subscribers (or users) of the MLS may include non-principal brokers, sales  
938 associates, and licensed and certified appraisers affiliated with Participants. Subscribers also include  
939 affiliated unlicensed administrative and clerical staff, personal assistants, and individuals seeking licensure  
940 or certification as real estate appraisers who are under the direct supervision of an MLS Participant or the  
941 Participant's licensed designee.

## 942 ***Statements of Policy***

### 943 **1. Statements of NAR Membership Policy Related to Implementation of Board of Choice**

944 A. The primary board of affiliation elected by a REALTOR® must be in the state where the REALTOR®  
945 is licensed and maintains his/her principal place of business. Licensees affiliated with a REALTOR® firm  
946 may choose as their “primary” board any board in the state where the firm maintains a “Designated”  
947 REALTOR®.

948 B. Membership shall be available in a secondary board on terms and conditions no more stringent than the  
949 requirements established in the board’s Bylaws for REALTOR® membership. The privileges of  
950 membership shall be the same including the right to vote and hold office. Membership will be granted to  
951 individuals who hold REALTOR® or REALTOR®-ASSOCIATE membership in their primary board  
952 without any requirement that the Designated REALTOR® they are licensed or affiliated with hold  
953 membership in the secondary board. However, MLS services will only be available if the Designated  
954 REALTOR® participates in the MLS. Board dues shall not include a national allocation since NAR dues  
955 have been paid through the member’s primary board. A state allocation may only be included if the  
956 member’s primary board is located in a different state.

957 C. REALTORS® shall be entitled to purchase services from the board without the necessity of holding  
958 membership in the board. Service fees will be determined by the Board of Directors. However, the Board  
959 may require that a REALTOR® (principal) be licensed in the state as a condition of MLS participation.

960 2. Concerning Board of Choice Across State Lines. Members may join a primary board across contiguous state  
961 lines. State association membership would be in the state where primary board membership is held.  
962

963 3. Portability of Membership Records (Files). In order to facilitate timely processing of applications for  
964 membership and to assist in determining an applicant’s qualification for REALTOR® membership, the Board  
965 shall, based on a request from another association, share information about current or former members.  
966 Minimum “core” member information shall include:

967 A. Previous applications for membership.

968 B. All final findings of Code of Ethics violations and violations of other membership duties within the past  
969 three years (when available).

970 C. Pending complaints alleging violations of the Code of Ethics or alleging violations of other membership  
971 duties.

972 D. Incomplete or (pending) disciplinary measures.

973 E. Pending arbitration requests (or hearings).

974 F. Unpaid arbitration awards or unpaid financial obligations to the Board or its MLS. The Board may, at its  
975 discretion, consider information received from other associations when determining whether an applicant  
976 satisfies the Board’s membership requirements as established in the Board’s Bylaws (not to exceed NAR’s  
977 Membership Qualification Criteria).

978 4. Clarification of the Term “Principal”: The term “principal” as used in the NAR Constitution and Bylaws and in  
979 other relevant policies, includes licensed or certified individuals who are sole proprietors, partners in a  
980 partnership, officers or majority shareholders of a corporation, or office managers (including branch managers)  
981 acting on behalf of principals of a real estate firm.  
982

983 5. Secondary Membership in a Board/Association: When a member has joined a primary association and paid  
984 local, state, and national dues, secondary membership may be held in a local association in another state  
985 (provided the applicant meets all of the qualifications for membership) without holding membership in that state  
986 association, or alternatively, secondary membership may be held directly in the state association without  
987 holding membership in a local association in that state.  
988

989 6. Membership Requirements Related to Multiple Office Locations

990 A. When considering an applicant for REALTOR® membership who is a principal in a real estate firm,  
991 associations have an obligation to determine that all of the principals of the real state firm who are actively  
992 engaged in the real estate business in the state are either applying for or already hold REALTOR®  
993 membership (or Institute Affiliate membership, if applicable) in a board or association.

994 B. If an association (local, state or national) is notified by another association that a REALTOR® member  
995 has an office location elsewhere in the state that is not functioning as a “REALTOR®-office” (i.e.,  
996 licensees affiliated with the office are not members or are not accounted for under the DR dues formula)  
997 the association where the REALTOR® holds primary membership shall be responsible, in cooperation with  
998 the state and national associations, for ensuring compliance with applicable membership policies (i.e., that  
999 said licensees hold membership in the REALTOR®’s primary association - or some other association in the  
1000 state where the firm maintains a designated REALTOR® presence - or that dues have been paid to an  
1001 association based on non-member licensees affiliated with the office.

