



OREGON
ASSOCIATION
OF REALTORS®

POLICY MANUAL

Approved by the Board of Directors
April 14, 2017

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Section 1

Oregon Association of REALTORS® Governance Policies

1.1 Rules of the Oregon Association of REALTORS® (OAR or the Association)

An association may adopt or be issued various kinds of rules. Below is a historical narrative concerning rules of the Oregon Association of REALTORS®.

The Oregon Association of REALTORS® was established in 1932 to organize the real estate profession in Oregon. Today, the Association is the REALTORS® real estate business advocate, a force for education and a legislative advocate for free enterprise and private property rights in Oregon.

The Association serves more than 14,000 members in 27 Member Boards/Associations. The Association's core purpose is to advance the ability of REALTOR® members to practice the real estate profession in an ethical, profitable and successful manner.

The Association's Bylaws were adopted and have been amended by the membership at various membership meetings. The last update was in April of 2012.

The Oregon Association of REALTORS® recognizes, in its Bylaws, the latest edition of Robert's Rules of Order as the authority governing all meetings and conferences.

In addition, Association members in regular or special meetings, or the Board of Directors, in a regular or special meeting, may adopt special rules governing their meetings as found necessary to supplement or modify rules provided in Robert's Rules of Order. Special rules supersede any rules in the parliamentary authority with which they may conflict.

Standing rules as outlined in the Policy Manual may also be adopted at any regular or special meeting prescribed above and are rules which relate to the details of the administration of the Association, rather than to parliamentary procedure.

Finally, the Oregon Association of REALTORS® is subject to all provisions of local, state and national law and regulation applying to professional, trade, tax-exempt, non-profit 501(c)(6), corporations.

The following documents pertaining to the rules of the Association are made a part of this Manual or are located at the Association office for review.

- **National Association Rules**
 - Constitution and Bylaws of the National Association of REALTORS®.
 - Code of Ethics of the National Association of REALTORS®.
 - Charter issued by the National Association of REALTORS®.
 - Three Way Agreement among the national, state and member boards.
 - Membership Criteria of the National Association of REALTORS®.
- **Federal Government Rules**
 - Tax-exempt, non-profit 501(c)(6) status letter granted by the US Treasury Dept., IRS.
- **Governing Documents**
 - Articles of Incorporation granted by the Secretary of State, State of Oregon.
 - Bylaws, which provide the foundation for Association governance and are amended by the Board of Directors.

- Oregon Real Estate Forms, LLC, operating agreement.
- Oregon REALTORS® Political Action Committee bylaws.
- NAR Region 12 bylaws.

1.2 Policy Purpose & Formulation

Policy statements establish guidelines and standards for internal association operations. Policies may be recommended to the Executive Committee by any member of the Board of Directors or by the Chief Executive Officer. All policies shall become effective upon adoption by the Executive Committee but are subject to approval by the Board of Directors at the next scheduled Directors meeting. All policy statements shall be reviewed and adopted by the Executive Committee and approved by the Board of Directors each year; however, approved policy statements from one year shall remain in effect until the policy statements for the following year are adopted by the Executive Committee.

1.3 Definitions & Acronyms

Distinctions are quite often obscure between and among such terms as policies, rules, positions, directives, regulations, procedures, practices, et. al. Consequently, the following shall serve as definitions concerning the terms used in this manual and by the Oregon Association of REALTORS® generally:

1. **ACRONYMS:** As used in this Policy Manual, the “Oregon Association of REALTORS®” may also be referred to as “OAR” or “the Association” interchangeably.
 - **AE:** Association Executive, Chief Staff person for Local Board/Association
 - **EO:** Executive Officer, Chief Staff person for Local Board/Association
 - **CEO:** Chief Executive Officer, Chief Staff person of the Oregon Association of REALTORS®
 - **DSA:** Distinguished Service Award
 - **FPC:** Federal Political Coordinator
 - **Local or Member Board/Association:** Refers to the 27 local REALTOR® Boards or Associations
 - **NAR:** The National Association of REALTORS®
 - **OAR:** The Oregon Association of REALTORS®
 - **OREF:** Oregon Real Estate Forms, LLC
 - **ORPAC:** Oregon REALTORS® Political Action Committee
 - **PAG:** Presidential Advisory Group
 - **RPAC:** REALTOR® Political Action Committee
 - **ROTY:** REALTOR® of the Year
2. **ARTICLES OF INCORPORATION** are governed by Oregon statute and dictate certain aspects of non-profit organizations, such as the Oregon Association of REALTORS®.
3. **RULES OF ORDER AND STANDING RULES** are rules governing the operation of the Oregon Association of REALTORS® adopted by the Board of Directors in session with the advice and/or recommendation of staff.
4. **POSITIONS** are descriptive narratives, sometimes including recommendations, outlining the concerns and/or views of the members of the Oregon Association of REALTORS® on current

issues adopted by the Board of Directors in session with the advice and/or recommendation of staff.

5. **PROGRAMS** are descriptions of activities relating to the Oregon Association of REALTORS® adopted by the Board of Directors and/or Executive Committee in session with the advice and/or recommendation of staff.
6. **POLICIES** are general or fundamental principles relating to Association involvement adopted by the members of the Board of Directors or Executive Committee in session with the advice and/or recommendation of staff. They are broad enough to allow latitude in implementation, but narrow enough to give clear guidance.
7. **PROCEDURES** are the detailed explanations, directions or actions to implement adopted Articles of Incorporation, Bylaws, rules, positions, programs and policies selected and applied by staff with the advice and/or recommendation of the President. They address specific directions telling how, by whom and when things are to be done.
8. **BASIC CAPACITIES.** All of the specific real estate services and programs that fall within the scope of one of the four primary functions of the Association (Resources, Education, Advocacy, Legal). The basic capacities will be the ongoing responsibilities assigned to each of the Key Committees.
9. **KEY COMMITTEE.** A Key Committee will address strategies, programs and basic capacities through its own direct action or by the creation of sub-committees, Task Forces or Work Groups to get the work accomplished.
10. **SPECIAL COMMITTEE.** Special Committees are defined by Bylaws in Article VI, appointed for a limited purpose to handle an ongoing issue or program.
11. **SUB-COMMITTEE, TASK FORCE OR WORK GROUP.** A sub-committee, Task Force or Work Group may be appointed by the Executive Committee, a Key Committee or Special Committee Chair to do an in-depth analysis of an issue or program. Membership on a sub-committee, Task Force or Work Group may include members who do not serve on the group to which it reports. Findings or analysis are reported to the group which requested the information. The Committee then decides what action is appropriate from those findings.
12. **PRESIDENTIAL ADVISORY GROUP (PAG).** A small group appointed by the President with a defined beginning and a defined end with a measurable result as its outcome. It will make recommendations to the President and/or the Executive Committee. It is designed to serve as an outreach strategy to include members and non-members who are not involved in the direction of the organization. The President during whose term the PAG is expected to report shall make the appointments to the PAG. Presidential Advisory Groups follow the standard committee procedures within the current Policy Manual, including meeting minutes which document the formation of a Presidential Advisory Group, its purpose, method of selection, regular reporting and final report and process.

Despite careful descriptions and definition, it is not always easy to distinguish between what is a policy-making and policy-administration function. These tend to merge one with the other and what one views as policy-making may be viewed by another as policy-administration. This difficulty can be held to a minimum, however, if everyone involved seeks to follow the distinctions herein.

1.4 Oregon Association of REALTORS® Meetings

All Oregon Association of REALTORS® Board of Directors, Key Committee and Special Committee meetings, with the exception of ORPAC Trustees, Elections, REALTOR® of the Year, Legal Action, Finance Review, and Executive Committee meetings, shall be open to any members who wish to attend. If, during the course of any such open meeting, an issue should arise which requires confidentiality to protect the legitimate goals or interests of the Association, the meeting may be closed to address the confidential issue upon the call for, and majority vote in favor of, closing the meeting.

Members may attend meetings of ORPAC Trustees, Elections, REALTOR® of the Year, Legal Action, Finance Review and the Executive Committee, respectively, only upon receiving the prior approval of the President. Further, members may attend meetings of any Presidential Advisory Group, Work Group or subcommittee appointed through ORPAC Trustees, Elections, REALTOR® of the Year, Legal Action, Finance Review, and the Executive Committee only upon receiving the prior approval of the President. If, during the course of any such meeting during which a member or members have been granted authority by the President to attend, an issue should arise which requires confidentiality to protect the legitimate goals or interests of the Association, the meeting may be closed to address the confidential issue upon the call for, and majority vote in favor of, closing the meeting.

All meetings will be closed to any person who is not a Member, Affiliate Member, Institute Affiliate Member, Honorary Member, REALTOR® Emeritus Member or Association Executive Member as defined in the Bylaws, without first receiving the prior approval of the President to attend.

1.5 Definition and Role of the Board of Directors

The Bylaws of the Oregon Association of REALTORS® defines the Board of Directors as the governing body of the Association. (See Article V of the Association Bylaws)

First and foremost, it is a policy-making body. Policy decisions are those that affect the organization as a whole, to determine mission, vision, values, goals, and programs on the broadest scale. Operational decisions affecting individual programs, services or people (employees), the efficiency and quality of services and day-to-day operations are the purview of the Chief Executive Officer.

As further defined in the Bylaws, the Board of Directors of the Oregon Association of REALTORS® consists of the following voting members (See Article VII of the Association Bylaws):

- Directors at-large, elected or appointed by each Member Board/Association
- President;
- President-Elect;
- National Association of REALTORS® Directors;
- Past Presidents of the Association who hold active membership in the Association;
- 6 District Vice Presidents
- Chair – Business Issues Key Committee;
- Chair – Government Affairs Key Committee;
- Chair – Political Affairs Key Committee;
- Chair – Professional Development Key Committee; and
- Affiliate Member Director

A basic rule is that the legal entity, rather than the Board of Directors, is the holder of legal power. The powers of the Directors are not inherent in them, but in the Association as such. The principle exists that Directors or trustees exercise the powers of the Association, but do not own it. Thus, the Board of Directors has the power and duty to carry on whatever transactions the Association itself has the power to carry on. The power of the Board of Directors is superior, in ordinary matters, so long as it is exercised lawfully and in lawful transactions.

The Board of Directors is, in essence, the trustee in the literal and legal sense of the term. No matter how the Association is structured or the degree of authority delegated to committees, staff or affiliates, the Board - and therefore the Directors - is ultimately accountable. The Board of Directors holds in trust the principal responsibility for fulfilling the Association's purpose and mission - as well as the legal accountability for its operations.

This does not mean that Directors should fear liability for every Association loss or mishap that may occur; the Oregon Association of REALTORS® Board members are protected from liability for errors of judgment as long as they act reasonably and in good faith, and with the basic interests of the Association as the foremost objective.

Members of the Board of Directors shall have the utmost interests of the Oregon Association of REALTORS® in mind at all times. They shall avoid any contract that may serve their personal interests and should never assume any position that brings their personal interests into conflict or competition with the interests of the Oregon Association of REALTORS®.

Finally, the Board of Directors, as elected officials, has the responsibility to serve the entire industry or profession. As such, every Director has the ability to embarrass or enhance the reputation of the group. Each individual member of the Oregon Association of REALTORS® has an important responsibility to the Association.

1.6 Standing Rules for the Board of Directors

Rule I: Meetings

Section 1: Meetings shall be conducted in accordance with the Bylaws and Standing Rules. Cases not otherwise covered shall be governed by Robert's Rules of Order, Newly Revised Edition.

Section 2: Notices of regular meetings of the Board of Directors shall be communicated to all Directors and Member Board/Association Executives or Elected Secretaries not less than thirty (30) days prior to each scheduled regular meeting.

Section 3: Notices for special meetings of the Board along with the purpose of the meetings shall be communicated to all Directors and Member Board/Association Executives or Elected Secretaries not less than seven (7) days prior to the scheduled meeting.

Rule II: Agendas

Section 1: Meeting agendas shall be prepared by the President and the Chief Executive Officer.

Section 2: Meeting agendas shall be adopted by the Board of Directors.

Rule III: Executive Sessions

Section 1: Only Board/Association members, duly elected non-seated members, the Chief Executive Officer and specified staff may attend Executive sessions unless an exception is granted by the President or a majority of the Board present and voting.

RULE IV: APPEARANCES BEFORE BOARD OF DIRECTORS

Section 1: Anyone, other than Association Directors, wishing to appear before the Executive Committee or the Board of Directors, must have the approval of either the Executive Committee or the President.

RULE V: SPEAKER RECOGNITION

Section 1: Members or Directors wishing to speak shall approach a microphone and be recognized by the chair before addressing the body.

Section 2: Members or Directors shall identify themselves by name and Member Board/Association.

RULE VI: MOTIONS

Section 1: Motions for consideration by the Board of Directors shall be submitted by individual Directors to the chair in writing on a prescribed motion form.

RULE VII: VOTING

Section 1: Only Directors shall be entitled to vote on matters before the body.

Section 2: Unless another form of voting is requested by a Director, voting on matters shall be by voice vote unless a visual confirmation of voter intent is required, at which time votes shall be cast by appropriate visual means. Ballots are necessary for votes on officer and Director elections. If another form of voting is requested by a Director, such form shall follow Robert's Rules of Order, Newly Revised Edition.

Section 3: Board of Director voting on election of officers, Bylaws and annual dues amounts shall be conducted as prescribed in the Bylaws or through Policy.

Section 4: All ballots shall be destroyed at the close of the business meeting after validation by the Elections Committee.

RULE VIII: POLICIES

Section 1: Adopted Policies shall not be in conflict with the Bylaws.

Section 2: Adopted Policies shall be included in the Policy Manual.

RULE IX: MINUTES

Section 1: Minutes shall be kept for all meetings of the Board.

Section 2: The draft minutes of the Board meetings shall be communicated to each Director and Member Board/Association Executive Officer or Elected Secretary within four (4) weeks following a meeting.

Section 3: After the draft minutes are approved at the next regularly scheduled governance meeting, they may be made available for distribution.

Section 4: The draft and official Executive Session minutes shall be maintained and available to the members of the Board only.

RULE X: ATTENDANCE

Section 1: Directors should attend all Board of Directors meetings. However, should a Director be unable to attend, they should contact their local Board/Association so that an alternate Director can be appointed. Local Boards/Associations will be notified upon two consecutive absences by a Director.

RULE XI: AMENDMENTS, DELETIONS, ADDITIONS, OR SUSPENSION

Section 1: These Standing Rules may be amended, deleted, added to or suspended at a regular or special meeting of the Board by a majority vote of those present and voting.

1.7 Compliance Guidelines for the Board of Directors

The members of the Board of Directors of the Oregon Association of REALTORS® acknowledge and accept the scope and extent of our duties as Directors. We have a responsibility to carry out our duties in an honest and businesslike manner and within the scope of our authority, as set forth in the Bylaws and governance policies. As Directors, we must act within the bounds of the authority conferred upon us and with the duty to make and enact informed decisions and policies in the best interests of the Oregon Association of REALTORS® members and its staff. The Board of Directors has adopted Compliance Guidelines (as set forth in the Appendix) and our Directors are expected to adhere to the standards of loyalty, good faith, and the avoidance of conflict of interest that follow.

See Appendix 1.7 for Board of Directors' Compliance form.

1.8 Conflicts of Interest

No member of the Oregon Association of REALTORS® Board of Directors, the Executive Committee or any member of any one of the Key Committees shall engage in discussion of any matter involving a conflict of interest transaction without first disclosing the conflict and obtaining the approval of the majority of the body present. In no event shall the Member cast a vote for or against any matter involving a conflict of interest transaction. A conflict of interest transaction is any proposed business transaction with the Association in which:

- As a result of the transaction with the Association, a Member will or could gain or lose personal financial benefit.
- The Member or the Member's spouse, children or siblings have an ownership interest or voting rights in a business organization directly or indirectly affected by the transaction. An ownership interest is defined as holding an ownership interest of more than 1 percent of the business organization.
- A conflict of interest shall not exist as a result of the normal operations of the Member's local Board/Association.

1.9 Decision Matrix

The Decision Matrix shall be reflective of the Policy Manual and policies; but in areas of conflict within the written policies, the Decision Matrix will govern. Changes to the Decision Matrix are approved by the Board of Directors with recommendations coming from the Executive Committee or the Chief Executive Officer. Any member can request changes to the Decision Matrix through the appropriate Committee and/or the Executive Committee.

See Appendix 1.9 for Decision Matrix.

1.10 Duties & Responsibilities of the President

Function: Serve as Chief Elected Officer of the Association.

Duties and Responsibilities: Within the limits of the Association's Constitution, Bylaws and Policies, the President is responsible for and has commensurate authority:

- To implement the Strategic Plan pursuant to the approved budget.
- To serve as the Chair of the Board of Directors and the Executive Committee and to keep them informed of the condition and on-going operations of the Association.
- To invite the chairmen of ORPAC and Finance Review Committee and incoming newly elected President-Elect to attend meetings of the Executive Committee.
- In concert with the Association's Chief Executive Officer, to represent the Association in contacts with the public, governmental entities, the members, other REALTOR® Associations, allied organizations and the media.
- To direct the work of the Chief Executive Officer as necessary to achieve the goals and policies of the Association.
- To coordinate and participate in an annual written performance review of the Chief Executive Officer.
- To direct the activities of the elected officers of the Association in accordance with their position descriptions.
- To ensure that the policies and programs which further the goals and objectives of the Association are planned, implemented and evaluated.
- To serve as official host of the Association at its social events.
- To serve as an ex-officio member of the Oregon Association of REALTORS® Key Committees pursuant to the Bylaws.
- To monitor Association finances to assure efficient and effective operations.
- To appoint chairmen and members of Association Key and Special Committees and Task Forces, to outline their purpose and duties and to monitor their progress.
- To attend, as a National Director and Voting Delegate, all official meetings of the National Association of REALTORS® and the Northwest Regional Caucus.
- To serve as Oregon's representative on the Region 12 Nominating Committee and to appoint or to serve, on an every-other-year basis, as Oregon's Regional Strategic Planning and Finance Committee member in Region 12.
- To communicate with and assist Member Boards/Associations.
- To assist the President-Elect in his/her smooth transition into the presidency.
- To perform other duties as directed by the Board of Directors and the Executive Committee.

Qualifications

- Must have served or be serving in an elective office or Directorship of a Member Board/Association.
- Must have held the office of President-Elect of the State Association.
- Must be actively engaged in the real estate business and hold an active real estate license from the State of Oregon.

Term: The President is elected for a term of one year and is not eligible to serve a second successive term.

See Appendix 1.10 for the Memorandum of Understanding of Expectations for the position of OAR President form.

1.11 Duties & Responsibilities of the President-Elect

Function: Assist the President and plan for the following year. If the incoming President-Elect is not already a member, the President may invite the incoming President-Elect to attend all Executive Committee meetings held between the incoming President-Elect's election and their subsequent installation. The purpose of the invitation is to offer the incoming President-Elect the opportunity to become familiar with the issues and procedures of the Executive Committee prior to becoming a member of the Committee. The incoming President-Elect shall not vote and may address the Executive Committee during a meeting only at the Executive Committees' invitation.

Duties and Responsibilities: Within the limits of the Association's Constitution, Bylaws and Policies, the President-Elect is responsible for and has commensurate authority:

- To serve as a member of the Board of Directors and as Vice Chair of the Executive Committee.
- To attend all Oregon Association of REALTORS® business meetings and other Association meetings as assigned by the President.
- To attend Board/Association visitations and installations as assigned by the President.
- To attend all official meetings of the National Association of REALTORS® and the Northwest Regional Caucus.
- To serve as an appointed member of the NAR State Leadership Forum.
- To recommend the names of potential Key and Special Committee vice chairmen and members to the President.
- To represent the Oregon Association of REALTORS® at other associations and organizations as assigned by the President.
- To be the spokesperson for the Oregon Association of REALTORS® as assigned by the President.
- To serve as Chair of Strategic Planning Committee to plan appropriate programs and activities for their own presidential term.
- To coordinate planning of programs and activities with the President-Elect designee as necessary to implement the Strategic Plan and promote the smooth transition of leadership.
- To assume the duties and responsibilities of the presidency in the absence or disability of the President.
- To perform other duties as assigned by the President.

Qualifications:

- Must have actively served or be serving in an elective office or Directorship of a Member Board/Association.

- Must be actively engaged in the real estate business and hold an active real estate license from the State of Oregon.
- Must have served as President of his/her local Board/Association of REALTORS®, or as an officer of the National Association of REALTORS®, or any of its Institutes, or have served as a Chair of any Key Committee.
- Must have served as a Director of the State Association.
- Must have served on an Oregon Association of REALTORS® Committee the year prior to taking office or have actively served on a state committee for a minimum of (3) three years of the last (5) five years.

Term: The President-Elect is elected for a term of one year and automatically succeeds to the office of the President.

See Appendix 1.10 for the Memorandum of Understanding of Expectations for the position of OAR President-Elect form.

1.12 Duties of the President-Elect Designee

Function: If the incoming President-Elect (President-Elect Designee) is not a member of the Executive Committee at the time of their election, the President may invite the President-Elect Designee to attend all Executive Committee meetings held between the incoming President-Elect’s election and their subsequent installation. The purpose of the invitation is to offer the incoming President-Elect Designee the opportunity to become familiar with the issues and procedures of the Executive Committee prior to becoming a member of the Committee. The President-Elect Designee shall not vote and may address the Executive Committee during a meeting only at the Executive Committee’s invitation.

1.13 Duties & Responsibilities of the Immediate Past President

Function: Serve as an officer of the Association and as a resource to the succeeding leadership.

Duties and Responsibilities: The Immediate Past President shall:

- Serve as a member of the Board of Directors and Executive Committee.
- Serve as Vice Chair of the Elections Committee.
- Serve and perform other duties as directed by the President.
- Be familiar with all governing documents of the Association and assist in the implementation of the objectives and strategies of the Strategic Plan.
- Serve as a member of the CEO Evaluation Committee.

Term: The Immediate Past President serves in this office in the year immediately following the year served as President.

1.14 Duties & Responsibilities of the District Vice Presidents

Function: Assist the President and represent the Association to their specific District and serve as a conduit of information between the Executive Committee and their District.

Duties and Responsibilities: Within the limits of the Association’s Constitution, Bylaws and Policies, the District Vice-President is responsible for and has commensurate authority:

- To serve as a member of the Board of Directors and of the Executive Committee.

- To attend all Oregon Association of REALTORS® business meetings and other Association meetings as assigned by the President.
- At a minimum, attend at least one meeting or event per year at each local Board/Association in the District.
- To attend Board/Association visitations and installations as assigned by the President.
- To represent the membership of their District. Ensure ongoing communication of actions taken by the Association's Board of Directors and communicate issues from their membership to the Association Board of Directors and/or Executive Committee.
- DVP's will use the DVP Talking Points, created by OAR, to lead discussions when visiting Boards/Associations.
- DVP's will communicate regularly, via email or some other electronic media, with the Presidents and Presidents-Elect of the Boards/Associations in their Districts.
- DVP's lead and facilitate discussion during District Caucuses at Spring and Fall Governance Meetings.
- DVP's lead and facilitate discussion during annual Town Hall meetings in each District.
- To recommend the names of potential Key and Special Committee members to the President.
- To be the spokesperson to the members of their District from the Association as requested by the President.
- To mentor the DVP-Elect during the time between election in April and taking office in November.
- To participate in the development of the Oregon Association of REALTORS® Strategic Plan and budgeting process.
- To perform other duties as assigned by the President.

Elections: While the local Boards/Associations are responsible for electing, through their Presidents, the Vice President of their District, the current DVP and OAR will participate and/or provide guidance in that process in order to ensure consistency. The election process includes the following steps:

- The current DVP will help identify potential future DVP candidates.
- The OAR CEO, or designee, will communicate with each local Board/Association – through the President and Association Executive – six months before their next DVP election.
- No later than December 1 of each year, the OAR CEO, or designee, will communicate with the local Presidents and Association Executives that the current DVP will begin the process of identifying candidates for the DVP positions and that any local President or Association Executive with a potential candidate shall transmit that name to OAR to begin the application and vetting process.
- Once candidates have been identified, OAR will work with the candidates to ensure the proper forms and information are completed and available to the OAR Elections Committee by no later than three weeks prior to the election.
- Once the Elections Committee has verified candidates as meeting the minimum standards for the position, the DVP, the candidate and the local Presidents and Association Executives will be informed of the name(s) of valid candidates.
- The current DVP, working with OAR, will begin to schedule a meeting and/or conference call wherein all local Presidents can participate, discuss, and vote. The election for DVP shall occur no later than March 1 of the elective year.
- If one of the candidates happens to be the current DVP, the OAR CEO, or designee, will coordinate the process without the help of the DVP in question.
- The OAR CEO, or designee, will participate in the meeting and/or conference call to take minutes and answers questions of process, Bylaws, and/or Policies. The OAR CEO, or designee, will in no way take any position on any candidate involved in the election.

- The OAR CEO, or designee, will include the names of DVP's, duly elected by the Presidents of the Boards/Associations within the District, to the agenda of the OAR Board of Directors meeting for approval, as specified in the Bylaws.

Qualifications: Must have actively served or be serving in an elective office or Directorship of a Member Association, or have actively served on one or more Oregon Association of REALTORS® committee(s) for a total of not less than three (3) years out of the last five (5) years.

Must be actively engaged in the real estate business and hold an active real estate license from the State of Oregon.

Term: District Vice Presidents are elected by their respective Districts to serve for terms of two years and cannot serve more than two successive terms in this office. A REALTOR® elected as DVP, but before they officially take office, shall be termed the DVP-elect, and may, at the discretion of the current DVP, serve alongside that DVP for the remainder of the current DVP's term.

Elections shall be held at the discretion of each District; however, elections shall be held no later than March 1. The OAR Board of Directors shall approve the outcome of elections during the Spring Governance Meetings Board Meeting. The DVP will take office, as per Bylaws, on the first day after the last day of the NAR Annual Convention.

See Appendix 1.14 for the Memorandum of Understanding of Expectations for the position of OAR District Vice President form.

1.15 Duties & Responsibilities of a State Director

Function: To establish and review major policy of the Association. This entails legal and fiscal responsibilities to the Association's members.

Duties and Responsibilities: Participate as a member of the governing body of the Association. The Director shall:

- Attend each Board of Directors meeting.
- Attend the bi-annual REALTOR® Day in Salem.
- Be well-informed on the issues. Attend and participate in the conference call prior to governance meetings, the Member/Director Forum and any District briefing sessions prior to the Board of Directors meeting. Then if you feel a motion should be discussed, or if additional information is needed...speak up. Hurriedly passed motions usually do not receive the considerations they deserve. It is better to table a motion than pass one you will later regret.
- The nucleus of an effective organization is the committee system. All Directors are invited and encouraged to attend any open committee meetings as a guest. Closed meetings are identified in the schedule.
- Determine what the members want and need. Talk with your peers and bring their concerns to the attention of the Committees and Board of Directors.
- Support the decisions of the Board of Directors, and serve as a spokesperson to their local Board/Association and general membership of said decisions.
- Familiarize yourself with the official policy and process of the Association. Your statements to members will be viewed as official policy.

- Be positive and constructive in your efforts. Strive to build a stronger Association.
- Guide the industry.
- REPORT BACK TO YOUR LOCAL BOARD/ASSOCIATION!

Qualifications: Must have served or be serving in an elected office or Directorship of a Member Board/Association and must be a member in good standing with the Oregon Association of REALTORS® (i.e., dues are paid and real estate license is active).

Term: Terms of office for Member Board/Association Directors at large shall be determined by the Member Board/Association. By January 1 of each year, the Member Board/Association shall advise the Chief Executive Officer of the names of the Directors at large and the alternate Directors elected or appointed by the Member Board/Association for the upcoming year.

Constituency: All members of the Oregon Association of REALTORS®. Specific concerns of local Board/Association should be considered; however, Director decisions must be made with the welfare of the entire membership in mind.

What Directors Should Know:

- Association Bylaws and Policy
- State Committee purposes and goals
- Policy and program adoption process
- Role of Executive Committee and Staff

Summary: Service on the Board of Directors will have a significant impact on the Association, and Directors personally, if goals are set and kept. As Directors achieve goals, service on the Board of Directors can be one of accomplishment and influence over the future of the Association.

Who do Directors Represent? (Your Voting Responsibilities) Member Board/Association Directors are elected by their local Boards/Associations. They are Directors-at-Large and not bound by any vote cast by the local Board/Association. Directors are free to vote in support of a local Board/Association position, BUT NOT BOUND! Directors must consider the welfare of the entire State above the concerns of the local Board/Association.

Guidelines for Directors:

1. Make hotel reservations promptly after receiving meeting notice.
2. Coordinate travel plans with other Directors.
3. Upon arrival, check in immediately at registration desk.
4. Take time to read all instructions in the packet and familiarize yourself with the layout of the facility.
5. Go through your printed schedule and mark those meetings you want to attend.
6. Put on your name tag and wear it all the time.
7. Don't be embarrassed to ask for help, instructions, directions, etc. Executive Committee members, Committee Chairs, and Staff are experienced, knowledgeable, and glad to help.
8. You can attend any committee meeting unless otherwise noted on the schedule.
9. Always sign an attendance sheet at each committee meeting you attend.
10. Prior to the official Board meeting, attend the Member/Director Forum and/or District Briefing Sessions to acquaint yourself with the motions to be voted on.

11. Attend the entire Board of Directors meeting. Be sure to get signed in on the attendance sheet as you enter the meeting. Sit in the voting section. VOTE!
12. Be prepared to report to your local Board/Association on the State meeting items.
13. Mark your calendar for all governance meetings.

1.16 Duties & Responsibilities of a State Alternate Director

Function: To establish and review major policies of the Association. This entails legal and fiscal responsibilities to the Association's members. Each Member Board/Association may elect or appoint a number of alternate Directors at large to serve equal to their allotted number of state Directors, having full voting rights and privileges only when substituting for a Director at large who has an excused absence from the Member Board/Association. These substitutions can be made up to the time the credentials process is closed prior to each Board/Association meeting. Newly appointed alternate Directors must be declared to the Oregon Association of REALTORS® in writing, at least 7 days prior to a Board of Directors meeting. By January 1 of each year, the Member Board/Association shall advise the Chief Executive Officer of the names of the Directors at large and the alternate Directors elected or appointed by the Member Board/Association for the upcoming year. Member Board/Association alternate Directors shall be authorized to substitute for a Member Board/Association Director at large by written authorization to the Association from the Member Board/Association AE, president or elected secretary.

Duties and Responsibilities: Be responsible for all the duties and responsibilities of the State Director in the event of the State Director's absence, incapacity, or vacancy.

Qualifications: Must be a member in good standing.

Term: By January 1 of each year, the Member Board/Association shall advise the Chief Executive Officer of the names the alternate Directors elected or appointed by the Member Board/Association for the upcoming year. There is no Alternate Affiliate Director.

1.17 Duties & Responsibilities of NAR Directors

Function: Serve as a NAR Director. Support the decisions of the Board of Directors, and serve as a spokesperson to the Oregon Association of REALTORS®, their local Board/Association, and general membership of said decisions.

Duties and Responsibilities: NAR Directors shall participate in and provide reports to the membership through the Board of Directors on all NAR meetings including, but not limited to:

- The Member and Director Update.
- The meeting of the Oregon Association of REALTORS® NAR Directors, if scheduled.
- The Region 12 Caucus.
- The National Association of REALTORS® Board of Directors meeting.
- Capitol Hill Visits during the Midyear Meeting.
- Two NAR Committee meetings of attendee's choice.

Qualifications: NAR Directors-At-Large candidates should:

- Be a member of the Oregon Association of REALTORS® for a minimum of 5 years.
- Have served as a state Director for a minimum of 2 of the immediate past 5 years

- Have served as an Oregon Association of REALTORS® officer, Executive Committee member or as a state committee or key committee member in the immediate past 3 years, or have previously served as an NAR Director.
- Attended at least 2 NAR meetings in the immediate past 3 years.

Term: NAR Directors are elected for a term of three years. NAR Large Board Directors are elected for a term of one year.

See Appendix 1.17 for Expectations for the NAR Directors form.

1.18 Duties & Responsibilities of Federal Political Coordinators (NAR Policy)

The Federal Political Coordinator is a position within the National Association of REALTORS®. A Federal Political Coordinator's (FPC's) most valuable contribution to NAR is the relationship they develop with their Member of Congress. In addition to regular contact with the assigned Member of Congress, there are several specific tasks which are required to fulfill the role of FPC:

1. Respond to All NAR Calls for Action

FPCs are expected to respond to ALL NAR Calls for Action they receive. As NAR's key REALTOR® communicators with Congress, FPCs are looked upon as leaders by their REALTOR® colleagues and should lead by example. After responding to a Call for Action, FPCs should also encourage their fellow REALTORS® to do the same.

2. Advocate on Behalf of all REALTORS® and the REALTOR® Party

The REALTOR® Party is the non-partisan approach to moving forward legislation that is of benefit and value to all REALTORS®. FPCs must be able to remain neutral on the issues and remove their personal bias before advocating on any REALTOR® supported issue 100% of the time.

3. Contact Assigned Member of Congress at Least Once per Quarter and Submit a Field Report

FPCs should have a minimum of four personal contacts with their Member of Congress (or staff) per year (meetings, RPAC check deliveries, etc.). FPCs are encouraged, however, to not limit that number to four and should communicate with their assigned Member of Congress as often as possible. Filing a field report after each meeting alerts NAR lobbying, policy and RPAC staff (if a check delivery was part of the interaction) as well as state government affairs staff that the meeting occurred and follow up may be required.

4. Participate in Training as Required

All FPCs must complete required training either in person or online. Newly appointed FPCs will participate in the semi-annual conference in Washington, DC, and returning veterans can complete their training requirement with various online options. Being familiar with each NAR issue is essential to advocate on behalf of REALTORS® - that issue education will occur in the training modules.

5. Utilize and Deliver All RPAC Contributions in a Timely Manner

FPCs are each allocated In-State Funds that they can use at their discretion to help develop their relationship with their Member of Congress. FPCs are to ensure that these funds are utilized early in the two-year cycle (six-year cycle for Senators). \$1000 is allocated for each Representative and \$2000 for each Senator, per cycle. (These funds are provided by NAR.)

FPCs are also responsible for delivery of additional RPAC checks as approved by the RPAC National Trustees. They should ensure that each check is delivered in a timely manner.

6. Attend each Annual Mid-Year Meeting

FPCs are reimbursed by NAR up to \$1000 for travel expenses incurred to attend the Mid -Year Meeting. Each FPC should make every effort to attend to lead the issue advocacy in their respective Member of Congress' office. This is the most important Federal meeting of the year and FPC participation is vital.

7. Develop a Contact Team

Each FPC should identify REALTORS® in the district that can assist in their duties, and should notify their state RPIC member upon doing so. The FPC should maintain regular communication with the team on the NAR issues and CFAs. The team should be ready to aid the FPC in check deliveries or facilitate a meeting in the FPC's absence if necessary. Members of the team will be viewed as possible replacements for the FPC should the time come to step down.

8. Sign and Return a Pledge Form to NAR

The Pledge is an agreement between the appointed FPC and NAR. By signing the form, the FPC agrees to carry out their duties to the best of their ability and acknowledges they can be removed for failure to fulfill the role.

** FPCs are also encouraged to make a voluntary contribution to RPAC, as a tangible, credible sign of their commitment to NAR's legislative objectives and their understanding of RPAC's importance in achieving those goals. **

1.19 Duties & Responsibilities of the Chief Executive Officer

Function: The Chief Executive Officer (CEO) is responsible for planning, organizing and directing the staff, programs, and activities of the Association to ensure members remain an integral and valuable part of the real estate transaction. The CEO recommends and participates in formulating the vision, mission, values, goals, objectives and related policies of the Association and ensures objectives are achieved. The CEO is responsible to, reports to, works closely with, and supports the President, Board of Directors and the Executive Committee. The CEO has overall responsibility for the effective conduct of Association affairs to meet Association goals.

Duties and Responsibilities:

Board of Directors and Executive Committee Support

- Keep the President, Board of Directors and Executive Committee informed on status of the organization and operations, progress of all programs, and any significant problems or developments affecting the Association and all factors influencing them.
- Counsel the Executive Committee on Association financial matters and direct the preparation of proposed budgets and financial reports.
- Serve as liaison to the Board of Directors and Executive Committee.
- Perform such other general responsibilities as may be delegated by the President, Board of Directors or the Executive Committee.
- Prepare agendas for the Board of Directors meetings and Executive Committee meetings.
- Execute all decisions and implement all policies of the Board of Directors and the Executive Committee, except when the duty to do so is specifically assigned to someone else by the President.

- Attend all meetings of the Board of Directors and Executive Committee as an ex-officio member without a vote.
- Counsel the President regarding appointments of available Association members to various Committees and Task Forces.
- Act as Secretary for the Association by maintaining official minutes of the Board of Directors and Executive Committee and other official meetings of the organization, providing security for all files, legal and historic documents, and membership and mailing lists.
- Serve as liaison to the Oregon Real Estate Agency.

Committee and Member Support

- Provide coordination between the Association staff and the Chairs of all Association Key Committees and Special Committees.
- Counsel and assist the Key Committee chairpersons in developing and implementing programs proposed by their groups.
- Promote membership interest and active participation in Association activities and report the activities of the Association through the communications media of the Association.
- Provide the necessary liaison and staff support to Key Committee chairpersons, and other committees, to enable them to perform their functions properly.
- Ensure the decisions and recommendations of groups and committees are submitted to the Board of Directors and the Executive Committee for approval.
- Develop education programs to advance the professional, technical, and managerial skills of the membership and operate within the budget and program objectives the Board of Directors approves.
- Plan, organize, and direct membership promotion and retention programs and evaluate results to recommend policies, procedures and actions to achieve membership goals.

Staff Management and Operations

- Ensure there is an organizational structure in the Oregon Association of REALTORS® office that responds to the priorities of the Association.
- Implement the general policies established and approved by the Board of Directors and the Executive Committee by developing and following specific policies, procedures and programs for day-to-day operations.
- Direct and coordinate all approved programs, projects and major activities of the Association staff.
- Provide and supervise staff necessary for the successful performance of Association services and functions.
- Be responsible for the hiring, training, reviews, promotions, terminations and morale of the staff within the established budget.
- Execute contracts and commitments as authorized by the Board of Directors or established policies.

Plans and Review

- Review and approve proposals for expenditures or commitments by the Association and submit expenditures to the Executive Committee in accordance with existing policies.
- Plan, formulate and recommend for the approval of the Board of Directors and Executive Committee, basic policies and programs which will further the objectives of the Association, as identified and approved in the strategic plan.
- Review and countersign all accounts payable checks.

- In cooperation with the Executive Committee, develop, recommend, and, upon approval, operate within an annual budget, as from time to time amended and approved by the Board of Directors.
- Ensure all funds, physical assets, and other property of the Association are appropriately safeguarded and administered.
- Arrange and complete annual CPA audit.
- Ensure and maintain the legal and corporate integrity of the Association.

Meeting Coordination

- Responsible for the planning, promotion and administration of all official meetings of the Association.
- Provide necessary staff support for the President to attend official meetings of Member Boards/Associations, National Association of REALTORS[®], and other meetings with allied organizations as required.

Communications

- Coordinate all communications to the general membership and Board/Association AEs, including memos, newsletters, general mailing, news releases, etc., as directed by the President, Board of Directors or the Executive Committee.
- Maintain an effective level of communications throughout the state.

Internal Relationships

- Maintain positive relationships with members of the Association to further enhance the effectiveness of the organization.
- Build and maintain positive, working relationships with, and provide support to, local Boards/Associations and Association Executives, to enhance the effectiveness of the local organizations, which will in turn strengthen the Association.
- Establish such other internal relationships as the Board of Directors or Executive Committee may specify or as the CEO may deem advisable with the concurrence of the President.
- Establish and maintain a positive working relationship with Association Counsel.
- Maintain positive working relationships with staff to enhance the effectiveness of the organization.
- Maintain a positive working relationship with State and National Associations and represent the Oregon Association of REALTORS[®] on committees of the National Association of REALTORS[®], with the concurrence of the Board of Directors.

External Relationships

- Represent the Association in its contacts and dealings with governmental officials, elected officials, and agencies, including lobbying for issues deemed appropriate.
- Establish and maintain relationships with industry, public service organizations and vendors, as desirable or necessary in the best interests of the Association and in conformity with the overall objectives and policies of the organization.
- Maintain positive working relationships with other organizations, both public and private, and see that the position of the Association and its members is enhanced in accordance with the policies and objectives of the Association.
- Plan, coordinate and conduct public relations programs to enhance public acceptance of the industry.

1.20 The Role of a NAR Director vs. NAR Delegate

The terms "Director" and "Delegate" are normally considered to be synonymous terms when, in fact, they are not. A Director has certain obligations of a fiduciary nature to the Association and serves as a member of the governing body. A Delegate, on the other hand, is an individual who is selected through a particular process to cast a vote (weighted by the Bylaws) as a representative of the membership at the Association's general membership meeting (convention). An alternate should be prepared to stand in the shoes of a Delegate in case of absence. The governing body of the NAR is the Board of Directors. Directors-at-large are allocated to each state based on the number of REALTORS® in that state.

Role of the Delegate (NAR Policy)

The following guidelines will explain the role of voting delegates.

Now that you are a Member of the Delegate Body: Welcome to the Delegate Body of the National Association of REALTORS®. The "Delegate Body" is the name commonly used to refer to the group comprised of presidents of member boards or their accredited alternate. As a delegate, you represent every member of your local Board/Association.

Function of the Delegate Body: The duties of the Delegate Body are to vote on the amendments to NAR's Constitution and Code of Ethics. These duties are accomplished at the Delegate Body Meeting held at the REALTORS® Conference & Expo or if the President calls a special meeting.

Preparing for the Delegate Body Meeting: The Delegate Body agenda and the proposed amendments to the NAR Constitution and the Code of Ethics are sent to the member boards 30 days prior to the meeting.

It is important that you read and understand the proposed amendments to NAR's Constitution and Code of Ethics because you will be voting to change the Association's governing documents. There will be a Delegate Body Forum held at the REALTORS® Conference & Expo to educate delegates about the issues.

At the Delegate Body Meeting: Association Executives are allowed to sit next to their delegate during the Delegate Body Meeting, but are not allowed to vote.

There will be check-in stations located outside the meeting room. Upon check-in, each delegate **must** present a picture ID along with the Delegate Body Certification Confirmation.

There will be special check-in stations for delegates casting votes for **multiple boards**. Delegates voting for multiple boards should allow extra time to check into the Delegate Body Meeting.

At check-in, each delegate will receive the following:

- Delegate Body Agenda and Handouts
- Voting Delegate Ribbon
- Voting Ballots

Only **certified** delegates are allowed to vote. A large sign will designate the area reserved for your region. It is important that delegates sit within their respective region.

Voting: A delegate is entitled to cast as many votes as his/her board has REALTOR® and REALTOR-ASSOCIATE® members in good standing as of the NAR designated date. A delegate may not divide

his/her board's votes. **Voting by proxy is not permitted.** Delegates voting for multiple boards/associations will cast votes for each Board/Association separately.

Amendments to NAR's Constitution and the Code of Ethics must be approved by two-thirds vote.

The Delegate Body is an important part of the Association's governing structure. Your participation as a voting delegate assures that members receive representation at the National level.

1.21 NAR Director Voting

Inasmuch as Directors of the NAR are elected by the Board of Directors of the Oregon Association of REALTORS® to act and represent the membership of the state, they should be left to cast their vote(s) according to their conscience.

Therefore, on all matters to be voted upon by the Board of Directors of the NAR, the Board of Directors of the Oregon Association of REALTORS® may take a position on the particular matter. They may only suggest, but never require, that a NAR Director vote the position of the Oregon Association of REALTORS®' Board of Directors.

1.22 NAR Directors

A National Association of REALTORS® Director position is reserved for the state president. All other National Association of REALTORS® Director vacancies shall be filled pursuant to Oregon Association of REALTORS® Bylaws.

1.23 NAR Director Policies & Procedures

NAR Directors Caucus/ Chair

- The NAR Directors from the Oregon Association of REALTORS® shall constitute the NAR Directors Caucus. The Caucus will meet at the two NAR meetings or more often if required by the President.
- The current Oregon Association of REALTORS® President serves as Chair of the Caucus.

NAR Committee/Caucus Service

Each NAR Director shall request to serve on a committee or committees or caucus of the NAR. Requests for committee appointments will be submitted directly to NAR and state recommendations will be submitted by the Oregon Association of REALTORS® CEO in consultation with the Association President and President-Elect.

Attendance at committees/caucuses will be coordinated by the President to assure coverage of as many committees/caucuses as possible and to avoid double coverage. NAR Directors will also be asked to monitor various committee/caucus meetings in the event no other person from the Oregon Association is in attendance. Directors are encouraged to attend as many other committee/caucus meetings as possible since most of the important discussions take place at this level.

Most of the NAR committees/caucuses mail or e-mail information to members in advance of the meetings. Directors should read the information thoroughly, PRIOR to leaving for the NAR meeting. This practice will enable each Director to play an active role at NAR.

NAR Board of Directors Meetings

All NAR Directors must attend the NAR Board of Directors meetings to represent the views of the Oregon Association. Issues to come before the Directors should be studied in advance to assure a knowledgeable vote by each Director. As much as possible, issues will be discussed in the Oregon Association Caucus. Directors should plan to stay for the entire Board Meeting.

Service on a NAR Committee

Each NAR Director may be assigned as a liaison between a similar Oregon Association of REALTORS® and NAR Committee/Caucus. As a liaison, the Director will give a brief update at each of the Committee/Caucus meetings and lead the discussion on matters decided by the NAR Board of Directors that affect the Oregon Association of REALTORS®. Through participation in the Oregon Association of REALTORS® committees, each NAR Director will be better able to represent the membership of the Oregon Association of REALTORS®.

Oregon Association of REALTORS® Board of Directors Meetings

NAR Directors shall attend the scheduled meetings of the Oregon Association of REALTORS® Board of Directors and actively participate in the discussion of issues. The NAR Directors must be able to carry the views of the State Association to NAR.

NAR Region 12 Caucus

The NAR Directors shall attend the Regional Caucus and participate in the discussions. They should be knowledgeable and prepared to discuss the matters that come before the caucus. The purpose of the Region 12 Caucus is:

- To receive an update from Committee/Caucus members and NAR Leadership on issues and programs that are being discussed in the various Committees/Caucuses that will come to the floor of the NAR Board of Directors; and
- To allow the Regional Vice President and the State Presidents to give an update on issues and programs of their respective Associations.

NAR Region 12 Regional Conference

The purpose of the NAR Region 12 Regional Conference is to provide a forum through which the elected leadership and/or staff of NAR can apprise the leadership and/or staff of the state associations and member boards in Region 12 of national and regional issues and activities of interest and importance and to provide networking, education and information of region-wide significance to members and staff. The Region 12 Executive Committee (The current Regional Vice President, Immediate Past RVP, the RVP-elect, the presidents of the five Northwest States -- OR, WA, ID, MT & AK -- and the Presidents-elect of the five Northwest States are full voting members; the Association Executives and all active Past Presidents of NAR from any of the five Northwest States shall be ex-officio, non-voting members of the Executive Committee.) may conduct a conference to be held at a date, time and place to be determined by the Regional Vice President of the Conference Year.

Written Reports

Following each of the NAR meetings, each NAR Director will submit a brief written report of the meetings which they attended. The report should highlight significant points of discussion of that Committee/Caucus as well as referencing or summarizing materials handed out that may be of interest to other Directors or the Oregon Association of REALTORS® staff. Do not include the materials handed out.

The report must be filed with the Oregon Association of REALTORS® staff within fifteen (15) days of the meeting.

Attendance Policy

NAR Directors are required to attend all National Association and Oregon Association of REALTORS® meetings. Any Director who misses two (2) or more of the meetings or assigned Committee/Caucus meetings will be contacted by the President and asked if they intend to fulfill their commitment. If appropriate, it may be recommended to the NAR that the Director be removed from office and replaced with another REALTOR® recommended by the President, subject to ratification by the Oregon Association of REALTORS® Board of Directors.

While at the two NAR meetings each Director shall advise the President if he/she is unable to attend the Region 12 Caucus or state caucuses. Requests for an excused absence will be reviewed and approved at the discretion of the President.

Scheduling/Social Expectations

Each NAR Director should schedule their time at NAR meetings to allow attendance at the Oregon Association of REALTORS® Caucus meetings and social events. As representatives of the Oregon Association of REALTORS®, Directors should be on hand to share their views and listen to those of others. Prior to each NAR meeting the Association staff will send a schedule of planned Oregon Association of REALTORS® Caucus meetings and social events to each Director to assist them in scheduling their time. All NAR Directors are expected to participate in hospitality events sponsored by the Oregon Association of REALTORS®.

National Distinguished Service Award Recipients (DSA)

Any REALTOR® from the Oregon Association of REALTORS® who is or becomes a recipient of the NAR Distinguished Service Award (DSA) is automatically a NAR Director for life. The Oregon Association of REALTORS® will pay that person a stipend PROVIDED that he/she participates as a NAR Director and agrees to abide by the policies in effect.

NAR Committee/Caucus Chairs

In the event that a REALTOR® from Oregon Association is appointed to vice chair or chair a NAR Committee/Caucus, they shall receive the same stipend as a NAR Director, provided they agree to perform the same duties as the other NAR Directors.

Stipends

The Oregon Association of REALTORS® provides stipends, via an Accountable Plan as defined by the Internal Revenue Service, to defray part of the expenses of each NAR Director attending the NAR meetings and Region 12 Conference. It is not the intent that the Association pay for all of the expenses of each Director. Details of the Accountable Plan and OAR travel policy are located in Section 3.5.

1.24 OAR Chapters

Any local Board/Association which merged with another Board/Association after May 17, 2014, and becomes a chapter of the merged local Board/Association, and who shall have an At-Large director representing the former local Board/Association jurisdiction, must be verified annually by the new “merged” local Board/Association as providing service to the REALTOR® members in that area.

Section 2

Committee & Task Force Policies

2.1 Key & Special Committees of the Oregon Association of REALTORS® and Length of Terms

The following Key Committees meet a minimum of twice yearly in person at the spring and fall governance meetings. Other meetings as needed are usually scheduled for conference calls. Mileage reimbursement is provided through the annual budget.

- Business Issues Key Committee (one-year terms)
- Government Affairs Key Committee (two-year terms)
- Political Affairs Key Committee (two-year terms)
- Professional Development Key Committee (one-year terms)

The following Special Committees meet as needed, either in person or via conference calls. Mileage reimbursement is provided through the annual budget.

- Elections (two-year terms)
- Oregon REALTORS® Political Action (two-year terms)
- REALTOR® of the Year (one-year terms)
- Legal Action (three-year terms)
- Strategic Planning (includes: six appointed members serving staggered two-year terms)
- My REALTOR® Party (two-year terms)
- Professional Standards (two-year terms)
- Finance Review (two-year terms)
- Association Executives Forum

2.2 Things You Should Know About Committees

- Committees are multi-disciplinary, designed to achieve the Association’s objectives as approved in the strategic plan.
- Committees are program, product, and service oriented.
- Committees have the authority and responsibility to implement current and new programs, products and services within the policies and budget as approved by the Board of Directors.
- Committees are not directly involved with delivery or management of programs, products and services that is the responsibility of staff.
- Committee leadership may appoint, without further approval, Work Groups to advise the Committee or to work on specific assignments under the Committee’s responsibility.
- Committee Work Groups may have as many members as needed and those members may be appointed from the Association membership or from non-members. Work Groups may be of short duration or semi-permanent depending on their assignment.
- Committee Staff Liaisons will have the authority, with the knowledge of the Committee leadership, to appoint Work Groups to advise staff relative to the management of programs, products and services.
- Committee leadership will be required to report to the Executive Committee and Board of Directors at all governance meetings.

2.3 Standing Rules of Committees & Task Forces

RULE I: AUTHORIZATION

Section 1: The Key Committees, Board of Directors or President may authorize Special Committees or Task Forces. However, no Committee or Task Force shall be authorized or appointed which would have the intent of subverting a Member Board/Association function.

Section 2: Committees and Task Forces may be abolished by the authorizing body.

Section 3: The Association's Political Action Committee shall function according to their Bylaws, as may be amended from time to time by such Committee. The Committee shall exclusively control and determine grants for contributions and expenditures, only to the extent of and in full compliance with all applicable government statutes, ordinances and regulations.

RULE II: DUTIES

Section 1: Annually the duties of the Key Committees will be reviewed and approved by the Board of Directors. Each Key Committee will prepare its work plan based on the strategic plan, and submit the plan and budget to the Budget Committee for inclusion in the Association budget, which is then presented to the Executive Committee and Board of Directors for approval at the fall governance meeting. In emergency situations, the President may assign a charge until such time as the Board can consider its approval.

Section 2: Sub-Committees, Task Forces and Work Groups shall receive their duties from the appropriate Committee. Said duty shall not go beyond the parameters of the "parent committee" duties.

RULE III: COMMITTEE RECRUITMENT/TERMS/SELECTION PROCESS

Section 1: RECRUITMENT OF MEMBERS

The Oregon Association of REALTORS® will provide all members with Committee Request Form/Application electronically and at all governance meetings for the following year, with a centrally located "drop box" for turning in requests.

A cutoff date of August 15 will be put on the Committee Request Form/Application to avoid confusion as to when they need to be submitted and the problem with last minute submissions. The Oregon Association of REALTORS® will provide members with Applications for Officer and Director positions along with a description of the position.

COMMITTEE TERMS

Members may serve unlimited terms (with the exception of ORPAC Trustees or other exempt Special Committee) at the discretion of the incoming President. However, the incoming President shall attempt to have at least five (5) new members selected each year.

Members may serve on unlimited numbers of Committees.

COMMITTEE SELECTION PROCESS

- All Committee Request Form/Application must be submitted by August 15.
- Staff will compile the request forms and create a matrix to send to the President-Elect and President-Elect designee.

- Committee matrix will include entire list of those requesting a Committee, and will show their 1st, 2nd, and 3rd choices.
- Staff will only screen Committee applications where individuals are applying for Committees that have restrictions (i.e., ORPAC) and indicate which individuals would not be eligible for that Committee.
- Staff will send to President-Elect and President-Elect designee:
 - Committee Request Matrix
 - A copy of the Committee Roster, with member terms (those with expiring terms will not be included).
 - Minimum number of Committee members for the Committee, along with a recommendation from the staff liaison as to what the top number of members on that Committee should be.
 - Contact information for all incoming Vice Chairs and Chairs.
 - Current Committee rosters showing expiration dates of members.

INVITATIONS TO SERVE ON KEY COMMITTEES WILL BE DISTRIBUTED PRIOR TO FALL GOVERNANCE MEETING

- Staff will prepare and mail letters to members to confirm Committee appointments and their term.
- Staff will send a letter to those NOT selected to serve, to encourage their continued participation at the meetings.
- Staff will send notification to members if they have been asked to serve on Committees that have schedule conflicts during the governance meetings. Members will then be asked to choose the Committee they wish to serve on and respond to staff within 15 days.

COMMUNICATION OF COMMITTEE SELECTIONS

- Staff will distribute the list of Committee rosters to the local Association Executives upon completion.

Section 2: For all appointments, appointee nominations will be solicited from Officers, State Directors, Key Committee Chairs and members, Member Board/Association Presidents, individual members, Affiliate members and Association Executives. Non-Association members may serve on Task Forces.

RULE IV: PARTICIPATION

Section 1: Continuity of Committee membership is desirable whenever possible and the President and President-Elect, in making appointments, shall endeavor to provide continuity.

Each Key Committee shall attempt to have at least one representative from each of the six (6) Association Districts.

Section 2: Chairs of Committees must be REALTOR® Members. Committee members must be REALTOR® members, Institute Affiliate Members, Affiliate Members, or Association Executives.

Section 3: Any Committee Chair or Committee member becoming inactive in the real estate or a real estate-affiliated profession as outlined above or no longer holding REALTOR® membership, shall automatically be disqualified and replaced.

Section 4: Chairs of Committees are encouraged to be an RPAC investor for at least the NAR Fair Share level.

RULE V: COMMUNICATION, REPORTS AND RECOMMENDATIONS

Section 1: Communications from each Committee regarding each Committee's functions, responsibilities and programs shall come from the Committee's Chair or the Chair's delegate. Staff will facilitate such communications and staff will forward copies to elected leadership, when appropriate.

Section 2: Committee reports shall be received as filed or referred back to the Committee as needed.

Section 3: Committee recommendations which include requests for un-appropriated funds shall be submitted to the Executive Committee.

Section 4: Committee recommendations, which include proposed policy changes, shall be reported to the Executive Committee for their recommendation before going on to the Board of Directors. However, the Executive Committee cannot preclude a Committee recommendation from going forward to the Board of Directors for action without an Executive Committee recommendation.

Section 5: Committee recommendations shall be subject to review by the Executive Committee. Recommendations may be considered individually or collectively and will be placed on file, referred back, amended (leaving the original recommendation as a part of the record), adopted or rejected.

RULE VI: FINANCES

Section 1: Committee budget allocations, within the constraints of the annual budget, may be authorized and adjusted by the Executive Committee, provided new line items do not exceed five percent (5%) of the total operating budget and the operating reserves of the Association are not reduced below the prescribed reserve amount, without approval of the Board of Directors.

Section 2: Task Force or Presidential Advisory Group (PAG) appropriations, within the constraints of the annual budget, may be authorized by the President subject to Executive Committee approval at the next meeting.

Section 3: Appropriations and disbursements shall be subject to adopted financial management policies.

Section 4: The Chairs of Committees and Task Forces and the Chief Executive Officer shall be responsible to the Executive Committee and Board of Directors for assuring that the program of their group is carried out within the constraints of their authorized original or adjusted annual appropriation.

RULE VII: MEETING LOGISTICS

Section 1: The Oregon Association of REALTORS® staff will maintain a master calendar of all Association Committee meetings. The calendar will be used when setting meeting dates to avoid overlapping meetings as much as possible.

Section 2: Meeting dates for Governance Meetings will be set sufficiently in advance for Directors to be notified at least thirty (30) days before the meeting. Notice of such meetings will be posted at www.oregonrealtors.org at least 30 days prior to each meeting, except in cases of an emergency as approved by the President.

Section 3: Meeting dates for special committees and Task Forces not held during the semi-annual governance meetings, will be set sufficiently in advance for the members to receive at least two weeks' notice of the meeting.

RULE VIII: OPEN / CLOSED MEETING POLICY: OREGON ASSOCIATION OF REALTORS® MEETINGS - GENERAL

All Oregon Association of REALTORS® Board of Directors, Key Committee and Special Committee meetings, with the exception of ORPAC Trustees, Elections, REALTOR® of the Year, Legal Action, Finance Review, and Executive Committee meetings, shall be open to any members who wish to attend. If, during the course of any such open meeting, an issue should arise which requires confidentiality to protect the legitimate goals or interests of the Association, the meeting may be closed to address the confidential issue upon the call for, and majority vote in favor of, closing the meeting.

Members may attend meetings of ORPAC Trustees, Elections, REALTOR® of the Year, Legal Action, Finance Review and the Executive Committee, respectively, only upon receiving the prior approval of the President. Such approval will be noted in the minutes. Unless a specific committee is referenced, these policies apply to all committees, Work Groups, Task Forces and any other specially appointed group. Further, members may attend meetings of any Presidential advisory group, Work Group or subcommittee appointed through ORPAC Trustees, Elections, REALTOR® of the Year, Legal Action, Finance Review, and the Executive Committee only upon receiving the prior approval of the President. If, during the course of any such meeting during which a member or members have been granted authority by the President to attend, an issue should arise which requires confidentiality to protect the legitimate goals or interests of the Association, the meeting may be closed to address the confidential issue upon the call for, and majority vote in favor of, closing the meeting.

All meetings will be closed to any person who is not a Member, Affiliate Member, Institute Affiliate Member, Honorary Member, REALTOR® Emeritus Member or Executive Officer Member as defined in the Bylaws, without first receiving the prior approval of the President to attend.

Section 1: Unless there are exceptional reasons for confidentiality or as specifically expressed in Association policy, all meetings of the Association are open to any members.

RULE IX: COMMITTEE ATTENDANCE POLICY

Section 1: Committee chairs accept the responsibility for carrying out the purpose, goals, and objectives of their Committees when appointed. A request for absence in advance for one meeting would be reasonable; however, should two meetings be missed during the calendar year of Committee service, the interest in serving as a leader of this Committee would be questioned by the elected leadership of the Association, and the individual would be subject to replacement. In the event a Chair or Vice Chair misses two successive Committee meetings without being excused by the President, the Chair or Vice Chair office shall be declared vacated.

Section 2: Committee Absences: Committee members or OREF Managers and Forms Committee Members who miss one (1) unexcused or two (2) excused meetings in a calendar year may be replaced at the discretion of the President on the recommendation of the Chair or Chief Executive Officer. Members who miss three (3) or more meetings in a calendar year will be automatically referred to the Executive Committee for action. This includes all teleconference meetings, live meetings, and video-cam meetings. Staff will keep the President or Chair apprised of absences.

RULE X: RECORDS

Section 1: Each Key Committee, Special Committee, Task Force and PAG shall keep a memorandum in the nature of minutes of all its meetings and the Chair or his/her designee shall file a copy of the minutes with the Oregon Association of REALTORS® office within fifteen (15) days of any meeting.

RULE XI: STAFF

Section 1: Each Key Committee, Special Committee, Task Force and PAG shall be assigned staff support as determined by the Chief Executive Officer.

RULE XII: AMENDMENTS, DELETIONS, ADDITIONS OR SUSPENSION

Section 1: These Standing Rules may be amended, deleted, added to or suspended at a regular or special meeting of the Board of Directors by a majority vote of those present and voting.

2.4 Selection Criteria for Chair

It shall be the policy of the Oregon Association of REALTORS® that Committee and Task Force Chairs and Vice-Chairs are carefully selected per an established set of criteria. This established criterion shall be in effect unless other specific requirements for selection of Chairs are specifically mentioned in the Oregon Association of REALTORS® Bylaws or Policy Manual.

The selection of Committee and Task Force Chairs shall be based on the following:

- The candidate shall display the ability to communicate. Effective communication is a prime ingredient not only with the Committee, but also with other Committees, the Board of Directors, and related groups.
- The candidate shall have a record of active participation and interest in Association activities, Committees and objectives.
- The candidate shall display a willingness to listen. He/she should be open- minded so as to encourage free expression of ideas, opinions and recommendations by his/her Committee or Task Force members.
- The candidate shall display the ability to command attention and inspire.
- The candidate shall display the ability to control without dominating.
- The candidate shall maintain an acceptable understanding of parliamentary procedure.
- The candidate shall have a proven record of being a person with initiative.
- The candidate shall have the respect of his/her peers in the industry.
- The candidate shall display an understanding of the power relationships within the Committee or Task Force and his/her group's relationship with other Committees and Task Forces.
- The candidate shall display knowledge in the particular subject area in which the Committee will function.
- The candidate shall be able to think and act in terms of Association overall goals and objectives.
- The candidate shall display the ability to create the right atmosphere for productive Committee or Task Force action.
- The candidate shall indicate his/her availability to carry out the responsibilities involved. This includes time and, in some instances, resources.
- The candidate shall indicate a clear understanding of the position and role of Association management staff and a need for a close working relationship.
- The candidate is fully aware of their commitment and responsibilities.
- The candidate is encouraged to be an RPAC investor for at least the NAR Fair Share level.

2.5 Responsibilities of the Chair

- The work of a chair shall always encompass the vision, mission, values, and goals of the Oregon Association of REALTORS® and shall never be influenced by self aims and personal objectives and shall avoid self-dealings in any matters relating to the Oregon Association of REALTORS®.
- Before each meeting, consult with Association staff and other key members of the Committee in planning the Committee's Task Force's objectives and activities. The entire program of work should be thoroughly reviewed so that individual Committee/Task Force and PAG assignments can be effectively made.
- Direct the Committee in reviewing and achieving the Committee's objectives. Be responsible for stimulating group thinking, encourage and channel discussion, weigh the value of expressed ideas and suggestions, summarize constructive suggestions and seek out decisions.
- In coordination with staff, insure that accurate minutes are kept, motions recorded, necessary reports prepared and a record of Committee work maintained.
- Remain constantly informed regarding the progress of individual Committee/Task Force and PAG assignments.
- Motivate the members of the Committee/Task Force and PAGs toward active participation and involvement. With Association and the Committee objectives in mind, channel the interests and talents of individual members into productive efforts and insure the necessary follow-up action.
- Have a thorough knowledge of Oregon Association of REALTORS® policies.
- Select Sub-committee, Task Force or Work Group chairs, as directed by Committee Policy and provide them with their duties.
- Be familiar with the events of other Committees so as to avoid duplication.
- Continually review and evaluate the Committee's business plans and their progress.
- Accept all responsibilities as assigned by the President and the Executive Committee.

2.6 Selection Criteria for Committee Members

The composition of Key and Special Committees is mandated in the Bylaws and/or Policy Manual of the Oregon Association of REALTORS®. Other committees are stated to have such size and composition as is necessary to accomplish the objectives of the committee. When such is the case, members will be appointed to Committees with the following general guidelines:

- Individuals who display an interest in the activities of the Association as well as demonstrate a capacity or aptitude for the tasks of a particular Committee.
- In order to ensure representation from all segments of the membership, consideration will be given for representation from different areas of the state, sizes of firms, and/or areas of expertise so as to generate different viewpoints and achieve a well-rounded group.
- To insure continuity, it is valuable to retain certain members who have previously served on the particular Committee, while at the same time, avoiding a permanent clique.

2.7 Responsibilities of Committee Members

While the duties of the individual Committee member may vary, there are certain basic responsibilities when he/she accepts an appointment.

- The work of a member shall always encompass the missions and goals of the Oregon Association of REALTORS® and shall never be influenced by self-aims and personal objectives and shall avoid self-dealings in any matter relating to the Oregon Association of REALTORS®.

- Acknowledge immediately all communications regarding Committee work.
- Determine their availability for Committee meetings and inform the Chair or staff as soon as possible.
- Become acquainted with Committee members early in the year.
- Thoroughly review all pertinent background material and the agenda before coming to meetings.
- Take an active part in all discussions.
- Seek to understand and have respect for others' ideas and conflicting viewpoints.
- Consider all problems objectively and impersonally.
- Seek clarification on any point or problem not fully understood.
- Follow through on accepted assignments as requested by the Chair or Committee.

2.8 Committee Meetings – Chair/Staff Guidelines

- The Association governance/volunteer structure has, as its main purpose, the effective/efficient use of volunteer time and energy. For the most part, the Association's annual plan of work is already laid out within the strategic plan and program packages contained in the annually-approved budget. The responsibility of the Committees is to provide oversight for those programs and activities in their area and to determine the need for additional programs and services responsive to member needs. Remember, the Committees are responsible for the "what." It is staffs' responsibility to take care of the "how, when, where" development, coordination and implementation. Under normal circumstances, Key Committees will meet twice during the year at governance meetings and by conference call as needed.
- The best time to schedule Committee meetings (at other than governance prescheduled meetings) will be at 10:00 a.m. or 1:30 p.m. Either time gives the people who have to travel long distances time to make the trip. As a rule of thumb, Committee meetings should be three (3) hours or less.
- Remember that Special Committee and Work Group or Task Force meetings should all be held by conference call or at the Association office unless there is some justifiable, extenuating circumstance.
- Each Key Committee has less than 18 members selected for their interest and expertise. With the Key Committee size and the normal number of meetings, attendance is critical. Leadership and staff liaisons should be very sensitive to attendance and be prepared to recommend replacement of members where attendance problems become chronic or unsolvable.
- Agendas, support materials and any previous minutes should be sent to all Committee members, the President and President-Elect at least two weeks prior to the scheduled meeting. Final agendas and all support material should be given to the CEO for review at least three days before the scheduled meeting.
- Committees should do as much of the "decision making" as possible. When they need more information or study before a decision can be made, a Task Force or Work Group should be appointed. Do not try to appoint the Task Force Chair and all its members at the Committee meeting. The Committee Chair should appoint the Task Force Chair only and let that Chair and staff select Work Group members for approval by the Committee Chair (remember that Task Force members are not restricted to Association members).
- When Task Forces are appointed, they should be given a clear understanding of their purpose and authority and the time commitment involved. Some Task Forces will be appointed with full

authority to proceed while others will be appointed to make recommendations back to the Committee. Task forces should also be informed of the deadline for completion of their responsibilities.

- Timely communication is critical. A verbal report of Task Force activities should be provided to the Committee Chair as soon after the Task Force meeting as possible, followed by a written report when appropriate. Staff liaisons should make sure that communications between Committees on interrelated programs and activities are complete and timely.
- Minutes of meetings should be sent to the Chair with a copy to the CEO, within one week of the meeting. After comment, if any, the minutes should be sent to the President, President-Elect, and Committee members.
- Remember that Committees have to provide a written report to the Board of Directors and that the Board of Directors packets will be mailed 30 days prior to the Board of Directors meetings in the spring and fall. Plan accordingly to give yourself enough time to draft the report for CEO review, finalization, copying and processing for the packets. Key Committee Chairmen are also responsible for giving a brief verbal report at the Board of Directors meetings and each time the Executive Committee meets. In most cases, unless specific action involving money or policy is needed, these reports will be informational in nature.
- When requested by the President, Chairmen or Vice Chairmen may be responsible for participating in the Member/Director Forum at each governance meeting. The purpose of the Forum will be to inform members present about Association current events and issues and to provide an opportunity for member input on predetermined issues and topics.

2.9 Committee Reports

Final Committee reports recommending a course of action or conveying information to the Executive Committee and Board of Directors shall be given in person unless excused by the President, at which time it can be given in writing or by a substitute chosen by the Committee Chair. Reports to the Executive Committee and Board of Directors shall be required of the Committees as follows:

- A Committee report requesting an interpretation of Board policy shall be referred to the Executive Committee and Board of Directors.
- A Committee report requesting the approval of a publication, project or program not requiring financial support shall be referred to the Executive Committee and the Board of Directors, as appropriate. If the request involves the need for an appropriation, it shall first be referred to the Executive Committee.
- A Committee report requesting the approval of a new policy, or for a change in existing policy, shall be referred to the Executive Committee and the Board of Directors.
- A Committee report requesting an emergency action to adopt policy shall be referred to the President and Executive Committee, subject to ratification by the Board of Directors.
- A Committee report consisting of information, and not action, shall be referred to the Board of Directors.

2.10 Role of Committee Staff

An important consideration is to understand the role of the staff and its relationship to committees. The staff should render all possible assistance, but should never assume the committee's prerogative. The staff

representative is involved to answer questions, offer suggestions or raise questions when appropriate. They are expected to be knowledgeable on Association Policy, Committee scope, and the subject under discussion. They are not, however, to serve as accomplishees of the Committee's tasks.

The control of internal operating activities and procedures of the Oregon Association of REALTORS® rests with the Chief Executive Officer. Staff allocation remains the responsibility of the CEO.

2.11 Executive Committee

Organization: The Executive Committee shall consist of the following, pursuant to the Oregon Association of REALTORS® Bylaws, Article V, Section 14:

- President
- President-Elect
- Immediate Past President
- District Vice Presidents (6)
- Key Committee Chairs (4)

Meetings: The Executive Committee will have a regular meeting schedule published by calendar.

Purpose: The Executive Committee shall be responsible for the following pursuant to Association Bylaws, Article V, Section 14:

“The Executive Committee shall transact business and administer the finances of the Association between meetings of the Board of Directors, and shall report the substance of any actions to the Board of Directors, at its next meeting.”

The Executive Committee may conduct official Association business by telephone, or written consent pursuant to ORS 65.337 and ORS 65.341, respectively, or as they may be in the future amended or succeeded. Duties include, but are not limited to:

- Advise the President and Board of Directors on subjects relative to the interests of the Association and its members.
- Conduct the affairs of the Association in accordance with the policies and instructions of the Board of Directors and make recommendations concerning any Policy changes of the Association to the Board of Directors.
- Review proposed Key and Special Committee actions and recommendations and make appropriate recommendations to the Board of Directors.
- Oversee the Association’s finances and recommend approval of the annual audit.
- Prioritize the programs contained in the proposed annual budget and recommend a funding and dues level to the Board of Directors.

The President is empowered to form Presidential Advisory Groups (PAGs) to accomplish the objectives of the strategic plan and to address issues, programs and activities within the adopted policies and budget. The President may invite the following to attend the Executive Committee in non-voting positions: Finance Review Committee Chair, ORPAC Trustees Chair, and President-Elect Designee.

The Executive Committee is responsible for ensuring that the Association’s overall goals are met. The Executive Committee’s agenda should focus on the Association’s strategic initiatives and oversight of allocation processes and results. The Executive Committee shall review all Key Committee actions.

Areas of Responsibility:

- Regularly review the actions and status of all Committees and approve Committee actions when necessary. Give direction to Committees as necessary based on the Association’s strategic plan.
- Make budget adjustments as necessary and as recommended provided they do not exceed five percent (5%) of the annual budget or reduce the operating reserve below that required by the financial policies.
- Provide budget oversight of all programs as outlined in the budget policies.
- All personnel issues dealing with the CEO, including the annual review process, shall be conducted by the President as Chair, President-Elect, and Immediate Past President. The CEO annual review process shall be conducted prior to November 1.
- Ensure that all Executive Committee minutes are published and distributed to Committee members within thirty (30) days of each Executive Committee meeting.
- Review the annual budget as submitted by the Budget Committee and make recommendations for approval on a draft budget to be presented to the Board of Directors.
- Meet a minimum of four (4) times per year.

Executive Committee Procedures: Meetings may be held at the call of a petition from a simple majority of the Executive Committee, or the Board of Directors, or the President.

Meetings shall be chaired by the President and conducted in accordance with the Bylaws and the intent of Standing Rules for the Board of Directors.

Agenda items should be presented to the President and the Chief Executive Officer at least ten (10) days prior to a meeting whenever possible.

The Committee, between meetings of the Board of Directors, may act upon matters of policy, subject to Board ratification at its next meeting, that are necessary to conduct the affairs of the Association. In addition, the Committee shall review progress of the Association, including work of Key and Special Committees, Task Forces, administration, and periodically report its findings, conclusions and recommendations to the Board of Directors.

Committees have the authority to change their internal procedures at any time, so long as those changes are consistent with Board policy.

2.12 Business Issues Key Committee

Organization: The Committee shall consist of the following:

- Chair
- Vice Chair
- Up to 18 members
- The 18 members shall include the Chair of the International Business Council, a property management specialist, an MLS representative and a commercial practitioner.
- OAR will strive to identify representatives from allied industries, including but not limited to appraisers, title and escrow companies, mortgage companies, and home builders to serve on the Committee

All members shall serve for one-year terms as appointed by the President with the approval of the Board of Directors. At least one-third of the existing members shall be reappointed in each successive year.

The Chair and Vice Chair shall be selected from those individuals who have served on the Committee within the immediate past 3 years.

There will be two standing sub-committees addressing Appraiser and Commercial issues. These sub-committees will discuss issues and matters that affect their business and the ability for REALTORS® to do business with these industry partners. The sub-committees will make any suggested recommendations to the Business Issues Key Committee for review. The members of these sub-committees do not need to be Business Issues Key Committee members; however, the Chair of the respective sub-committee shall report directly to the Business Issues Key Committee Chair.

Meetings: The Committee holds regular meetings at the spring and fall Association Governance meetings. Special meetings and/or conference calls are scheduled as needed.

Purpose: The Key Committee shall be responsible for the following, pursuant to the Strategic Plan and the annually approved budget:

- Oversight of all programs, products and services (non-legislative/regulatory) that assist the Oregon Association of REALTORS® members to successfully conduct their businesses in an increasingly complex and changing marketplace. Areas of responsibility include, but are not limited to, equal opportunity/fair housing, business tools, risk management, and multiple listing.
- Proactively assess the critical issues and forces in the REALTOR® work environment.
- Recommend the development of new programs, products and services, and materials that are responsive to member business needs and expectations.
- Evaluate and modify as necessary all current and on-going business related programs, products and services.
- Assist and advise staff relative to the management and delivery of programs, products and services.
- Conduct caucuses and other outreach activities, as needed, to update and receive input from members.
- Work with other Committees to enhance and coordinate the delivery of all programs products and services.

2.13 Government Affairs Key Committee

Organization: The Key Committee shall consist of the following:

- Chair
- Vice Chair
- Up to 18 members

All members shall serve for two-year terms as appointed by the President with the approval of the Board of Directors. At least one-third of the existing members shall be reappointed in each successive two-year rotation.

The Chair and Vice Chair shall be selected from those individuals who have served on the Committee within the immediate past 2 years.

There will be a standing sub-committee on Land Use and Water Policy which shall make recommendations to the Government Affairs Key Committee concerning legislative or administrative and regulatory activity affecting land use and water issues exclusively. The members of the Land Use and Water Policy Sub-Committee do not need to be Government Affairs Key Committee members; however,

the Chair of the Sub-Committee shall report directly to the Government Affairs Key Committee Chair.

Meetings: The Committee holds regular meetings at the spring and fall Association Governance meetings. Special meetings and/or conference calls are scheduled as needed.

Purpose: The Key Committee shall be responsible for the following, pursuant to the Strategic Plan and the annually approved budget:

- Formulate and recommend policies to the Executive Committee/Board of Directors concerning legislative issues affecting the industry, the profession and private property rights, including water and land use issues.
- Assist staff to implement and advocate the legislative policies and positions.
- Recommend appropriate actions to the Executive Committee/Board of Directors regarding current or proposed rules, policies and issues affecting the industry, the profession and private property rights, including water and land use issues.
- Assist staff in communicating with the Association leadership and members relative to legislative and regulatory issues.
- Oversight and evaluation of all programs, products and services that assist members to become more knowledgeable about and involved in the political process at all levels.
- Develop new, and refine existing, programs and activities that bring members into direct contact with legislators and the legislative/regulatory process.
- Conduct member caucuses and other outreach activities, as needed, to update and receive input from members.

2.14 Political Affairs Key Committee

Organization: The Key Committee will consist of the following:

- Chair
- Vice Chair
- Up to 18 members

All members shall serve for two-year terms as appointed by the President with the approval of the Board of Directors. At least one-third of the existing members shall be reappointed in each successive two-year rotation.

The Chair and Vice Chair shall be selected from those individuals who have served on the Key Committee within the immediate past 2 years.

Meetings: The Committee holds regular meetings at the spring and fall Association Governance meetings. Special meetings and/or conference calls are scheduled as needed.

Purpose: The Key Committee shall be responsible for the following, pursuant to the Strategic Plan and the annually approved budget:

- Development, oversight and evaluation of programs, products and services that assist members to become knowledgeable about and involved in the political process at the local, state and federal level.
- Manage existing programs, such as the Key Constituent Network, and identify new opportunities and activities that mobilize and bring members into direct contact with elected officials and the

legislative/regulatory process.

- Key Constituents shall serve as lead contacts for each legislative district to increase participation in OAR and NAR Calls For Action in those districts.
- Assist staff in the development and maintenance of an effective legislative/congressional contact system and political affairs database.
- Assist and advise staff in the management and implementation of political programs, products and services to Member Boards/Associations.
- Encourage and assist Member Boards/Associations in the development of comprehensive political affairs programs at the local level, including voter registration, local government monitoring and evaluation of local candidates for political office.
- Assist ORPAC Trustees in the candidate interview process at all levels of government.
- Conduct member forums, as needed, to update and receive input from members.

2.15 Professional Development Key Committee

Organization: The Key Committee shall consist of the following:

- Chair
- Vice Chair
- Up to 18 members
- OAR will also strive to identify representatives from Institute Affiliates, WCR, CRS, CRB, YPN, and other allied groups to serve on the Committee

All members shall serve for one-year terms as appointed by the President with the approval of the Board of Directors. At least one-third of the existing members shall be reappointed in each successive year.

The Chair and Vice Chair shall be selected from those individuals who have served on the Key Committee within the immediate past 3 years.

Meetings: The Committee holds regular meetings at the spring and fall Association Governance meetings. Special meetings and/or conference calls are scheduled as needed.

Purpose: The Key Committee shall be responsible for the following, pursuant to the Strategic Plan and the annually approved budget:

- Oversight of all programs, products and services that have as their purpose the professional development of Oregon Association of REALTORS® members. These programs, products and services include, but are not limited to, the Real Estate Conferences, the Graduate REALTOR® Institute, and other education and training programs.
- Periodically assess member professional development needs and expectations.
- Recommend the development of new professional development programs, products, services, and materials based on member needs.
- Evaluate and modify as necessary, all current and on-going professional development programs, products and services.
- Assist and advise staff relative to the management and delivery of professional development programs, products and services, including delivery through live events, web and telephone conferencing and social media.
- Conduct caucuses and other outreach activities, as needed, to update and receive input from members.

- Work with other Committees to enhance and coordinate the delivery of all programs, products and services.

2.16 Elections Committee

Organization: The Oregon Association of REALTORS® Elections Committee shall consist of the following:

- Chair (Association Past President once removed)
- Vice Chair (Association Immediate Past President)
- Six (6) members who shall serve two-year staggered terms

No more than one member shall serve from any one Board/Association except where that situation may exist with the Chair and Vice Chair.

Meetings: The Committee will meet by conference call at least four times yearly. The Committee meets in person during fall and spring Governance meetings.

Purpose: The Elections Committee shall be responsible for the following:

- Certify candidates and supervise the election of the Association President-Elect and the NAR Director(s) using predetermined, Board of Directors-approved, minimum qualifications and advise the Board of Directors accordingly.
- Certify those who have been elected as District Vice Presidents by their respective Districts.
- Monitor adherence to Board of Directors-approved campaign policies and procedures, and to advise the Board of Directors of any candidate violations.
- Collect, count/tally, and report to the President the results of ballots cast at all elections held during Board of Directors meetings.
- Recommend to the Board of Directors any changes in minimum candidate qualifications for any of the elected offices or changes to the campaign and election process.

2.17 Oregon REALTORS® Political Action Committee (ORPAC)

Organization: The Committee shall consist of the following members (Trustees) in compliance with the ORPAC Bylaws:

- Chair
- Vice Chair
- Up to eighteen (18) members, serving 2-year staggered terms, includes Chair of the Political Affairs Key Committee (ex-officio) and Chair of the Government Affairs Key Committee (ex-officio)

The Chair, and the Vice Chair, shall serve for two-year terms (beginning in odd years) as appointed by the President with the approval of the Board of Directors. The Chair may attend as a non-voting member of the Executive Committee, at the request of the President.

Meetings: The Committee will have a regular schedule of meetings as calendared yearly and may schedule conference calls as needed.

Purpose: The Committee shall have those purposes and responsibilities as stated in the ORPAC Bylaws.

See Appendix 2.17 for ORPAC Bylaws

2.18 REALTOR® of the Year (ROTY) Committee

Organization: The Committee shall consist of the following:

- Chair (Past REALTOR® of the Year Once Removed)
- Vice Chair (Immediate Past REALTOR® of the Year)
- Two (2) additional Past REALTORS® of the Year
- Three (3) non-REALTORS® of the Year

Potential candidates for ROTY or DSA, as listed in the ROTY Committee Manual, shall not be appointed to serve on the Committee while their names remain on the potential candidates list.

Term of appointment is for one year.

Meetings: The Committee meets by conference call at least four times yearly. Committee meets in person during Governance meetings: ROTY presentation in the spring and DSA presentation in the fall.

2.19 Legal Action Committee

Organization: The Committee shall consist of the following:

- Chair
- Vice Chair
- Six (6) members

Members, including the Vice Chair, shall serve for 3-year staggered terms.

Meetings: The Committee will meet by conference call as needed.

Purpose: The Committee shall be responsible for the following pursuant to the Strategic Plan and Legal Action Committee Statement of Procedure and Policy as approved by the Board of Directors:

- Adopt administrative rules and procedures for the Legal Action Program for recommendation to the Executive Committee and Board of Directors.
- Receive and evaluate requests for financial assistance for *Amicus* participation regarding litigation representing issues of substantial importance to the real estate profession, private property rights, or to a substantial portion of Association membership.
- Inform members and Member Boards/Associations of the purpose of the Legal Action Program and how the program works.
- Monitor, in conjunction with any REALTOR® Risk Reduction Committee, present and future legal liabilities and issues affecting real estate and licensees and make appropriate recommendations for action to the Executive Committee and the Board of Directors.

See Section 4.7 for program details and Appendix 4.7 for Legal Action Committee Request for Assistance form.

2.20 Strategic Planning Committee

Organization: The Committee shall consist of the following:

- Executive Committee for the Budget Year
(President-Elect of the planning year serves as Chair)
- Chairs of My REALTOR® Party, Professional Standards, Legal Action and Finance Review Committees, and ORPAC Trustees.
- Six (6) members serving 2-year staggered terms
- Chief Executive Officer
- Key Committee Staff Liaisons

Meetings: The first meeting can be expected to be an entire day scheduled somewhere from late May to mid-June. A second meeting for finalizing the Strategic Plan takes place a month later. Conference calls may be required. The Strategic Plan must be accepted by the current Executive Committee and forwarded to the Board of Directors for approval at the fall governance meeting.

Purpose: The purpose of the Committee is to annually review, revise and/or develop a pertinent and fluid Strategic Plan and annual budget designed to achieve specific short and long range objectives for the Association and which will drive the Association's allocation of resources over the short term.

2.21 My REALTOR® Party Committee

Organization: The Committee shall consist of the following members:

- Chair
- Vice Chair
- Five (5) members, serving 2-year staggered terms

Purpose: The My REALTOR® Party Committee will promote and strive for the improvement of government by encouraging and stimulating REALTORS® and the general public to take a more active and effective part in issues campaigns promoting REALTOR® public policy. In addition, the committee will provide resources for independent and in-kind expenditures in support of REALTOR® Party candidates for elective office at the local level. The types of expenditures that will be considered for funding include, but are not limited to:

- Ballot measure campaigns
- Grassroots activities (mobilizing voter groups, Get-Out-The-Vote activities)
- Public advertising and/or communications
- Polling
- Hiring of Consultants

The Committee shall be responsible for the following pursuant to the Issues Mobilization Fund and My REALTOR® Party Policy and Procedures:

1. Consider requests and recommend funding to the Executive Committee from the Issues Mobilization Fund to:
 - a. Assist Member Boards/Associations with local issues affecting REALTOR® public policy.

- b. Conduct issues campaigns on statewide issues affecting REALTOR® public policy.
2. Consider requests and distribute My REALTOR® Party independent expenditure funds to:
 - a. Assist Member Boards/Associations in support of local REALTOR® Party candidates
3. Ensure that members and Member Boards/Associations are aware of and informed about the Committee's purpose and the funding request process and the resources available.

See Appendix 2.21 for Issues Mobilization Fund & My REALTOR® Party Committee Policies & Procedures

2.22 State Professional Standards Committee

Organization: The Committee shall consist of the following:

- Chair
- Vice Chair
- Fifteen (15) members. Committee size may be increased by an additional ten (10) members based on need.

All members shall be thoroughly familiar with the Code of Ethics of the National Association of REALTORS® and the Code of Ethics and Arbitration Manual. All members shall serve for two-year terms as appointed by the President with the approval of the Board of Directors. At least one-third of the existing members shall be reappointed in each successive year. The Committee shall represent to the extent possible the geographic diversity of the Association.

Meetings: The Committee will meet by conference call, and in person, as needed.

Purpose:

- Assure that the Oregon Association of REALTORS® meets its obligation as a State Association concerning the Code of Ethics of the National Association of REALTORS® as established in Article IV, Code of Ethics and Member Board Business Practices, Sections 1 and 2, Bylaws, National Association as set forth in Part Fourteen - State Association Professional Standards Committee of the Code of Ethics and Arbitration Manual.
- Arrange for such hearings as fall within the jurisdiction of the State Association as outlined in the Code of Ethics and Arbitration Manual. All such hearings shall be conducted in accord with the policies and procedures of the National Association of REALTORS® as established in the Code of Ethics and Arbitration Manual.
- Assist local Boards/Associations as necessary to adopt and enforce the Code of Ethics of the National Association of REALTORS®. If the State Professional Standards Committee is requested to assist a local board/association, the local board is responsible for mileage reimbursement and lodging as needed for participating committee members.
- Assist and advise staff in the management and delivery of professional standards programs, products and services to local Boards and Associations. Central to this purpose shall be the provision of training and education programs, products and services.
- Promote continued respect for and improvement of professional standards programs and enforcement at all levels of the REALTOR® organization.

2.23 Finance Review Committee

Organization: The Committee shall consist of the following members:

- Chair
- Two additional members

All members (including the Chair) shall serve for two-year staggered terms as appointed by the President with the approval of the Board of Directors. All members, including the Chair must have knowledge of the principles and practices of: (a) financial record keeping (including the ability to read and interpret a financial statement and be conversant in basic financial terminology), (b) accounting systems and (c) financial reporting (including generally accepted accounting principles or GAAP). The Chair shall be selected from those individuals who have served on the Finance Review Committee for at least 2 of the past 5 years. The Chair may attend as a non-voting member of the Executive Committee, at the request of the President.

Additionally, the Chair must be able to communicate financial information effectively to persons with little or no financial expertise, and have the ability to work with the Chief Executive Officer, the staff controller and the independent auditors, as necessary.

Purpose: The Committee shall work with staff to:

- Ensure that accurate financial records are maintained and that appropriate financial reports are made available to the Executive Committee and the Board of Directors in a timely manner. These financial records include a Balance Sheet and Year-to-Date and monthly Profit and Loss Statements.
- Present the annual budget to the Board of Directors.
- Working with the CEO and controller, interview and recommend hiring of independent auditors.
- Ensure that the independent auditors have full, timely access to the Association's financial records.
- Review the annual audit with the independent auditors and answer all questions from the Executive Committee and Board of Directors regarding the audit.
- Ensure adoption of, updating and monitoring of: (a) a whistle-blower policy through which volunteers and employees can raise concerns without fear of retaliation; and (b) a records retention policy ensuring that critical documents are preserved for appropriate periods of time.
- Review and make recommendations regarding any control issues that may arise during the course of the independent audit.
- Ensure that the Association's assets are protected, expended and invested according to the adopted Association Policy Manual.

2.24 Association Executives Forum

Organization: The Association Executives Forum shall consist of the following members:

- Chair
- Vice Chair
- All local Board/Association AEs or EOs

The Chair and Vice Chair shall be appointed by the Association President and President-Elect from those

individuals who have indicated a desire to serve as Vice Chair and Chair. The Vice Chair will automatically move into the Chair position following expiration of the Chair's term, or earlier if needed.

Meetings: The Forum will meet by conference call as needed and at the annual State Association Executives Training.

Purpose: The Forum shall be responsible for the following, pursuant to the Strategic Plan and the annually approved budget:

- Provide forums for Association Executives to be informed on Association issues throughout the State. As appropriate, the Forum shall provide information and recommendations to local and state leadership, through the Executive Committee, on issues of concern to the REALTOR® organization.
- Create Task Forces or Sub Committees to study defined, specific issues of interest to the AEs. Such Task Forces or Sub Committees will automatically disband at the conclusion of the specific issue of study.
- Work with other Committees and Key Committees to enhance and coordinate the delivery of all program products and services.

2.25 Oregon Real Estate Forms (OREF) Board of Managers

OREF is a for-profit Oregon limited liability company. It is owned by three REALTOR® boards: Portland Metropolitan Association of REALTORS® (PMAR), with 50% ownership, Eugene Association of REALTORS® (EAR), with 30% ownership, and Oregon Association of REALTORS® (OAR), with 20% ownership. It is run by a Board of Managers under the governance of the OREF Operating Agreement.

The Board is made up of ten managers from the three member shareholders; five from PMAR, three from EAR, and two from OAR. These Managers are appointed by and represent their respective shareholders for three-year terms. The immediate past Chair will serve as an ex-officio, member of the Board if their three year term is expired. In addition to the ten managers, the executive director from each of the three shareholders participates in manager meetings, but does not vote. OREF has an executive officer who reports to the chairperson. The chairperson is a manager elected annually by the other managers.

It is important to note that the board of managers is entirely different than the OREF Forms Committee. The managers review form changes, new forms and have the final approval on those matters; but they are not to be directly involved with form development. The Forms Committee, whose chairperson reports to the Board of Managers Chair, is responsible for forms development.

A member on the Board of Managers has the following duties:

- Attend quarterly meetings in Salem, or more often if necessary.
- Monitor and participate in business planning of OREF.
- Review OREF budgets and financials monthly.
- Participate in creating OREF policies.
- Serve on OREF special committees or task forces as requested.
- Report non-confidential information on OREF activities to the shareholder they represent.
- Maintain confidentiality on business issues. (note: change is from OREF, not OAR)

2.26 Oregon Real Estate Forms (OREF) Forms Committee

OREF is a for-profit Oregon limited liability company. It is owned by three REALTOR® boards: Portland Metropolitan Association of REALTORS® (PMAR), with 50% ownership, Eugene Association of REALTORS® (EAR), with 30% ownership, and Oregon Association of REALTORS® (OAR), with 20% ownership. It is run by a Board of Managers under the governance of the OREF Operating Agreement.

The OREF Forms Committee is responsible for the development and updating of the OREF forms. The Committee is responsible for the forms content, layout and design, with the final approval of the OREF Board of Managers.

The Committee consists of nine members, three from each shareholder organization. These members are appointed by and represent their respective shareholders for three-year terms. The immediate past Chair of the Forms Committee will serve as ex-officio if their three-year term has expired. There may be additional ex-officio positions as appointed by the Forms Committee Chair and/or the Board of Managers Chair and approved by the BOM chair.

The committee meets from February through August, 7 meetings. At the August the meeting the Committee finalizes its recommendations to be presented to the BOM for their approval. After the BOM approval of forms recommendations the Executive Officer prepares changes and new forms with necessary formatting for printing and for online forms integration. Form changes and new forms are usually released by January 1 of the following year.

In addition, a representative from the title industry serves on the committee, along with OREF legal counsel. The OREF executive officer attends committee meetings and serves as secretary.

A member on the Forms Committee has the following duties:

- Attend meetings in Salem and/or participate in conference calls.
- Participate in the development and review of OREF forms.
- Serve on sub-committees or task forces as requested.
- Solicit input from respective shareholder association and communicate all proposals and/or concerns to the Forms Committee. (note: change is from OREF, not OAR)

Section 3 Financial Policies

3.1 Annual Strategic Plan & Budget Timeline

January/February: The Finance Review Committee conducts a training session for leadership covering the budget process and development. Budget cycle commences January 1.

May: The President-Elect issues a call for goals and objectives for the strategic plan for the next fiscal year to each of the Chairs and Vice-chairs of each Committee serving on the Strategic Planning Committee.

June/July: Finance Review Committee conducts training session for in-coming Executive Committee. Strategic Planning Committee meets to determine direction of the Association in the coming year.

Program packages and goals are prioritized. Association Department Vice Presidents compute costs for program packages. Budget Committee meets again to finalize proposal.

August: Executive Committee approves or amends proposed strategic plan and budget.

September: The final drafts are sent to the Board of Directors at least 30 days in advance of their fall governance meeting. The Board of Directors may amend the proposed budget, if necessary, prior to final approval at the fall governance meeting.

October: The Board of Directors approve/amend/disapprove the proposed strategic plan and budget at the fall governance meeting.

3.2 Budget Process

Program Budgeting: The Oregon Association of REALTORS® will use a Program Budget Model when developing and approving its annual budget. The Executive Committee shall rank programs based upon the priority of each program as categorized as Basic, Maintenance or Supplemental to meet the goals of the Strategic Plan. The Basic Level indicates the level at which the Board of Directors must commit to the program to maintain the viability of the Association; the Maintenance Level projects programs at the same level as the current year. The Supplemental Level is used to propose new or enhanced levels of activity.

The incoming Executive Committee and members of the Finance Review Committee, hereinafter referred to as the Budget Committee, shall prepare the budget for the ensuing fiscal year for presentation to the Board of Directors at their next semi-annual meeting. The Budget Committee will make the necessary decisions from the proposed strategic plan on program budgets. The Budget Committee shall be chaired by the President-Elect. The CEO shall serve as an ex-officio, non-voting member of the Budget Committee. The final draft of the budget, as presented by the Budget Committee and recommended by the current Executive Committee, will be sent to the Board of Directors at least thirty (30) days in advance of their meeting. The Board of Directors may amend the proposed budget if necessary prior to final approval.

The Chief Executive Officer shall review the budget and financial statements on an ongoing basis and shall notify the Executive Committee of budget adjustments should conditions occur that have or may have a negative effect on the Association's financial condition.

3.3 General Financial Operating Guidelines

The following shall serve as guidelines concerning financial management:

Dues Refund: No refund of dues paid to the Oregon Association of REALTORS® shall be given for any reason.

Reinstatement Fees: Local Boards/Associations will be charged full-year dues plus a reinstatement fee of \$50.00 for all members dropped as of March 15 who renew their membership in the same calendar year.

990 Review: Upon completion of the annual 990 Form, the Finance Review Committee will serve as the review body on behalf of the Oregon Association of REALTORS® prior to filing.

Strategic Plan: It is the policy of the Board of Directors that the general objectives and strategic recommendations contained in the Plan shall provide the recommended basis upon which the Executive Committee shall make its recommendations with regard to the annual budgeting process.

CEO Compensation: An annual evaluation is conducted by an Evaluation Committee comprised of the current President, the President-Elect, the Immediate Past President, and others at the option of the President.

Salary increases, bonuses and benefit enhancements shall be considered annually, at which time the Oregon Association of REALTORS® shall take into consideration the CEO’s performance, time in the position, and independent studies of appropriate data for similar organizations, including but not necessarily limited to studies by the Oregon Society of Association Managers (OSAM), the American Society of Association Executives (ASAE) and NAR. The final decision on whether any salary increases, bonuses or benefit enhancements will be given to the CEO shall be within the sole discretion of the Evaluation Committee.

Staff Compensation: Individual staff salaries shall be determined by the Chief Executive Officer, subject to the Annual Budget.

Administrators: The following individuals shall have certain financial management responsibilities:

- President (see Bylaws, Roles and Responsibilities and Policies)
- President-Elect (see Bylaws, Roles and Responsibilities and Policies)
- Finance Review Committee (see Roles & Responsibilities and Policies)
- Chief Executive Officer (see Bylaws, Employment Agreement, Roles and Responsibilities, Policies, and Employee Handbook)
- Controller (see Roles and Responsibilities and Employee Handbook)

Fiscal Year: The fiscal year of the Association shall be the calendar year.

Records Retention: The Oregon Association of REALTORS® shall retain records for the period of their immediate or current use, unless longer retention is necessary for historical reference or to comply with contractual or legal requirements. Records and documents outlined in this policy include paper, electronic files (including emails) and voice mail records.

In accordance with 18 USC §1519 and the Sarbanes Oxley Act, the Association shall not knowingly destroy a document with the intent to obstruct or influence an investigation or proper administration of any matter within the proper jurisdiction of the United States. If an official investigation is anticipated or underway, document purging will stop. Further, to eliminate accidental or innocent destruction, the Association follows a Records Retention Schedule as set forth below.

Description (alphabetically)	Retention Period
Accident Reports and Claims (settled cases)	7 years
Accounts payable ledgers and schedules	7 years
Accounts receivable ledgers and schedules	7 years
Audit reports of accountants	permanently

Bank reconciliations	2 years
Capital stock and bond records; ledgers, transfer registers, stubs showing issues, record of interest coupons, options, etc.	permanently
Charts of accounts	permanently
Checks (canceled but see exception below)	7 years
Checks (canceled for important payments, i.e., taxes, purchases of property, special contracts, etc. [checks should be filed with the papers pertaining to the underlying transaction])	permanently
Contracts and leases (expired)	7 years
Contracts and leases still in effect	permanently
Correspondence (routine) with members, customers, or vendors	2 years
Correspondence (general)	3 years
Correspondence (legal and important matters only)	permanently
Deeds, mortgages, and bill of sale	permanently
Depreciation schedules	permanently
Duplicate deposit slip	2 years
Employee personnel records (after termination)	7 years
Employment applications	3 years
Expense analyses and expense distribution schedules	7 years
Financial statements (end-of-year, other months optional)	permanently
General and private ledgers (and end-of-year trial balances)	permanently
Insurance policies (expired)	3 years
Insurance records, current accident reports, claims, policies, etc.	permanently
Internal reports (miscellaneous)	3 years
Inventories of products, materials, and supplies	7 years
Invoices to members and customers	7 years
Invoices from vendors	7 years

Journals	permanently
Minutes of Directors and committees, including by-laws and charter	permanently
Notes receivable ledgers and schedules	7 years
Payroll records and summaries	7 years
Property appraisals by outside appraisers	permanently
Property records – including costs, depreciation reserves, end-of-year trial balances, depreciation schedules, blueprints and plans	permanently
Subsidiary ledgers	7 years
Tax returns and worksheets, revenue agents’ reports and other documents relating to determination of income tax liability	permanently
Time sheets	7 years
Trade mark registrations & copyrights	permanently
Vouchers for payments to vendors, employees, etc. (includes allowances and reimbursement of employees, officers, etc., for travel and entertainment expenses)	7 years

Reports: Monthly financial status reports will be sent to the Finance Review Committee and Executive Committee. The Chair of Finance Review reports during Executive Committee meetings.

The Chair of the Finance Review Committee shall present a financial audit annually to the Executive Committee and Board of Directors at the conclusion of each fiscal year. The scope of the audit shall be the responsibility of the Auditor(s) to embrace areas of special interest or concern.

Dues/Assessments: The level of dues and any assessments shall be established as described in the Bylaws and/or Policy. The frequency of dues or assessment collection shall be established in the Bylaws and/or Policy guidelines. The method of collection processing and recording of dues and/or assessment receipts shall be determined by the Chief Executive Officer with the exception that dues will be prorated for new members on a quarterly basis. Dues shall not be refundable.

Fidelity Bond: The President, President-Elect, Chief Executive Officer, all employees, all members of the Finance Review Committee, and the Chair and Treasurer of ORPAC shall be bonded by the position. The bonding limits shall be reviewed by the Chief Executive Officer annually. The Chief Executive Officer shall recommend to the Executive Committee any necessary changes in the bond amount.

Insurance: The levels and limits of all Association insurance protection plans shall be reviewed by the Chief Executive Officer annually, and approved by the Executive Committee.

Accounting/Bookkeeping: The accounting and bookkeeping procedures shall be determined by the Finance Review Committee, the auditors, the controller and Chief Executive Officer.

Building Maintenance: Ordinary and necessary repairs/maintenance to building and grounds that do not enhance property value shall be paid from the building repair and maintenance account within the annual operating budget.

Operating Funds and Investment Policy: All operating funds not immediately required and all special funds shall be invested in interest-bearing accounts through federally insured or Securities Investment Protection Corporation insured financial institutions which offer the highest available yield. Total deposits with any such institution, not including any Federal government securities, shall not exceed, for more than 30 days, the total amount insurable plus any interest earned, with the exception of the Association's main operating account where the limits shall not apply for operational purposes. Primary investment oversight shall be the responsibility of the Executive Committee. The overall investment objective is income growth and the preservation of capital with the highest possible return given the constraints of safety and liquidity.

The Finance Review Committee shall meet with current investment advisors annually to review returns, balances and market conditions.

Cash Depositories and Management: Cash Depositories (checking, savings and investment accounts) shall be authorized by Board of Directors' corporate resolution of authority with completion of appropriate signature cards.

Transfers between checking, savings or other interest-earning accounts shall be authorized by the Chief Executive Officer.

A record of all fund depositories shall be provided to the Finance Review Committee, Chief Executive Officer and permanent office file. All cash and investment assets of the Association shall be accurately reflected on the monthly Balance Sheet and shall be audited annually.

All Oregon Association of REALTORS® checks require two signatures. Authorized check signers are: The President and President-Elect, the Chief Executive Officer, the controller, and senior staff. Check signers have no access to check stock until prepared by the accounting staff. Checks to be signed must have authorized invoices or check requests attached.

The Association's checking account is held with a local bank approved by the Finance Review Committee and the Executive Committee. No more than the FDIC insured balance shall reside in the checking account at any time. Excess funds shall be transferred immediately to maintain FDIC coverage and meet current cash needs.

Lending/Borrowing: The Board of Directors shall have the sole authority to authorize the lending or borrowing of funds.

Budget Disbursement/Adjustments: The Chief Executive Officer shall authorize the disbursement or transfer of any funds in accordance with the adopted budgets or other policies.

Budget appropriation adjustments within a Department may be authorized by the Chief Executive Officer, as long as such adjustments are reported to the chair of the Finance Review Committee and do not include member reimbursements, program cost overruns, non-budgeted programs, and do not affect the total amount of the Department appropriation.

Budget appropriation adjustments between Departments may be authorized by the Chief Executive Officer with the approval of the Executive Committee as long as such adjustments are reported to the Finance Review Committee and do not affect the amount of the total budget appropriation.

The Finance Review Committee will review the operating budget periodically.

Unexpended Funds: At the close of each fiscal year, the Oregon Association of REALTORS® shall cause its auditors to identify the amount of excess revenues or unexpended funds. Once the amount has been determined, the Executive Committee shall determine how to best allocate the unexpended funds; provided, however, that a minimum of 50% of the unexpended funds must be allocated first to the Contingency Fund in the event the Contingency Fund has fallen below the minimum established amount, and then, if funds are still available, to the Building Fund in the event the Building Fund has fallen below the minimum established amount. Nothing in this paragraph shall require that either the Contingency Fund or the Building Fund be funded in an amount in excess of the minimum established amounts of those funds. Any remaining unexpended funds may be used to fund other special funds (i.e., Issues Mobilization, Legal Action) or may be used to provide funding for unanticipated expenses, to balance a future year's projected operating budget, other contingencies or opportunities or for worthwhile programs for which funds were not available when the Board of Directors adopted the then-current budget.

3.4 Internal Financial Controls

Major Expenditures: Any expenditure of \$5,000 or more shall be considered a major expenditure. For the purpose of this policy, "expenditure" shall be considered any expenditure or series of expenditures made under a new contract or service agreement or for the purpose of accomplishing a new, specific non-reoccurring project. Individual expenditures made under a single contract or service agreement or for the purpose of accomplishing a specific non-reoccurring project shall not be considered major expenditures if the contract, service agreement or project has already been approved under these policies.

Prior Approval of Major Expenditures

- Refer to Decision Matrix for approval process of major expenditures, both budgeted and unbudgeted.
- The Department Vice President must submit a purchase requisition request to the CEO noting the appropriate program package and line item that the funds will be expensed from and the rationale for the expenditure.
- No agreement or contract requiring a major expenditure will be signed or agreed upon with a third-party provider prior to CEO approval of the expenditure. Such contracts and service agreements shall be subject to the Request for Proposals (RFP) requirements of these policies.

Amendments to Increase Annual Proposed or Approved Budget: Any amendments or proposals to increase expenditures in any program budget of the Oregon Association of REALTORS® in excess of \$2,500 or 1%, whichever is less, must be submitted in writing to the Chief Executive Officer and President for approval prior to such occurrence. Such expenditures must be presented by the CEO to the Executive Committee at their next scheduled meeting.

Contract Guidelines: The President and/or the Chief Executive Officer or CEO designee, on the advice of legal counsel, and with the approval of the Executive Committee or Board of Directors if required by policy or other governing documents, shall be the only individual(s) authorized to enter into contracts or agreements which incur financial or other liabilities to the Oregon Association of REALTORS®.

If there is any doubt as to the determination or whether a particular situation requires a contract, the Chief Executive Officer will provide guidance. Contracts shall be signed by the President and the Chief Executive Officer, except that the Chief Executive Officer may sign contracts for budgeted items, provided said contracts do not exceed a term of one (1) year and are to be processed in accordance with the provisions of the procedure.

Contract Elements: The specific terms of contracts covered by this procedure may vary depending on such factors as the goods or services to be provided, the particular contractor, the risk to the Association, etc. Therefore, it is not possible to specify a model contract. There are, however, basic elements, which should be included in all contracts. These are:

- The parties to the contract must be specifically named.
- Scope of work or services should adequately specify the work to be performed.
- Cost and payment schedule (specifying that payments will not exceed the percentage of the work performed).
- Term of the contract.
- Frequency and type of reports to be provided.
- Cancellation clause.
- Federal tax identification number.

In addition, clauses covering the following shall be incorporated:

- Indemnification.
- Ownership of discoveries and patents.
- Testimony before courts and governmental agencies.
- Modification procedure for contract changes.

Depending on the subject of the contract and other factors, other clauses may be added on an individual basis.

In order to avoid problems which will impede the negotiation process, requests for proposals should include a list of those clauses the Association will require in a given contract. In order to assure the inclusion of all appropriate clauses, the Chief Executive Officer should be consulted prior to the release of requests for proposals.

Copies of draft or final contracts shall not be disseminated outside the Association without prior review by the Chief Executive Officer and/or general counsel. Further, no employee, officer or member, other than those specifically authorized to do so, shall make oral commitments on behalf of the Association.

Contracts Processing Procedures: The originator shall submit proposed contract documents to the Chief Executive Officer for the appropriate signature. In addition to the contract, summary sheet and covering memorandum, a complete contract document should include sufficient back-up data to permit adequate review. This back-up data should explain the problem to be solved, how its solution will benefit the Association, the anticipated results from the contract and how the service or product(s) will contribute to the solution of the problem. A cost breakdown of direct labor, overhead, materials and fees is also to be included.

Normally, only two (2) copies of a contract are signed. Exceptions will be made only when there are more than two (2) parties to the contract or where some other requirements (such as with government) must be met. Exceptions are to be noted on the covering memorandum.

An original of the completed contract is to be returned to the Chief Executive Officer or his/her designee for retention and filing. Upon receipt of the executed contract, the Chief Executive Officer's office will provide the appropriate designee with an approved contract summary sheet. No payments will be made to any contractor until the Chief Executive Officer or his/her designee has received an executed copy of the contract.

Conflict of Interest: No member of the Oregon Association of REALTORS® Board of Directors, the Executive Committee or any member of any one of the Key Committees shall engage in discussion of any matter involving a conflict of interest transaction without first disclosing the conflict and obtaining the approval of the majority of the body present. In no event shall the Member cast a vote for or against any matter involving a conflict of interest transaction.

A conflict of interest transaction is any proposed business transaction with the Association in which:

- As a result of the transaction with the Association, a Member will or could gain or lose personal financial benefit.
- The Member or the Member's spouse, children or siblings have an ownership interest or voting rights in a business organization directly or indirectly affected by the transaction. An ownership interest is defined as holding an ownership interest of more than 1 percent of the business organization.
- A conflict of interest shall not exist as a result of the normal operations of the Member's local Board/Association.

Disclosure Policies: Because even the appearance of a conflict of interest can be damaging to the Association, any work performed by a family member (as defined below) must be disclosed by the Association staff member to the CEO in writing. If the potential conflict is that of the CEO, it shall be reported in writing to the President.

Once the potential conflict (above) has been disclosed, the following financial procedures must be followed:

1. All requests for proposals must be submitted, with prior management approval, by a staff member other than the family member.
2. All RFP responses must be returned to a neutral Association staff member (e.g., the CEO or person submitting the original proposal) for review.

All proposals that are approved under this process shall be reported to the Finance Review Committee.

For the purpose of DISCLOSURE POLICIES only: immediate family member includes the following: husband, wife, son, son-in-law, daughter, daughter-in-law, father, father-in-law, mother, mother-in-law, brother, brother-in law, sister, sister-in-law, grandparent or grandchild.

Oregon Association of REALTORS® Investment Responsibility: The Chief Executive Officer shall be responsible for and have the authority to invest Association monies, over and above those needed for operations, pursuant to guidelines established herein or as approved by the Executive Committee or the Board of Directors. Unless otherwise instructed by the Executive Committee or the Board of Directors, the Chief Executive Officer will invest available monies pursuant to the following guidelines:

- Whenever possible all funds shall be placed in interest bearing accounts.

- Up to 10% of the gross annual operating budget may be invested in “second-level of risk” investments.
- Whenever possible, investment periods should not exceed five years.

Complimentary Tickets: The Oregon Association of REALTORS® often holds ticketed events. Admittance to such events is open to anyone who purchases a ticket, except for DSA, ROTY, and installation events. The current year award recipient and those being installed, plus their immediate family (spouse/partner, children and their spouse/partner, and parents) shall be complimentary and guests of the Association.

3.5 Stipends & Travel Expenses for Elected/Appointed Positions

The Oregon Association of REALTORS® provides stipends, via an Accountable Plan as defined by the Internal Revenue Service, to defray part of the expenses of certain OAR positions elected and appointed to represent OAR, as well as each NAR Director attending each of the two NAR meetings: (Midyear and the Annual Convention), as well as the Region 12 Conference. The amount of the stipend will be specified in the annual budget. Any costs over this amount will be paid by the individual.

Airfare: Coach class airfare will be reimbursed at actual cost of the ticket, plus one checked bag. Air flight changes are not reimbursable unless at the request of the Oregon Association of REALTORS®.

Accountable Plan: An “Accountable Plan” is a method by which tax exempt organizations (such as the Oregon Association of REALTORS®) can advance the costs of travel expenses to volunteers without the need for the money to be classified as income or make it necessary for any further documentation to the IRS. Expense reimbursement or allowance arrangements (i.e., advance payments) are not considered taxable income if they are made under an accountable plan as defined by the IRS, and passing the three tests of the plan:

1. Expenses must have a business connection to the organization.
2. Expenses must be substantiated to the organization within a reasonable period of time.
3. Any excess reimbursement or allowance must be returned within a reasonable time.

The Oregon Association of REALTORS® operates under an “Accountable Plan,” which is an expense reimbursement policy pursuant to IRS Reg. 1.62-2, upon the following terms and conditions:

1. Except as otherwise noted, any person now or hereafter employed by, or acting on behalf of OAR, shall be reimbursed for any ordinary, necessary, approved, and budgeted business and professional expenses incurred on behalf of the Association only if the expenses are adequately substantiated as required by OAR policy on expense reimbursements.
2. OAR will advance budgeted and/or approved costs for a qualifying event 30 days in advance of the event.
3. Under no circumstances will OAR reimburse employees or volunteers for business or professional expenses incurred on behalf of OAR that are not properly substantiated. OAR volunteers and employees understand that this requirement is necessary to prevent our expense reimbursement plan from being classified as a “non-accountable” plan.
4. All expenses must be substantiated within 60 days.
5. All charges to company credit cards must be substantiated within 10 days of receiving request from the OAR Finance Department.
6. Advances that are not substantiated within a reasonable period of time must be returned (paid back) within 60 days.
7. Under IRS Code Section 274(d), substantiation requires the beneficiary to establish with adequate records, such as receipts, account book, etc.:

- a. The amount of the expense;
- b. The time and place of the expense;
- c. The business purpose of the expense;
- d. The business relationship of the volunteer to the persons receiving a gift, being entertained or utilizing a facility or property;
- e. Receipts for all lodging are required;
- f. For most other expenses, receipts are only required if the expenditure is more than \$75.

Travel Reimbursements: Should an individual incur expenses outside the parameters of the Accountable Plan, the Oregon Association of REALTORS® will reimburse all individuals authorized to receive reimbursement for expenses associated with authorized travel, subject to the annually approved budget, provided:

1. The request for reimbursement is submitted to the Oregon Association of REALTORS® within 30 days from the date the individual incurred the expense.
2. Original receipts for all lodging for those Committee members who travel more than 50 miles one-way to attend a Committee meeting and who stay at a facility approved by the Chief Executive Officer, together with original receipts for any additional expense in excess of \$25 are submitted with the request for reimbursement.
3. Committee members who travel less than 50 miles one-way may request reimbursement for lodging by submitting a written statement stating reason for extenuating circumstances, along with all applicable receipts. The request and statement shall be sent to the CEO and OAR President for review. Reimbursement for lodging, when traveling less than 50 miles one-way, shall be considered only if:
 - a. Inclement weather or travel conditions made it unsafe to travel, or;
 - b. Committee meetings are scheduled such that staying overnight provides the best and safest option, or;
 - c. The cost of staying overnight would be less than the cost of the additional mileage reimbursed for travel to and from home.
4. Expense reimbursement requests for in-state travel are based on actual expenses incurred, with the exception of mileage will be reimbursed at the then current IRS rate for mileage.
5. No travel reimbursement will be paid for travel to NAR events or meetings if the individual is entitled to be, or is, reimbursed by NAR.
6. Reimbursement will be paid following, not prior to, event travel. Justifiable exceptions to this policy may be made on an individual basis by the Chief Executive Officer.

Officer and National Director Travel: Pursuant to the current policy and the annually approved budget, the Oregon Association of REALTORS® will reimburse the President, President-Elect and NAR Directors, whether appointed or elected, for authorized travel to the annual Region 12 Conference and National Association of REALTORS® meetings contingent upon their attendance and participation at all relevant meetings including, but not limited to:

- The Member and Director Update.
- The meeting of the Oregon Association of REALTORS® NAR Directors, if scheduled.
- The Region 12 Caucus.
- The National Association of REALTORS® Board of Directors meeting.
- Capitol Hill Visits during the Midyear Meeting.
- Two NAR Committee meetings of attendee's choice.

Any individual who claims a travel reimbursement (either in advance or post-travel) to attend an NAR event or meeting pursuant to this Policy shall report on meetings attended and significant issues impacting the Oregon Association of REALTORS® to the Executive Committee in writing and/or, at the request of the Executive Committee, in person at a subsequent meeting of the Executive Committee or the Board of Directors. Written reports of activities shall be submitted prior to or attached to requests for reimbursement of travel expenses. The Executive Committee may forward the reports to local Boards/Associations or request that the individual make a presentation to a local board or association, either in lieu of reporting to the Executive Committee or Board of Directors or in addition to reporting to the Executive Committee or Board of Directors.

Justifiable exceptions to this policy may be made on an individual basis, in advance, by the Oregon Association of REALTORS® President.

If approved in the annual budget, the Oregon Association of REALTORS® will also reimburse the spouse/guest of the President and the President-Elect for airfare and reasonable expenses incurred when attending certain National Association of REALTORS® meetings.

REALTOR® of the Year Meeting Expenses: If the individual chosen as the Oregon Association of REALTORS® REALTOR® of the Year is not otherwise compensated by the Oregon Association of REALTORS® to attend the National Association of REALTORS® Convention, the Oregon Association of REALTORS® will reimburse its REALTOR® of the Year pursuant to the approved budget.

Federal Political Coordinator Requirements & Travel: Pursuant to the Travel Reimbursement Policy and the annually approved budget, the Oregon Association of REALTORS® will reimburse each Federal Political Coordinator for authorized travel to the National Association of REALTORS® Midyear meeting in Washington, D.C. contingent upon meeting all FPC criteria of the National Association of REALTORS® and participating at all relevant meetings including, but not limited to:

- Legislative Update
- Capitol Hill Visits during the Midyear meeting.

NAR Distinguished Service Award Winner: If an individual is selected by NAR to receive the Distinguished Service Award and is not otherwise compensated by the Oregon Association of REALTORS® or the National Association of REALTORS® to attend, the Oregon Association of REALTORS® will reimburse the DSA for attendance to two annual meetings per year, pursuant to the National Director Travel Policy and the approved budget.

3.6 Expense Reimbursement Procedures

The following shall serve as guidelines concerning expense reimbursements:

Expense Reimbursement Approval: Only expenses related to authorized Association business budgeted for through the Board of Directors adopted annual budgets and other policies shall be reimbursable. The President shall authorize the reimbursement of the Chief Executive Officer expenses and the Chief Executive Officer shall authorize the reimbursement of the expenses of others in accordance with Board of Directors adopted policies.

Expense Recipients: The following shall be authorized expense reimbursement recipients:

- Staff Members

- Committee Members
- Others as authorized by policy.

Expense Reporting and Documentation: Expenses shall be reported on prescribed voucher forms and documented with receipts whenever possible before being reimbursed. Expenses shall be reported monthly and any expenses over three (3) months old may not be reimbursed. All expense reimbursement requests for a particular fiscal year must be received prior to January 15 for the prior fiscal year.

Reimbursable Transportation Expenses: Reimbursable modes of transportation shall be economy airfare, where available; automobile mileage at the rate allowed by the Internal Revenue Service (for driver only); airport limousine, bus and taxi. All travel shall be accounted for as required by IRS guidelines. Reimbursement of travel expenses is for actual dollars with receipt - no reimbursement for frequent flyer miles is allowed.

Transportation reimbursement should be made on the basis of the least expensive mode available whenever possible, i.e., if an automobile mileage rate is less expensive than an airfare rate, the automobile mileage rate will be the basis of reimbursement, unless otherwise authorized by the Chief Executive Officer.

Committee member expenses related to automobile mileage while on authorized Committee business shall be in accordance with adopted policy and budget if prior approval for such reimbursements is received by the Committee Chair from the President.

Reimbursable General Expenses: Reimbursable expenses shall be transportation; parking; lodging; meals; gratuities; registration fees and other normally accepted business-related expenses authorized by the Chief Executive Officer in accordance with the adopted policies and the annual budgets.

3.7 Designated Funds

Contingency Fund: The Oregon Association of REALTORS® shall maintain a Contingency Fund in the amount of not less than an amount equal to six months of the previous year's operating budget. The Contingency Fund shall be funded initially from existing cash assets which have accumulated from excess revenue over expenses. The Contingency Fund shall be placed in a separate account with all interest accruing to the Contingency Fund. In the event the Contingency Fund is depleted to less than \$250,000, a \$3.00 special assessment charge to each Board/Association Member (as defined in Article II, Section 3 of the Bylaws) shall be allocated to the Contingency Fund, effective with the next budget year, and shall remain in effect until the Contingency Fund again reaches the six-month target amount. Nothing in this policy shall be interpreted to limit other funding sources for the Contingency Fund.

The Contingency Fund shall be used to provide funding for unanticipated expenses, to balance the operating budget if revenue projections are not met in any given year, other contingencies or opportunities or for worthwhile programs for which funds were not available when the Board of Directors adopted the then-current budget.

Control of the Contingency Fund vests in the Executive Committee. The Executive Committee shall review the adequacy of the amount of the Contingency Fund not less than every two years.

Building Reserve: The Oregon Association of REALTORS® shall maintain a building/office maintenance fund in the amount of not less than \$50,000. The funds shall be placed in a separate account with all interest accruing to the fund. The funds shall be used to provide funding for unanticipated

expenses related to the Association's office space or as a temporary loan to the LLC for unanticipated expenses related to the building.

Control of the building/office maintenance fund vests in the Executive Committee. The Executive Committee shall review the adequacy of the amount of the fund not less than every two years.

Other Designated Funds: From time to time it may be necessary to establish special funds for various purposes. Funds established for periods of two (2) years or less will be by motion of the Board of Directors. Funds established for longer periods will necessitate an amendment to the Policy Manual of the Association. In the creation of any fund, the Board of Directors shall specify: 1) source of funds; 2) purpose of fund; 3) authorized use of funds; 4) accrual of interest; 5) fund minimum or maximum balance; and 6) other items as necessary.

3.8 Financial Procedures

Following are procedures for the Oregon Association of REALTORS® (OAR). The purpose is to ensure that assets are safeguarded, that financial statements are in conformity with generally accepted accounting principles, and that finances are managed with responsible stewardship.

All personnel with a role in the management of OAR's fiscal operations are expected to uphold the policies and procedures in this manual. It is the intention of OAR that this accounting manual serve as our commitment to proper, accurate financial management and reporting.

GENERAL

1. The Board of Directors formulates financial policies, delegates administration of the financial policies to the CEO, and reviews operations and activities.
2. The CEO has management responsibility including financial management.
3. Current job descriptions will be maintained for all employees, indicating financial duties and responsibilities.
4. Financial duties and responsibilities must be separated so that no one employee has sole control over cash receipts; disbursements; payroll; reconciliation of bank accounts; etc.
5. All employees involved with financial procedures shall take vacations or leaves of 5 consecutive work days each year. During such periods, back-up personnel who have been cross-trained in their duties will perform their tasks.
6. The Fiscal Manager will maintain a current and accurate log of the chart of accounts, job accounts and accounting classes.
7. These policies and procedures will be reviewed annually by the OAR Executive Committee, which will forward any recommendation for changes on to the Board of Directors.

DIVISION OF DUTIES

The following is a list of personnel who have responsibilities within the accounting department:

President

- Review CEO credit card reconciliation and request for reimbursement reports.

Designated Board Members (Currently the President, President-Elect, and Finance Review Committee chair)

- Check signing authority on all OAR, and related accounts.

Finance Review Committee

1. On a rotating basis, at least one Committee member will login monthly to OAR Bank accounts and review statements.
2. Via conference call, or face to face meeting as needed, Committee will review financial statements produced and distributed by the Fiscal Manager no less than quarterly (Committee will determine frequency).
3. Committee chair will report on the financial status at all Executive Committee and Board meeting.

CEO

1. Reviews all financial reports.
2. Authorizes all inter-fund transfers.
3. Reviews all bank reconciliations.
4. Reviews the payroll summary for the correct payee, hours worked and check amount.
5. Approves all reimbursements.
6. Reviews and approves all vouchers and invoices not approved by a specific program area manager.
7. Reviews and approves all credit card reconciliation and request for expense reimbursement reports from staff and volunteers

Staff Program Managers

1. Reviews and approves all financial reports relating to their program area.
2. Reviews and approves list of pending check disbursements for program related expenses.
3. Reviews all vouchers and invoices for those checks which require his or her signature.
4. Manages the program area accounts.

Fiscal Manager and/or Assistant

1. Receives and reviews bank statements.
2. Processes all receipts and disbursements.
3. Processes the payroll, including payroll tax returns.
4. Submits requests for inter-fund transfers.
5. Maintains and reconciles the general ledger monthly.
6. With the CEO, and with input from the department directors, develops the annual budget proposal and submits to the Budget Committee for review.
7. Prepares all financial reports, including requests for reimbursements.
8. Manages the petty cash fund.
9. Reconciles the bank accounts.
10. Reconciles the statement of credit card deposits and service charges.
11. Double-checks all reimbursement requests against receipts provided.
12. Maintain a current and accurate log of the chart of accounts, job accounts and accounting classes.

Receptionist

1. Receives all incoming mail.
2. Distributes to Executive Assistant unopened.
3. Mails all checks for payments.

Executive Assistant

1. Opens all finance related mail.
2. Distributes to appropriate department.

Two Most Senior Staff Directors

1. Acts as second signatory on checks.
2. Reviews all vouchers and invoices for those checks which require his or her signature.

All Department Directors

1. Develops first draft of department budgets and works with the CEO and Fiscal Manager to create annual budget proposal.
2. Accountable to approved departmental budgets in purchasing decisions and in preparing check request vouchers with the proper account code.

Program Assistant, Membership

1. Processes credit card payments for member dues, conference registration fees, etc.

CASH RECEIPTS (includes checks)

1. The receipt of checks or cash will be recorded in the accounting system. All other checks or cash will be immediately forwarded to the Fiscal Manager.
2. A report will be printed that includes the source and amount of the receipt as well as the total daily deposit amount.
3. The checks and cash will then be forwarded to the Financial Assistant, who will complete deposit slips in duplicate. Receipts and deposit slip will be placed in an envelope for US Bank.
4. The Financial Assistant will verify deposited funds prior to sealing the envelope. Either the CEO or the Fiscal Manager will then make the deposit in person.
5. Documentation for all receipts (a copy of check, letter, etc.) will be attached to the duplicate slip and filed chronologically.
6. All receipts will be deposited intact. No disbursements will be made from cash or check receipts prior to deposit.
7. The Fiscal Manager will record each cash payment received in a number receipt book with a duplicate for the payer. Cash shall be locked in a secure location until deposited in the bank.
8. The CEO will receive a copy of all deposit reports for review.

CASH DISBURSEMENTS

A. Check Authorization

1. All invoices will be immediately forwarded to the Fiscal Manager, who will review all invoices for mathematical accuracy, validity, conformity to the budget (or other board authorization.)
2. Prior to payment, all invoices will be approved by the appropriate staff program manager.
3. The appropriate Program Manager will code the invoice with an appropriate expense or other chart of accounts line item number, class and job number (where applicable).
 - a. By approving an invoice, the staff program manager indicates that it has been reviewed and authorizes a check.
 - b. The Fiscal Manager will ensure that all conditions and specifications on a

contract or order have been satisfactorily fulfilled, including inventorying items received against packing slip counts. The Fiscal Manager is also responsible for timely follow-up on discrepancies and payment.

4. Approved invoices will be entered into the accounting system.
5. The Fiscal Manager will prepare checks on a weekly basis.
6. Authorized signers on OAR accounts include the President, President-Elect, Finance Review Committee Chair, CEO, and two most senior members of Senior Staff (and the Chair and Vice Chair of ORPAC, for ORPAC checks). The Fiscal Manager shall not be an authorized check signer.

B. Checks

1. The Fiscal Manager will be responsible for all blank checks.
2. All checks will be signed by the CEO and/or other designated check signers.
3. Voided checks will have "VOID" written boldly in ink on the face and have the signature portion of the check torn out. Voided checks will be kept on file.
4. In no event will:
 - a. invoices be paid unless approved by the appropriate staff program manager.
 - b. blank checks (checks without a date or payee designated) be signed in advance.
 - c. checks be made out to "cash", "bearer", "petty cash", etc.
 - d. checks be prepared on verbal authorization, unless approved by the CEO.
5. In the event that it is necessary to issue a duplicate check for checks in an amount over \$15, a stop payment will be ordered at the bank on the original check.

C. Bank Reconciliations

1. Bank statements will be received directly and opened by the Receptionist, who will then route to Fiscal Manager.
2. The Fiscal Manager will reconcile the bank statement monthly.
3. The members of the Finance Review Committee will receive monthly statements of checks paid on all accounts.
4. The CEO shall verify the reconciliation of the bank accounts on at least a quarterly basis.
5. On all checks outstanding over 90 days, the Fiscal Manager should take appropriate action.

PURCHASING

A. Purchases under \$5,000

1. All purchases over \$1,000 must be approved in advance by the CEO.
2. The staff program manager is responsible for knowing if the item ordered is within the budget and guidelines.
3. If purchase is less than \$500, persons authorized by the staff program manager for immediate purchase and delivery can make the purchase. When this is done, invoice copies are to be turned in to the staff program manager and Fiscal Manager.

B. Purchases over \$5,000

1. All purchases including services over \$5,000 must be approved in advance by the CEO.
2. The staff program manager will obtain at least 3 bids wherever possible unless prior approval by CEO has been obtained.
3. Purchases of over \$5,000 will not be fragmented or reduced to components of less than \$5,000 to avoid the bid process.

TRAVEL & EXPENSE REIMBURSEMENT

1. Each employee will complete an expense voucher if any traveling on behalf of OAR. Voucher should include all expenses including personal credit card charges.
2. The expense voucher will be submitted within 30 days for payment, with a total, signed by the employee, and authorized for payment by the CEO.
3. Reimbursement will be based upon current travel policies. Receipts must be attached to the expense voucher for lodging, common carrier transportation, and for meals where required.
4. Incomplete expense vouchers will be returned.
5. Members that travel on behalf of the association and employees will be reimbursed for travel and other related expenses at the rate set by the Board through the annual budget. The CEO must approve employee travel and workshop expenditures prior to their occurrence. The organization will reimburse no more than the standard mileage rate for the business use of a car as established by the IRS. OAR will reimburse meal expenses incurred in direct connection with OAR employment.

CONSULTANTS

1. Consideration will be made of internal capabilities to accomplish services before contracting for them.
2. Written contracts clearly defining work to be performed, terms and conditions will be maintained for all consultant and contract services.
3. The qualifications of the consultant and reasonableness of fees will be considered in hiring consultants.
4. Consultant services will be paid for as work is performed or as delineated in the contract.
5. The Board of Directors will approve audit and other significant contracts.
6. The Fiscal Manager will prepare 1099 returns for consultants at year-end.

PROPERTY

A. Equipment

1. Equipment shall be defined as all items (purchased or donated) with a unit cost of \$1,000 or more and a useful life of more than one year.
2. The Fiscal Manager will maintain an inventory log, which shall list a description of the item, date of purchase or acquisition, price or fair value of the item and its location.
3. A depreciation schedule shall be prepared at least annually for the audited financial statements.
4. The Fiscal Manager will record all equipment in the accounting system. An entry must be made whenever property is disposed of or acquired.

LEASES

A. Equipment

1. The CEO will review all leases.
2. All leases, clearly delineating terms and conditions, will be approved and signed by the CEO.
3. The CEO will keep a copy of each lease on file.
4. The Fiscal Manager will be notified of each lease and lease specifications, and will make proper general journal entries for same.

INSURANCE

1. Reasonable, adequate coverage will be maintained to safeguard the assets of the

corporation. Such coverage will include property and liability, workers' compensation, employee dishonesty and other insurance deemed necessary.

2. The CEO will carefully review insurance policies before renewal.
3. The CEO will maintain insurance policies in insurance files.
4. Insurance policies will correspond to the calendar year whenever possible.
5. The Fiscal Manager will prepare and maintain an insurance register.

BOOKS OF ORIGINAL ENTRY

1. OAR will utilize a double entry system for accounting for all funds.
2. Adequate documentation will be maintained to support all general entries.
3. Prior to the 15th of each month, the Fiscal Manager will prepare a Balance Sheet, Statement of Activities, and Statement of Activities by Program area for the previous month that will be reviewed by the CEO and the Finance Review Committee.
4. The Statement of Activities report will include a comparison to the budget.
5. Chair of the Finance Review Committee shall report on the financial status of OAR at all meetings of the Executive Committee and Board of Directors.
6. OAR will maintain its accounting records on the accrual basis in a manner that facilitates the preparation of audited financial statements conforming to generally accepted accounting principles.
7. It will be the responsibility of the CEO to ensure that all financial reports are submitted on a timely basis.

OTHER

A. Non-Programmable Income

1. Donations of cash and non-program related income will be separately accounted for.

B. Accounts Receivable

1. Documentation will be maintained for accounts receivable.
2. Accounts receivable will be recorded in the books and collected on a timely basis.

C. Financial Policies and Procedures

1. Financial policies procedures will be reviewed bi-annually by the Finance Committee. The Board of Directors must approve changes to the financial policies and procedures prior to implementation.

D. Audits

1. The Board of Directors shall annually contract with an independent auditing firm to perform a full audit of all OAR accounts, and accounts of all other associated organizations.

E. Credit Cards

1. OAR authorizes credit cards for the President and key staff for the purpose of facilitating business purchases including business travel that is not easily handled through normal disbursement processing. Due to the potential for theft, misuse, and auditing problems, use of OAR credit cards shall be monitored carefully. The Fiscal Manager reviews all credit card purchases, and the CEO must approve all payments. Misuse of credit cards or failure to follow these procedures will lead to restrictions or loss of credit card privileges.
2. Each card holder is given instruction when they receive the card designed to ensure that the cards are used for OAR business only and to protect against misuse and theft and must sign a declaration of his/her understanding.

3. Only the CEO, VP of Business Development, and Government Affairs Director are allowed to keep possession of the card issued in their name. Other key employees, with cards issued in their name, are allowed to “check out” their card when needed for business related purchases.
4. The Finance Manager must be notified immediately if a card is lost or stolen. If the Finance Manager is unavailable, the CEO or other designee will be contacted.
5. Appropriate credit limits are established by the CEO for each card and a list of all card holder and card holder numbers is maintained by accounting.
6. Credit cards for employees who resign or are terminated are canceled immediately by the Fiscal Manager.
7. OAR card holders must submit a CREDIT CARD RECONCILIATION report on or before the 10th of every month. Failure to do so may result in a loss of OAR credit card use. As such, employees would then have to use personal cards for business related travel and purchases and submit a completed EXPENSE REIMBURSEMENT FORM, including all receipts.

F. Personnel Files

1. The Fiscal Manager will maintain a personnel file for each employee, containing appropriate documents, such as the signed offer of employment agreement, approval of changes in compensation, an I-9 immigration form, and withholding forms for taxes, benefits, deferred compensation, et. al.
2. Personnel files will be kept in a locked cabinet in the office of the CEO.

Section 4 General Operations Policies

4.1 REALTOR® Plaza

The Oregon Association of REALTORS® maintains a building for its operations. Since the membership of the Association supports the building, it should be made available, within reasonable guidelines, for the use by member firms and REALTORS®.

Local Associations: The Oregon Association of REALTORS® office will be made available, schedule permitting, at no charge to local Associations for meetings of the Association’s members. The Association should ensure that a reservation is made. The local Association Executive or a representative of the Association will be held responsible for the condition of the building when it is being used during non-working hours.

Member Firms: The Oregon Association of REALTORS® office will be made available, schedule permitting, at no charge to member firms for meetings of the firm's REALTOR® members. The firm should ensure that a reservation is made. A representative of the firm will be held responsible for the condition of the building when it is being used during non-working hours.

Individual Members: The Oregon Association of REALTORS® office shall be made available, schedule permitting, at no charge to individual members of OAR provided the use of the building is industry- or REALTOR®-related and not for private gain.

Non-Members: The Oregon Association of REALTORS® office will be made available to industry-related non-members at the discretion of the CEO. The individual/firm desirous of using the building

shall be held responsible for the condition of the building when it is being used during non-working hours.

The Oregon Association of REALTORS®, through its Chief Executive Officer, reserves the right to deny building usage when it is determined that such permission to use it would not be in the best interest of the members and/or the industry.

4.2 Authorized Spokesperson

The President, President-Elect and the Chief Executive Officer shall be the only authorized spokespersons for the Oregon Association of REALTORS®. No other individuals shall speak for the Oregon Association of REALTORS® on matters affecting the Oregon Association of REALTORS® or its membership as a whole without prior approval of the President or Chief Executive Officer.

4.3 Media Cooperation

The media may be a means of communicating not only with various sectors of the public but also the members of the Oregon Association of REALTORS®. The position of the Association is to cooperate with the media so as to accomplish the following objectives:

- To develop cooperative relationships and free exchange of communications.
- Provide an avenue to influence various publics relating to REALTOR® issues.
- Promote REALTOR® policies and positions.
- Promote the professional identity of the Oregon Association of REALTORS® and its members.
- The President shall be the official spokesperson for the Oregon Association of REALTORS® and shall delegate this responsibility whenever necessary to that member of the Association or staff most capable of addressing the issue.

4.4 Request for Speakers

Requests for speakers or other resource people relative to the Oregon Association of REALTORS® policies, programs, procedures and activities shall be coordinated through the Chief Executive Officer.

4.5 Publications

The CEO shall review and approve the development of any publications.

4.6 Cooperation with Other Associations

The Oregon Association of REALTORS® shall have a policy that an open attempt will be made to interface with other trade, professional and labor organizations when necessary with the following intentions:

- To develop cooperative relationships and open lines of communication.
- To develop avenues for political action and lobbying cooperation.
- To promote REALTOR® policies and positions.
- To promote the professional identity of the Association and its members.

4.7 Legal Action Program Operating Procedures

I. DEFINITIONS

As used in this Statement:

- A. "Applicant" means a Board Member, Member Board or any Key Committee of the Oregon Association of REALTORS[®], who has:
 - 1. been or will be named as party in a lawsuit, appeal, or quasi-judicial or administrative proceeding; and
 - 2. signed a Request for Assistance which has been submitted by a Member Board (except for Key Committees or OAR).
- B. "Board Member" means any active member of a Member Board as defined in (G) below.
- C. "Committee" means the Legal Action Committee.
- D. "Chief Executive Officer" means OAR's Chief Executive Officer or his/her designee.
- E. "Fund" means the Legal Action Fund.
- F. "Legal Counsel" means legal counsel for OAR.
- G. "Member Board" means any Board of REALTORS[®] within the State of Oregon which holds membership in good standing in this Association and in the National Association of REALTORS[®].
- H. "OAR" means the Oregon Association of REALTORS[®].
- I. "Submitting Member Board" shall be the Member Board (if any) submitting a Request for Assistance to the Legal Action Committee.

II. PROCEDURE

- A. Request for Assistance
 - 1. Timely Filing with Committee. As delay in judicial processes can harm or defeat a claim, the Committee may decline to consider a Request for Assistance which the Committee deems to be filed too late for the Committee to react in a responsible manner.
 - 2. Proceeding against OAR Member Board or Board Member.
 - a) Proceeding Against OAR. When a legal or an administrative proceeding is filed or threatened to be filed against OAR, information regarding the proceeding should be submitted in writing and in detail to the Chief Executive Officer, along with all pertinent papers.
 - b) Proceeding Against a Member Board or Board Member. When a legal or an administrative proceeding is filed or threatened to be filed against a Member Board or Board member, and the Member Board or Board member believes that the proceeding involves an issue which is important to Member Boards or OAR generally, information about the proceeding should be submitted immediately to the Board of Directors of each relevant Member Board. The information should be submitted in writing and in detail, along with all pertinent papers. If the Board of Directors of a Member Board determines that the proceeding involves an issue which is important to Member Boards or OAR generally, it should forward the fully completed "Request for Assistance" (Exhibit "A") to the Chief Executive Officer.
 - 3. Litigation. If litigation is filed or threatened which does not name the Oregon Association of REALTORS[®], a Member Board or Board Member in the Lawsuit (but otherwise meets the criteria of Paragraph V of this Statement of Policy and Procedure) the Executive Committee, the Committee, the Chief Executive Officer, or Legal Counsel may request that

the Oregon Association of REALTORS® participate (by intervention, negotiation or otherwise) in the filed or threatened litigation.

4. Amicus Curiae. The Board of Directors of a Member Board, the Committee, or Legal Counsel, may request that the Oregon Association of REALTORS® appear amicus curiae in a proceeding at any appellate level.

B. Consideration by the Oregon Association of REALTORS® Chief Executive Officer and Legal Counsel

The Chief Executive Officer shall promptly screen each request. Upon determination by the Chief Executive Officer that the request is complete, the request, along with all pertinent papers and information, shall be forwarded to and reviewed by Legal Counsel. Legal Counsel shall make a recommendation to the Committee with regard to the request.

C. Consideration by Committee

1. No request shall be considered by the Committee unless all the pertinent papers and information are received by the Chief Executive Officer in time for the Oregon Association of REALTORS® to provide meaningful assistance.
2. The Committee, in consultation with Legal Counsel, shall consider the request according to the criteria of this Statement, and prepare a memorandum of recommended action to the Association's Executive Committee.

D. Consideration by the Oregon Association of REALTORS® Executive Committee

1. The Committee's recommendation shall be considered at the next regular meeting of OR's Executive Committee or at a special meeting called for that purpose. The Committee members may be present when the recommendation is considered by the Executive Committee.
2. The Executive Committee may adopt, reject or order the Committee to reconsider the recommendation. In the event that the Executive Committee orders reconsideration, the Executive Committee may adopt or reject the Committee's subsequent recommendation, or make its own decision on the Request for Assistance.
3. In each case in which the Executive Committee authorizes the expenditure of monies from the Fund, the Oregon Association of REALTORS® Executive Committee shall have sole discretion as to hiring the lawyers which will provide representation in a proceeding.

E. Proper Communications Channel

All communications, verbal or written, regarding a request for assistance shall be directed to the OAR Chief Executive Officer.

F. Appeals

1. Appealing the Committee's Decision
Each submitting Member Board and each Applicant has a right to appeal the Committee's recommendation to the Association's Executive Committee.
2. Appeal of Executive Committee's Decision
If OAR's Executive Committee rejects the Committee's recommendation in whole or in part, the Committee, each Submitting Member Board and each

Applicant has a right to appeal the Executive Committee's recommendation to OAR's Board of Directors.

3. Consideration of Appeals by the Board of Directors

The Board of Directors may take whatever action on the appeal it deems appropriate, consistent with the criteria of this Statement.

4. Procedure on Appeal

The procedure for appeals shall be established by the body considering the appeal.

III. LEGAL ACTION FUND

A. Monies

1. The Fund shall be established according to OAR Bylaws, and maintained pursuant to OAR Bylaws, by special dues and contributions, and by appropriations approved by the Oregon Association of REALTORS® Board of Directors.
2. Each Applicant on whose behalf monies from the Fund were expended shall reimburse the Fund in full out of the proceeds of any monies awarded in a proceeding. In the event that the award is insufficient to reimburse the Fund in full, the entire award shall be paid to the Fund, unless otherwise determined by the Committee.

B. Limitations

1. All authorized expenditures shall be submitted to OAR for payment.
2. The Fund may not be used in any manner which would constitute the inurement of earnings and assets of OAR to the benefit of any individual in a manner which would be inconsistent with maintenance of OAR's exemption under Section 501(c)(6) of the Internal Revenue Code.
3. The Fund may not be used on behalf of an Applicant to pay any judgment or settlement for damages, fine or any other monetary award.

IV. USE OF FUND

The Fund shall be used according to the criteria of assistance provided in Article V of this Statement. The Fund shall be used to pay for attorney fees, costs, disbursements and expenses for OAR, a Member Board, a Board member or the Applicant for the following purposes only and subject to any monetary restriction imposed by the OAR Bylaws:

A. Legal Action

1. Participation in litigation affecting REALTORS® as a class and/or the real estate industry as a whole.

B. Legal Defense

1. Amicus Curiae. To present argument as a "friend of the court" at the appellate level of a proceeding.
2. Defense of an Action. To defend an action.
3. Other. To intervene, or otherwise participate at a trial, quasi-judicial or administrative proceeding, or the like.

C. Legal Counsel and Consultants

1. To pay all costs of legal and other advice necessary for consideration by the Committee.

V. ASSISTANCE BY THE OREGON ASSOCIATION OF REALTORS®

The Committee, with the advice of Legal Counsel, shall determine whether OAR should provide assistance based on the following criteria:

1. Assistance is likely to increase the probability of a result favorable to the real estate industry and the interest of the public as a whole.
2. The outcome of the proceeding may be the establishment of a legal precedent of importance to the real estate industry.
3. The proceeding may affect, adversely or favorably, the ability of OAR to continue to function as an effective association.
4. The proceeding involves a principle of law or an administrative regulation which may substantially affect a significant number of Member Boards or Board Members.
5. Goals consistent with the policies of OAR may be achieved in the proceeding.
6. The cost of assistance is reasonable under the circumstances.
7. Such other matters as the Committee deems appropriate.

See Appendix 4.7 for Legal Action Committee Request for Assistance Form.

4.8 Public Requests for Referrals

During the course of the year, many calls come into the Oregon Association of REALTORS® office requesting information on member firms, REALTOR® assistance or inquiries into specialized areas of the real estate industry.

The Oregon Association of REALTORS® does not respond to requests from the general public, written or verbal, for references or recommendations of individual members.

4.9 Solicitation

All solicitations for funds, project financings or endorsements will be submitted to the Executive Committee for either approval or recommendation to the Board of Directors prior to funding, financing or implementation of the endorsement. Donation requests from religious, educational, philanthropic or civic organizations will be treated as a solicitation.

4.10 Mailing Lists

The Association will not sell or divulge member e-mail addresses to non-REALTOR® groups.

The names, physical office addresses and email addresses of all current Committee members, Board of Directors and Executive Committee members will be posted on the members-only section of the Oregon Association of REALTORS® website. All members will be required to agree to a use disclaimer prior to access of contact information.

4.11 Commitment to Free Trade & Competition

The Oregon Association of REALTORS® does not and will not establish or maintain fixed or recommended commission rates, listing terms or services provided to principals. Commissions, listing terms and services are a matter of negotiation between the principal and the principal's agent. The Oregon Association of REALTORS® will not interfere in such negotiations or inhibit or restrict in any way the freedom of members to negotiate their own business agreements. In order to avoid even the appearance of anti-competitive behavior or purpose, participants in all meetings called or sponsored by the Oregon Association of REALTORS® will discuss only the legitimate business purposes of the

Association as prescribed in the meeting agenda and recorded in the minutes of the meeting. The chairperson of any meeting called or sponsored by the Oregon Association of REALTORS® shall not allow discussion of commission rates, listing terms, services, or other subjects that might be viewed as potentially anti-competitive and will remind those in attendance of the Association's commitment to free trade and competition. If anyone in attendance at a meeting called or sponsored by the Oregon Association of REALTORS® persists with discussions that could give the appearance of anti-competitive behavior or purpose, the meeting shall be adjourned. The minutes of the meeting shall reflect the reason for adjournment and the incident shall be reported immediately to the Legal Affairs Department.

The most important antitrust statutes relating to Association activities are the Sherman Act (Section 1) and the Federal Trade Commission Act (Section 5).

Section 1 of the Sherman Act prohibits "contracts, combination, or conspiracies...in restraint of trade." The act also prohibits any understanding affecting the price of a product (or service) regardless of the purpose of the understanding.

The Sherman Act is a criminal conspiracy statute. If a member merely sits by at a meeting while other members of the Association engage in an illegal discussion concerning price-fixing, he/she may be held criminally responsible, even though he/she said nothing during the discussion.

The Federal Trade Commission Act prohibits "unfair methods of competition in or affecting commerce, and unfair or deceptive acts or practices in or affecting commerce." Unlike the Sherman Act, the Federal Trade Commission Act reaches anti-competitive acts committed by single persons or companies, whether or not there is any agreement or "combination;" like the Sherman Act, it also covers joint actions.

The following shall serve as guidelines for the Oregon Association of REALTORS® concerning restraint of trade:

- It is the intention of the Oregon Association of REALTORS® to comply fully with antitrust statutes.
- All governance personnel, governance advisory personnel, staff, and members of the Association shall refrain from any restraint of trade activities.
- The CEO or legal counsel shall periodically update members concerning restraint of trade problems.
- The CEO may obtain legal counsel review of all new Association programs or changes in existing programs that may have potential restraint of trade implications.
- All Board meetings shall be regularly scheduled, whenever possible.
- The staff may obtain legal counsel review of any meeting agenda items that may have potential restraint of trade implications.
- Any action which had the effect of rejecting a membership application or suspending or expelling a member should be reviewed by legal counsel before becoming final.
- A record retention and disposal program shall be developed and implemented.
- Governance personnel, governance advisory personnel, nor staff shall communicate with officials of the Federal Trade Commission or the Antitrust Division of the Department of Justice without prior approval of the Oregon Association of REALTORS® president and Chief Executive Officer.
- The following topics shall be avoided at any meeting of the Oregon Association of REALTORS®:
 - Current or future prices
 - "Fair" profit levels
 - Increases or decreases in prices
 - Standardization or stabilization of prices

- Pricing procedures
- Cash discounts
- Credit terms
- Control of sales or services
- Allocation of markets
- Refusal to deal with a corporation because of its pricing or distribution practices.
- Whether or not the pricing practices of a colleague are ethical, appropriate, unethical or constitute an unfair trade practice.

4.12 Notifications

In the event any officer, or member of the Executive Committee or Board of Directors is made aware of any policies, activities or decisions of a local Board/Association which may have an immediate or potential impact on other local Boards/Associations, the Oregon Association of REALTORS® or its general membership, such information shall be reported to the Chief Executive Officer for appropriate action, if any.

4.13 Whistle Blower Policy

The Oregon Association of REALTORS® is responsible for the stewardship of member and employee contributions and resources. In fulfilling that responsibility, the Association is committed to compliance with all laws and regulations to which it is subject. In addition to complying with the law, the Association is committed to the ethical and fair treatment of its volunteers and employees. This Policy provides an avenue for volunteers or employees, without concern that they will be subject to retaliation or reprisal, to raise concerns regarding financial wrongdoing which may include, but is not limited to:

- Questionable accounting practices;
- Fraud or deliberate errors in financial statements or recordkeeping;
- Deficiencies in accounting controls;
- Misrepresentations to the Executive Committee or Board of Directors regarding the financial condition of the Association; and
- Intentional or unintentional violations of laws or regulations.

If any volunteer or employee reports, in good faith, what the volunteer or employee believes or knows to be a violation of the law and/or financial wrongdoing to the Association, it is the Association's policy that there will be no retaliation taken against the volunteer or employee. Any volunteer or employee will be subject to discipline up to, and including, dismissal from the volunteer position or termination of employment if they, against this policy, retaliate against someone who has in good faith reported their concern. In turn, allegations made in bad faith, if proven to be unsubstantiated and made maliciously, recklessly or with the knowledge that the allegations were false, will be viewed as a serious offense and may result in discipline, up to and including dismissal from the volunteer position or termination of employment.

Any report of a known or suspected violation of the law and/or financial wrongdoing should be reported to the Chief Executive Officer and/or the current sitting president for investigation and appropriate action. In the event the charge is against the Chief Executive Officer, the report of a known or suspected violation of the law and/or financial wrongdoing should be reported to the current sitting president or immediate past president for appropriate action. To the extent possible, reports made under this policy will be kept confidential consistent with the need to conduct an adequate investigation. The whistle

blowing procedure is intended to be used for serious issues and, as such, volunteers and employees are reminded of the importance of keeping financial matters confidential.

4.14 Access to Legal Counsel

Legal counsel staff will be available to discuss governance issues and other issues impacting or regarding the Oregon Association of REALTORS®. Legal counsel will not be generally available to discuss or give legal advice regarding personal business or private legal matters, unless the matter comes properly through the Legal Hotline, administered and staffed by the Legal Affairs staff.

4.15 Affinity Programs, Products & Services

The propriety and value of all affinity programs, products and services will be measured against the following criteria:

- The program, product or service must fall within the scope of the strategic plan.
- The program, product or service must address a member need or provide a member benefit.
- The program, product or service must represent a dollar savings or other benefit that the members cannot obtain in the open market.
- The program, product or service must have an adequate potential market.
- The program, product or service may not unreasonably increase expenses or staff effort of the Oregon Association of REALTORS®.
- The program, product or service may not significantly increase the legal liability of the Oregon Association of REALTORS®.

4.16 National Association of REALTORS® Regional Vice President Support

The Oregon Association of REALTORS® will provide an amount annually budgeted to the home state of the then current National Association of REALTORS® Region 12 Vice President to help defray travel costs for the Region 12 Vice President to attend National Association of REALTORS® meetings.

4.17 Region 12 Nominating Committee, Regional Strategic Planning, and Finance Committee Appointments

The President or the President's designee of the Oregon Association of REALTORS® shall serve as Oregon's representative on the Region 12 Nominating Committee. The President of the Oregon Association of REALTORS®, on an every other year basis, shall appoint a designee to serve as Oregon's representative on the Region 12 Regional Strategic Planning and Finance Committee. The designee shall serve a two-year term and must be a past or present NAR Director.

4.18 Endorsement of Candidates for the National Association of REALTORS® Office

The Oregon Association of REALTORS®' National Directors, by majority vote, shall have the authority to endorse a candidate or candidates for National Association of REALTORS® office on behalf of the Oregon Association of REALTORS® and shall do so in a time and manner which will provide maximum benefit to and for the Oregon Association of REALTORS®. Nothing in this Policy shall require or authorize the Executive Committee to financially support such candidate or candidates or to commit staff resources to such candidate or candidates' campaigns.

4.19 Vacancy of National Director Position

Section 1: Per Bylaws (Article 7, Section 7), “Any Association at-large NAR Director vacancies which occur between regularly scheduled Association elections shall be filled by the Association President with the approval of the Executive Committee or the Board of Directors at the next regularly scheduled meeting. Large local association NAR Director vacancies which occur between regularly scheduled Association elections shall be filled by the large local association where the vacancy has occurred, with the approval of its Executive Committee or Board of Directors.” The affected Large Firms shall fill Large Firm NAR Director vacancies.

Section 2: Should an at large NAR Director be elected to the position of Region 12 Vice President and their term as Director is concurrent with their RVP position, the Director shall vacate their at large NAR Director position for their term as RVP and the vacancy shall be filled by the OAR President, with the approval of the Executive Committee or the Board of Directors at the next regularly scheduled meeting. Should their term as NAR Director exceed their term as RVP, at the end of their RVP term they shall assume their original position as at large NAR Director and serve the remainder of that term. Should a Portland Metropolitan Association of REALTORS® NAR Director be elected as RVP, they will be encouraged to replace the Director for the term of the RVP with another REALTOR®.

4.20 Policy for State Professional Standards Hearing

Unless otherwise stipulated in this document, the procedures to be followed shall be those recommended by the National Association of REALTORS® in the *Code of Ethics and Arbitration Manual*.

4.21 Arbitration Procedure

The Oregon Association of REALTORS® shall conduct arbitrations based on Option #3 in Part 10 Section 48 of the National Association of REALTORS® *Code of Ethics and Arbitration Manual*.

4.22 Sexual Harassment

Generally: The Oregon Association of REALTORS® has a strict policy prohibiting all forms of sexual harassment. The policy applies to all employees when they are acting within the scope of their employment and to employees and members in connection with any Oregon Association of REALTORS® function.

No employee or member shall engage in any conduct constituting sexual harassment. No employee or member against whom a charge of sexual harassment has been made shall in any manner seek reprisal against the employee or member making the charge.

An employee or member who observes an act of sexual harassment shall report the act to the Chief Executive Officer or to a member of the Association’s Executive Committee.

Definition: "Sexual Harassment" is defined for purposes of this policy as any unwelcome sexual advance, request for sexual favors or other verbal or physical conduct of a sexual nature or with sexual overtones. It includes, but is not limited to:

- Offensive comments;
- Jokes or suggestions about the gender or gender-related physical attributes of another;

- Sexually suggestive jokes, profanity or euphemisms;
- Obscene or lewd gestures;
- Unwanted physical contact;
- The display of sexually explicit or suggestive pictures, drawings or written materials; or
- A social invitation accompanied by a discussion of performance reviews, evaluation or merit considerations.

Enforcement: All charges that an Oregon Association of REALTORS® employee has sexually harassed a member or another employee shall be referred to the Chief Executive Officer for investigation and appropriate action in accordance with the Oregon Association of REALTORS® personnel policies. All charges that a member or the Chief Executive Officer has sexually harassed an Oregon Association of REALTORS® employee or that the Chief Executive Officer has sexually harassed a member shall be referred to the Executive Committee for appropriate action, which may include, without limitation, counseling, oral or written reprimand, or expulsion from the organization.

4.23 Nondiscrimination

The Oregon Association of REALTORS® believes that every employee has the right to work in surroundings that are free from all forms of unlawful discrimination. It is the Oregon Association of REALTORS® policy that employees be treated fairly at all times, without regard to race, religion, color, sex, sexual orientation, pregnancy, childbirth, national origin, ancestry, marital status, or age (if the employee is 18 years or older) or of any person with whom the employee associates, or any expunged juvenile criminal record or physical or mental handicap of the employee, or because the Oregon Association of REALTORS® employs a family member of the employee, or on any other basis prohibited by local, state, or federal law.

4.24 Use of Cell Phones While Driving

No Association employee or member volunteer shall use a cellular phone to conduct Association business while operating a motor vehicle except pursuant to this policy. Use of a cellular telephone to conduct Association business while driving is not within the scope of any employees' work or member volunteers' duty or responsibility and no employee or member volunteer is required to use a cell phone while operating a motor vehicle. Violation of this cellular telephone policy shall be grounds for employee discipline up to and including termination.

- Employees and member volunteers shall not use a cellular phone to conduct Association business while operating a motor vehicle unless using a hands-free headset in traffic conditions that allow for the safe operation of the vehicle. If traffic conditions do not allow for the safe operation of the vehicle while using a hands-free headset, the employee or member volunteer shall discontinue the call or leave the highway and safely park the vehicle for the duration of the call.
- No employee shall dial a cellular telephone while operating a motor vehicle except by means of one-touch dialing, voice recognition or other automated means that allows full concentration on operating the vehicle. If a call must be dialed by ordinary dialing means, the employee or member volunteer shall leave the highway and safely park the vehicle while dialing.
- Only short conversations may be conducted while driving. Participation in a telephonic conference, meeting or other extended conversation while driving shall not be allowed unless the employee or member volunteer leaves the highway and safely parks the vehicle for the duration of the call.

4.25 Life Service Membership

Pursuant to Article II, Section 9, Oregon Association of REALTORS® Bylaws, "Life Service Member" status (waiver of state dues) is granted to members who meet the following requirements:

- Must have a minimum of 25 years of membership in the Oregon Association of REALTORS®
- Must be at least 65 years of age or have experienced a permanent health disability and
- Must have performed notable service for the real estate profession, the community, and for the Oregon Association of REALTORS®.

REQUIRED:

Service to OAR for a minimum of 3 years

REQUIRED:

Service on local board/association REALTOR® Committees.

And/Or

Volunteering with recognized local community volunteer programs and/or city councils, commissions, or boards.

State Life Service Member Application Guidelines:

- a) Applications for the Life Service Member status must come from the individual member via the local Association AE/EO.
- b) All local Board/Associations will be notified of the guidelines and provided with the appropriate form/application(s).
- c) State Life Service Member applications will be reviewed and approved or disapproved by the Executive Committee.
- d) Successful applicants and their Board/Association will be promptly notified.
- e) Members receiving the Life Service Member status will be recognized at the annual governance meeting.

See Appendix 4.25 for Life Service Membership Application Form.

4.26 Oregon Association of REALTORS® State REALTOR® of the Year Nomination Guidelines

The State REALTOR® of the Year (ROTY) Program is designed to recognize a REALTOR® member from one of our Member Boards/Associations in Oregon who has provided outstanding service to all REALTOR® organizations (local, state and national), their profession and their community, primarily during the past 7 years.

Member Boards/Associations may submit candidates for the Oregon Association of REALTORS® ROTY recognition by submitting the individual's name to the Association along with the required applicant information. The State REALTOR® of the Year will be acknowledged at the Spring Governance meetings.

The Purposes of the ROTY Program:

- to recognize and reward deserving REALTOR® members for efforts and work on behalf of their fellow REALTORS®, their profession and their community;
- to communicate to the general public, by these outstanding examples, the professionalism of

REALTORS® and the outstanding work they do for their clients, customers, industry and community;

- to exemplify the qualifications, involvement and contributions of those REALTORS® required to be considered for leadership positions in organized real estate; and
- to foster a spirit of competition among those REALTORS® who make outstanding contributions to their REALTOR® organizations, the profession, and the community in which they live.

Guidelines for Selection of State REALTOR® of the Year

REALTOR® SPIRIT (25%) Faithfulness and adherence to the principles of organized real estate, real estate laws and regulations, Board/Association Bylaws and the National Association of REALTORS® Code of Ethics; time and effort expended in furthering principles of good real estate practices in their own business and among other real estate brokers, the press and the general public; attainment of professional designations; etc.

ACTIVITY IN STATE ASSOCIATION (25%) State association offices and leadership positions held; committee work; attendance and participation at state conventions, directors' meetings and education programs; etc.

ACTIVITY IN MEMBER BOARD/ASSOCIATION (20%) Member Board/Association offices held; committee work; special assignments; seminar and educational attendance or teaching; membership and offices held in state chapters of NAR institutes, societies and councils; etc.

ACTIVITY IN COMMUNITY AFFAIRS (15%) Local, state and national participation in civic and service clubs and charitable activities; participation on political/governmental commissions and committees; fraternal and religious involvement; etc.

BUSINESS ACCOMPLISHMENTS (10%) Public recognition of business conduct and achievements; service to clients and customers; imaginative and creative advertising programs; rehabilitation work; land utilization; etc.

ACTIVITY IN NATIONAL ASSOCIATION (5%) National offices and leadership positions held; committee work; membership and work in NAR institutes, societies and councils; attendance at National conventions and business meetings; etc.

See Appendix 4.26 for REALTOR® of the Year Application Form.

4.27 OAR's "Distinguished Service Award" (DSA) Nominating Guidelines

PURPOSE: To recognize outstanding service and contribution, over a period of years, to the Oregon Association of REALTORS®

AWARD: Oregon Association of REALTORS® Distinguished Service Award

RATIONALE: The Distinguished Service Award (DSA) supplements the REALTOR® of the Year Award and does not replace or compete with it. The REALTOR® of the Year Award (ROTY) remains the highest single honor and recognition of achievement for service to the National Association of REALTORS®, the Oregon Association of REALTORS®, and Member Boards/Associations, and, in addition, business accomplishments, REALTOR® spirit and community service are also considered.

The DSA recognizes members for their extended (lifetime) contributions and service to the **Oregon Association of REALTORS®**. Other considerations and criteria used for the ROTY are not applicable.

The implementation of the DSA award compliments the annual ROTY award, serving a separate distinct purpose, and provides for more volunteer recognition. A recipient of the ROTY award may not be considered for the Distinguished Service Award until 5 years have elapsed from their receipt of the ROTY award.

SELECTION CRITERIA:

1. A minimum of 10 years of outstanding service and contribution to the Oregon Association of REALTORS® in areas such as:
 - a. KOG/Committee/Forum Membership
 - b. KOG/Committee/Forum Leadership
 - c. Service as a State Director
 - d. Service as an Officer
 - e. Service as an NAR Director
 - f. Local Board/Association service
 - g. Business accomplishments, REALTOR® spirit and Community service
2. The award can be given to no more than two individuals per year, but need not be given every year
3. No recipient of the ROTY award may be eligible for the Distinguished Service Award until 5 years have elapsed from their receipt of the ROTY award.
4. Recipient(s) recommendations are made by the REALTOR® of the Year Committee, subject to the approval of the OAR President
5. The Award(s) are given during the Oregon Association of REALTORS® Fall Governance Meeting.

4.28 NAR’s “Distinguished Service Award” (DSA) Nominating Guidelines

- Nominations for DSA must come from either the local or state Association.
- All local Associations will be notified of the guidelines and provided with the appropriate form/application(s).
- Application for NAR “DSA” will be reviewed by the Executive Committee using NAR criteria.
- The applicant meeting NAR’s criteria and approved by the Executive Committee will be passed forward to NAR.

Section 5 Appendix

App 1.7 Board of Directors' Compliance Code

Oregon Association of REALTORS® Board Members will:

- Act in the best interests of, and fulfill their obligations to the Oregon Association of REALTORS® members;
- Act honestly, fairly, ethically and with integrity;
- Conduct themselves in a professional, courteous and respectful manner;
- Comply with all applicable laws, rules and regulations;
- Act in good faith, responsibly, with due care, competence and diligence, without allowing their independent judgment to be subordinated;
- Act in a manner to enhance and maintain the reputation of the Oregon Association of REALTORS®;
- Maintain confidentiality of information until such time as it is decided that a “public” statement will be made or position taken or when authorized or legally required to disclose such information;
- Not use confidential information acquired in the course of their service as Directors for their personal advantage;
- Disclose potential conflicts of interest that they may have regarding any matters that may come before the Board and abstain from discussion and voting on any matter in which the Director has, or may have, a conflict of interest pursuant to the Conflict of Interest Policy adopted by the Board and any future modifications which may be adopted by the Board in the future; and
- Make available to, and share with, fellow Directors information as may be appropriate to ensure proper conduct and sound operation of the Oregon Association of REALTORS® and its Board of Directors.
- I understand I am encouraged to be an RPAC investor for at least the NAR Fair Share level.

A Board member who has concerns regarding compliance with the Compliance Guidelines should raise those concerns with the Executive Committee, who will determine what action shall be taken to deal with the concern. In the extremely unlikely event that a waiver of these Guidelines for a Board member would be in the best interest of the Oregon Association of REALTORS®, it must be approved by the Executive Committee.

Board members will annually sign a confirmation that they have read and will comply with this Code.

DIRECTOR'S NAME (print): _____

SIGNATURE: _____ DATE: _____

REPRESENTING BOARD/ASSOCIATION: _____

CHARTING OF DECISION-MAKING RELATIONSHIPS

Rationale:

In the Oregon Association of REALTORS®, the Board of Directors has the ultimate authority, responsibility and accountability for all that does and does not happen. However, as the affairs of OAR cannot be efficiently managed in that manner, the Board has empowered the Executive Committee and the Key Committees to act on their behalf. The Executive Committee has also secured the services of a Chief Executive Officer and professional staff and has delegated certain authority and responsibility to them.

For the organization to work smoothly, it is essential that those working to serve the Board of Directors understand where delegated authority, responsibility, and accountability for various functions and decisions lie. It is also essential to have a clear understanding of who in the organization must be consulted before a decision is made, and who should be informed of a decision when it has been made.

In many cases, simply separating functions between direction-setting and management functions (or between policy and operating decisions) is not sufficient to ensure that all necessary members of the organization have appropriate expectations or an adequate understanding of the expectations of others within the organization. The process of “Charting Decision Making Relationships” has been designed to aid the involved members of the organization to think through and document the decision-making relationships within the organization.

It should be noted that although this general approach could be used to document decision-making relationships among the staff of OAR, this specific process is not appropriate and should not be used for that purpose. For the purpose of this process, it is to be assumed that any authority or responsibility given to the Chief Executive Officer can be delegated to members of the staff. Only the Chief Executive Officer’s accountability to the Board of Directors and Executive Committee cannot be delegated.

The process:

Each type of decision reserved to the Board of Directors, or delegated to the Executive Committee, Key Committee, or the Chief Executive Officer – and for which the decision-making relationships need to be established – should be listed on the worksheet under “*Description of Decision.*”

Then the role of each of these elements of the organization should be noted in the appropriate column with the appropriate letter code.

Definition of Decision-Making Roles:

- A. **Decision Maker**—The person or group within the organization who has the authority and responsibility to make the decision. This person or group may seek advice or receive recommendations from others and need to advise others once the decision is made.
- B. **Make Recommendation to Decision Maker**—The person or group within the organization responsible for making a recommendation for decision making to the decision maker. This person or group may use other sources within the organization to study and develop the recommendation and may seek advice from other segments of the organization.
- C. **Must be Advised**—Any person or organization segment that must be advised about a decision that has been made. If the decision is to be disseminated publicly or to the organization, or both, such person or segment of the organization is to be advised beforehand.

- D. **Must be Consulted**---Such person or group must be consulted prior to any decision being made or approval granted, to confer, render advice or provide information. The person or group being consulted does not make the decision or grant approval, but does have veto power.
- E. **May be Consulted**---Such person or group may be called in to confer, provide information, render advice or make a recommendation.

Description of Decision	<i>Board of Directors</i>	<i>Executive Committee</i>	<i>President</i>	<i>President-Elect</i>	<i>Committee</i>	<i>Chief Exec. Officer</i>	<i>Other (Who?)</i>
CEO Compensation/ Responsibilities							
1) Hiring Chief Executive Officer	A	B			B		
2) Evaluation of Chief Executive Officer's performance.	E	C			A	C	
3) Establishing Chief Executive Officer's compensation.					A	C	
Budget/Fiscal Control							
1) Approving Annual Budget	A	B					
2) Formulate Draft Annual Budget		A			E	B	
3) Overspend budget line items.		C			C	A	
4) Authorize expenditure of unbudgeted funds, not to exceed five (5) percent of the approved budget, provided funds are available	C	A			C	B	
5) Capital Expenditures over \$10,000 (budgeted).	C	A			C	B	
6) Capital Expenditures over \$10,000 (non-budgeted).	C	A			D	B	
7) Capital expenditures \$5,000-\$10,000 (budgeted).		C			C	A	
8) Capital expenditures \$5,000-\$10,000 (non-budgeted).	C	A			D	B	
9) Capital expenditures less than \$5,000 (budgeted).		E			C	A	
10) Capital expenditures less than \$5,000 (non-budgeted).		E			D	A	
11) Review and approve CEO expenses, per the approved budget.			A			C	
Description of Decision	<i>Board of Directors</i>	<i>Executive Committee</i>	<i>President</i>	<i>President-Elect</i>	<i>Committee</i>	<i>Chief Exec. Officer</i>	<i>Other (Who?)</i>
Programs, Products, & Services							
1) New programs, products or services not specifically named but	C	E/C				A	

approved within the budget.							
2) Conferences and Meetings programs.		C	D			A	
3) Conferences and Meetings cities.	C	C	D			A	
Organization							
1) Approve Decision Matrix.	A	B				B	
2) Employment of Strategic Planning Facilitator.		C	D			A	
3) Develop Strategic Plan.		C			A	B	
4) Approves Strategic Plan.	A	B					
5) Develops Committee Business Plans and changes to plans.	C	C			A	B	
6) Develops Association Business Plans and changes to plans.		A				B	
7) Approves Association and Business Plans and changes to plans.	A	B					
8) Marketing plan and changes to plan.	A	B			B		
9) Bylaw changes.	A	B			B	B	
10) Elect OAR Officers and NAR Directors.	A				D		
11) Elect OAR District Vice Presidents.	C				D		A –Pres. each District
12) Appoint Key Committee Chairs	C	C	E	A		B	D–Pr elect designee
13) Appoint Key Committee Vice Chairs	C	C	E	D		B	A–Pr elect designee
14) Appoint Committee Members or Sub Committee Members	C	C	E	A		B	D- Pr elect designee
15) Appoint Task Force Members	C	C	C	C	A	B	
Description of Decision	Board of Directors	Executive Committee	President	President-Elect	Committee	Chief Exec. Officer	Other (Who?)
16) Appoint Presidential Advisory Group	C	C	A			B	
17) Executive Committee and Board of Directors agenda.	C	E	A			B	
18) Personnel		E				A	
19) Employment of auditing firm.	C	A	D		B	B	
20) Employment of consultants, attorneys, researchers, etc.	C	C	E	E	B	A	
21) Approves Policy Statements related to Governance, Committees/Task Forces, Finances and General Operations of the Association	A	B			E	B	

Governmental & Political Affairs							
1) Review proposed legislative policies and agenda.	A	B			B	B	B-Legislative Conf.
2) Candidate support – National					B	B	A-NAR RPAC Trustees
3) Issues Mobilization							
A. State issues	A	B			B	B	
B. Local issues	C	A			B	B	
Legal Affairs							
1) Lend Association name to outside lawsuit	C	A			B	B	
2) Contribute funds to outside lawsuit	C	A			B	B	
3) Initiate litigation with OAR as lead Plaintiff	C	A			B	B	
4) Initiate defense if OAR is named as a Defendant/Respondent	C	A			B	B	
5) Monitor status of Association supported cases	C	C			C	A	

Note: Adopted by the Board of Directors, April 13, 2011

Memorandum of Understanding of Expectations for the position of OAR President/President-Elect

As Incoming President-Elect of the Oregon Association of REALTORS®, I acknowledge and commit to adherence of the following expectations during my 2-year tenure (or portions thereof) as President-Elect and President:

- I have read, and understand the Duties and Responsibilities of the President and President-Elect as defined in the OAR Policy Manual.
- I understand that I serve the members of the Executive Committee & Board of Directors and that I represent all Members of OAR in all my official activities and decisions. I acknowledge my responsibility to always place the interests of the Association and its Members above my personal considerations.
- I understand that during my term of office I will be recognized as OAR’s representative at all times, and will therefore exhibit the highest level of ethics, professionalism and dignity in all my business and personal conduct.
- I agree that when traveling on behalf of OAR, I will make every effort to attend and participate in all appropriate meetings. I will endeavor to meet and network with leadership from other Associations, with the intent of learning and sharing. I will be a good steward of the funds allotted to my travel, and will promptly submit my expense report to OAR upon my return. I will report to the Executive Committee & Board of Directors on my activities and knowledge gained through meeting attendance and networking opportunities.
- I understand that the OAR Business and Strategic Plans provide the blueprint for the goals and objectives of the Association, and I will at all times work within the established framework, unless approved otherwise by the Board of Directors and/or the Executive Committee (as appropriate).
- I understand that the role of the OAR President is to provide leadership and to guide the Executive Committee & Board of Directors in accomplishment of the Mission Statement and the Business Plan; and, I understand that the role of the CEO is to manage the staff and OARs day-to-day activities. I will respect these separate roles and will partner with the CEO to ensure this essential division of labor.
- I understand that, to effectively serve the office to which I’ve been elected, I must commit to being fully engaged in the REALTOR® association. I will endeavor to attend all meetings as assigned. I will review all written communications, and promptly respond when requested. I will be accessible to the OAR CEO upon pre-established preferred communication methods, and will promptly respond to Member concerns upon request of the CEO.
- I understand that when holding the highest elective office of OAR, I am subject to a higher level of scrutiny in my business and personal dealings. Should there be a personal issue that could reflect poorly on the Association or my ability to serve as an effective leader (e.g., significant business, financial and/or personal distress) I will seek counsel of an OAR Past President and the CEO to assess whether specific actions need to be undertaken.
- I understand I am encouraged to be an RPAC investor for at least the NAR Fair Share level.
- I understand that leadership is a function, not a position. As an OAR leader, my primary duty is to provide good stewardship and continuity – *not* to leave a personal legacy. I will endeavor to empower leadership to effectively serve in the roles to which they have been elected or appointed, to represent the REALTOR® association through a dignified presence, and fulfill the responsibilities of the duties of the President.
- **I understand that failure to fulfill the expectations of the office as presented herein could be grounds for dismissal from that office, as prescribed in OAR Bylaws – Article IV, Section 6: “An elected officer may be removed from office in the manner provided by law in the Oregon Non-profit Corporation Act (ORS 65.001, et. seq.), as that law now exists or may hereafter be amended or succeeded.”**

PRESIDENT/PRESIDENT-ELECT’S NAME

SIGNATURE

DATE

App 1.14 Memorandum of Understanding of Expectations for the position of OAR District Vice President

As a District Vice President of the Oregon Association of REALTORS®, I acknowledge and commit to adherence of the following expectations during my 2-year tenure (or portions thereof) as DVP:

- I have read and fully understand the Duties and Responsibilities of the office of District Vice President as defined in the OAR Policy Manual.
- I understand that I serve the members of the local Associations within my District (as well as the Executive Committee & Board of Directors) and that I represent all Members of OAR in all my official activities and decisions. I acknowledge my responsibility to always place the interests of OAR and its Members above my personal considerations.
- I understand that during my term of office I will be recognized as OAR’s representative to the local Associations within my district at all times, and will therefore exhibit the highest level of ethics, professionalism and dignity in all my business and personal conduct.
- I agree that when traveling on behalf of OAR, I will make every effort to attend and participate in all appropriate meetings. I will endeavor to meet and network with leadership from Associations within my District, with the intent of learning and sharing. I will be a good steward of the funds allotted to my travel, and will promptly submit my expense report to OAR upon my return. I will report to the Executive Committee & Board of Directors on my activities and knowledge gained through meeting attendance and networking opportunities.
- I understand that the OAR Business and Strategic Plans provide the blueprint for the goals and objectives of the Association, and I will at all times work within the established framework, unless approved otherwise by the Board of Directors and/or the Executive Committee (as appropriate).
- I understand that, to effectively serve the office to which I’ve been elected, I must commit to being fully engaged in the REALTOR® association. I will endeavor to attend all meetings as assigned by the OAR President and/or requested by the local Associations. I will review all written communications, and promptly respond when requested. I will be accessible to the OAR CEO upon pre-established preferred communication methods, and will promptly respond to Member concerns upon request of the CEO.
- I understand that when holding the highest elective office of OAR, I am subject to a higher level of scrutiny in my business and personal dealings. Should there be a personal issue that could reflect poorly on the Association or my ability to serve as an effective leader (e.g., significant business, financial and/or personal distress) I will seek counsel of the OAR President and the CEO to assess whether specific actions need to be undertaken.
- I understand I am encouraged to be an RPAC investor for at least the NAR Fair Share level.
- I understand that leadership is a function, not a position. As an OAR leader, my primary duty is to provide good stewardship and continuity – *not* to leave a personal legacy. I will endeavor to identify future potential OAR leaders within the local Association within my District, to represent the REALTOR® Association through a dignified presence, and fulfill the responsibilities of the duties of the District Vice President.
- **I understand that failure to fulfill the expectations of the office as presented herein could be grounds for dismissal from that office, as prescribed in *OAR Bylaws – Article IV, Section 6: “An elected officer may be removed from office in the manner provided by law in the Oregon Non-profit Corporation Act (ORS 65.001, et. seg.), as that law now exists or may hereafter be amended or succeeded.”***

DISTRICT VICE PRESIDENT’S NAME

SIGNATURE

App 1.17 Memorandum of Understanding of Expectations for the position of NAR Director representing the Oregon Association of REALTORS®

As a NAR Director of the Oregon Association of REALTORS®, I acknowledge and commit to adherence of the following expectations during my 3-year tenure (or portions thereof) as NAR Director:

- I have read and fully understand the Duties and Responsibilities of the office of NAR Directors as defined in the OAR Policy Manual.
- I understand that I serve and represent all Members of OAR in all my official activities and decisions. However, as a NAR Director, I acknowledge my responsibility to always place the interests of NAR and its Members above my personal, OAR, and/or local Association considerations.
- I understand that during my term of office I will be recognized as OAR’s appointee to the NAR Board of Directors, and will therefore exhibit the highest level of ethics, professionalism and dignity in all my business and personal conduct.
- I agree that when traveling on behalf of OAR, I will make every effort to attend and participate in all appropriate meetings. I will endeavor to meet and network with leadership from Associations within Oregon, with the intent of learning and sharing. I will be a good steward of the funds allotted to my travel, and will promptly submit my expense report to OAR upon my return. I will report to the Executive Committee, the OAR Board of Directors, and/or any local Association, when requested, on my activities and knowledge gained through meeting attendance and networking opportunities.
- I understand that, to effectively serve the office to which I’ve been elected, I must commit to being fully engaged in the REALTOR® association. I will endeavor to attend all meetings as assigned by the OAR President and/or requested by the Association. I will review all written communications, and promptly respond when requested. I will be accessible to the OAR CEO upon pre-established preferred communication methods, and will promptly respond to Member concerns upon request of the CEO.
- I understand that when holding an elective office of OAR, I am subject to a higher level of scrutiny in my business and personal dealings. Should there be a personal issue that could reflect poorly on the Association or my ability to serve as an effective leader (e.g., significant business, financial and/or personal distress) I will seek counsel of the OAR President and the CEO to assess whether specific actions need to be undertaken.
- I understand I am encouraged to be an RPAC investor for at least the NAR Fair Share level.
- I understand that leadership is a function, not a position. As an OAR leader, my primary duty is to provide good stewardship and continuity – not to leave a personal legacy. I will endeavor to identify future potential OAR leaders within the Association, to represent the REALTOR® Association through a dignified presence, and fulfill the responsibilities of the duties of NAR Director.
- **I understand that failure to fulfill the expectations of the office as presented herein could be grounds for dismissal from that office, as prescribed in *OAR Bylaws – Article IV, Section 6: “An elected officer may be removed from office in the manner provided by law in the Oregon Non-profit Corporation Act (ORS 65.001, et. seg.), as that law now exists or may hereafter be amended or succeeded.”***

NAR DIRECTOR’S NAME

SIGNATURE

DATE

**OREGON REALTORS® POLITICAL ACTION COMMITTEE (ORPAC)
BYLAWS**

(as adopted March 19, 2004)

ARTICLE I

Name and Definition

The Oregon REALTORS® Political Action Committee, hereinafter called ORPAC or Committee, is a non-profit unincorporated committee of individual REALTORS® and others and is not affiliated with any political party. It is a special committee of the Oregon Association of REALTORS®.

Section I Definitions

- A. Association is the Oregon Association of REALTORS® (OAR).
- B. President is the President of the Oregon Association of REALTORS®.
- C. Executive Committee is the Executive Committee of the Oregon Association of REALTORS®.
- D. Board of Directors is the Board of Directors of the Oregon Association of REALTORS®.
- E. Chief Executive Officer is the chief administrative officer of the Oregon Association of REALTORS®.

F. ORPAC Trustees, hereafter called Trustees, shall include the following:

- 1. A chairman appointed by the President,
- 2. A vice-chairman appointed by the President,
- 3. Up to thirteen (13) Trustees (at least one from each of the congressional districts) appointed by the President and including the Government Affairs and Political Affairs Key Objective Groups Chairmen,
- 4. The Secretary-Treasurer (ex-officio without vote).

ARTICLE II

Committee Objective

Section I Objectives

- A. To assist REALTORS® and others in organizing for the most effective political action to achieve the goals of the Association.
- B. To support and communicate with candidates of our choosing for public elective office at all levels of government within Oregon.
- C. To pursue every effort to accomplish these objectives and to do so within all appropriate laws.
- D. To raise sufficient funds necessary to carry out these objectives.

ARTICLE III

Trustees

Section I Responsibilities

- A. Contributions to ORPAC shall be subject to the approval of the Trustees and its funds shall be disbursed at their discretion.

- B. The Trustees shall establish all policies for the operation of ORPAC and approve disbursements of funds in support of political candidates.
- C. The Trustees shall serve without compensation.
- D. The Trustees shall be responsible for using their best efforts to help raise funds for ORPAC.

Section II Selection and Terms

- A. The Trustees shall be appointed by the President, subject to confirmation by the Board of Directors. All appointments shall be for a two (2) year term. The Chairman shall serve for a two (2) year term. The chairmen of the Government Affairs and Political Affairs Key Objective Groups shall serve terms concurrent with their respective chairmanships. The Secretary-Treasurer (non-voting) shall be the OAR Chief Executive Officer, or in the absence of the Chief Executive Officer, a designee of the Chief Executive Officer.
- B. All subsequent appointments by the President are subject to confirmation by the Board of Directors. The President shall consider the recommendations of the following groups when appointing Trustees:
 - 1. Member Boards
 - 2. Trustees
 - 3. Other interested REALTORS®
- C. In the event a vacancy exists or is about to occur, the President with the advice of Trustees, shall appoint a successor to serve the unexpired term subject to approval of the Board of Directors.
- D. Two (2) successive unexcused absences from ORPAC Trustees meetings shall be cause for removal of an individual Trustee.
- E. Any Trustee who files with the appropriate elections office as a candidate for a legislative, statewide, or congressional office; declares an intention to seek nomination to such office; or actively solicits such office in any manner shall immediately submit their resignation from the Committee.

Section III Other Political Action Committees

The Trustees shall cooperate with the National Association of REALTORS®, other state and local real estate political action committees.

Section IV Removal of Trustees for Cause

Any Trustee may be removed for cause by vote of a two-thirds vote of the entire Trustees subject to the approval of the Board of Directors. Cause for removal of a Trustee includes, but is not limited to, failure of the Trustee to satisfy the Responsibilities stated in Article III, Section 1 above.

ARTICLE IV
Officers

Section I Designation, Election, Terms

- A. The Officers of the ORPAC Trustees shall be a Chairman, Vice Chairman, and a Secretary-Treasurer. The Chairman and Vice Chairman shall be appointed by the President. The Vice Chairman shall be appointed from individuals who have previously served as Trustees, and shall be the presiding officer of all meetings of the Trustees in the absence of the Chairman.

- B. The Secretary-Treasurer shall be the OAR Chief Executive Officer, or in the absence of the Chief Executive Officer, a designee of the Chief Executive Officer.

Section II Chairman

- A. The Chairman shall be the chief executive officer of the Trustees.
- B. The Chairman shall be an ex-officio member of all subcommittees or task force.
- C. The Chairman shall be the presiding officer of all meetings of the Trustees.

Section III Secretary-Treasurer

- A. The Secretary-Treasurer shall perform such duties as are customarily performed by the Secretary-Treasurer of a committee or as prescribed by the Chairman.
- B. The Secretary-Treasurer shall be the custodian of the funds of the Trustees including collection and disbursement.
- C. The Secretary-Treasurer shall maintain all financial records in accordance with generally accepted accounting procedures.
- D. The Secretary-Treasurer shall sign and file all reports required by governmental agencies.
- E. The Secretary –Treasurer shall preside at meetings in the absence of the Chairman and Vice Chairman.
- F. The Secretary-Treasurer shall maintain a written policy manual.

ARTICLE V
Meetings, Quorum, Rules, Committees

Section I Regular and Special Meetings

- A. All regular meetings of the Trustees shall be held as part of the scheduled meetings of the Association.
- B. Special meetings of the Trustees may be called by the Chairman or upon the written requests of five (5) voting Trustees. The Chairman must concur with the time and place of the special meeting.
- C. Meetings of the Trustees may be conducted in person, by telephone, via e-mail or by facsimile communication. However, votes taken during an e-mail or facsimile meeting must be unanimous in order to be valid.

Section II Quorum

A majority of the Trustees shall constitute a quorum for meetings of the Trustees.

Section III Rules

Robert’s Rules of Order, latest edition, shall be recognized as the authority governing all meetings when not in conflict with these bylaws.

Section IV Subcommittees and Task Force

The Trustees shall have such subcommittees as the Chairman determines are necessary and desirable for carrying out its purposes and objectives. The subcommittee chairmen and members shall be appointed by the Chairman subject to the approval of the Trustees.

ARTICLE VI
Books, Records and Finance

Section I Books, Records and Finance

- A. The Trustees shall keep correct and complete books and records of account. The books of account shall be audited at least once a year.

Section II Fiscal and Elective Year

- A. The fiscal year shall be the calendar year.
- B. The elective year shall be from the day following adjournment of the NAR convention to the last day of the NAR convention the following year.

Section III Finance

- A. The funds of the Trustees shall be deposited to the credit of ORPAC in such banks or other depositories as the Board of Directors may select. However, contributions that are to be used for political purposes shall be placed in a segregated account and shall not be commingled with any other funds or assets of the Trustees or the Association.
- B. Funds may be used for any lawful activity in furtherance of the Objectives of the ORPAC Committee.

ARTICLE VII
Amendments to the Bylaws

- A. Amendments to these bylaws may be approved at any meeting of the ORPAC Trustees by a 2/3 vote of those present and voting. All amendments must be approved by the OAR Executive Committee and the Board of Directors.
- B. Copies of all bylaw amendments or the substance of same, must be provided to each Trustee at least thirty (30) days before consideration by the ORPAC Trustees. Amendments shall not be in conflict with NAR RPAC bylaws.
- C. ORPAC activities permitted under federal and state laws and the Internal Revenue Code may not be restricted by amendment of any bylaw.

ARTICLE VIII
Distribution of Funds Upon Dissolution

Upon the dissolution of ORPAC, either by voluntary act of the Board of Directors or as a result of a final order by a court, the funds remaining on deposit shall be disposed of in the following priority:

1. All valid outstanding bills or claims against ORPAC shall be paid;
2. Any remaining unexpended funds shall be disbursed to selected candidates and/or committees or, at the discretion of the Association, to any other entity allowed by law.

App 2.21 Issues Mobilization Fund & My REALTOR® Party Committee Policies & Procedures

I. DEFINITIONS

As used herein:

- A. "Applicant" means a Member Board/Association or any Standing Committee of the Oregon Association of REALTORS®, who has signed and submitted a Request for Assistance.
- B. "Committee" means the My REALTOR® Party Committee.
- C. "Chief Executive Officer" means OAR's Chief Executive Officer or his/her designee.
- D. "Fund" means the Issues Mobilization Fund.
- E. "IE funds" means My REALTOR® Party Independent Expenditure funds.
- F. "Member Board/Association" means any Board/Association within the State of Oregon which holds membership in good standing in OAR and NAR.
- G. "OAR" means the Oregon Association of REALTORS®.

II. USAGE OF FUNDS

Issues Mobilization funds shall be used as follows:

- A. To assist Member Boards/Associations with local political issues affecting real property rights, real property, real estate, real estate licensees, and the real estate industry.
 - 1. Funds may be made available by the Committee to Member Boards/Associations for use in local issues to assist them in organizing local issues campaigns and to assist them in solicitation of additional funds. Whenever possible, Funding Requests should be made in advance of expenditures. **Only upon specific approval of the Committee and the Executive Committee may funds be used to cover the actual cost of a local issues campaign.**
 - 2. No funds shall be authorized or allocated to any Applicant without submission of the Issues Mobilization Funding Request Form. The Committee may request that individuals representing the Applicant appear before the Committee to address the issue and the request.
 - 3. No request for Issues Mobilization funds for local campaigns shall be considered from REALTOR® Members or others without the written request of a Member Board/Association.
 - 4. Financial commitment by Applicants for local campaign funding is required.
- B. To conduct issues campaigns on statewide political issues affecting real property rights, real property, real estate, real estate licensees, and the real estate industry.
 - 1. Funding Requests for issues of statewide significance may be submitted by Member Boards/Associations, Key Committees or OAR Standing Committees *or the Chief Executive Officer* upon submission of the completed Funding Request Form.

2. Approved funds may be used for all appropriate expenses incurred in the statewide issues campaign.
 3. To ensure the most effective utilization of funds, the Committee may require that statewide issues campaigns be coordinated by and through the OAR office.
 4. Funds should not be used to reimburse Applicants for contributions made to other issues campaigns or promotions.
- C. All funds allocated by the Committee are subject to the approval of the OAR Executive Committee or the Board of Directors. In the event that the Executive Committee disapproves the recommendation of the Committee, the Committee or the Applicant may appeal that decision to the OAR Board of Directors.
- D. Approval of monetary support by the Committee and the Executive Committee does not constitute OAR's endorsement of the Applicant's position on the issue in question.
- E. Funds shall not be used to support political candidates or to pay costs of litigation.

My REALTOR® Party Independent Expenditure (IE) funds shall be distributed as follows:

- A. Funds shall be made available by the Committee to Member Boards/Associations for use in support of local REALTOR® Party candidates for elected office.
1. Funds shall be distributed to Member Boards/Associations on a per-member ratio, in an amount determined by the NAR Board of Directors.
 2. Funds shall only be used for independent or like-kind expenditures in support local REALTOR® Party candidates for elected office.
 - a. Funds shall not be used to support local political issues affecting real property rights, real property, real estate, real estate licensees, and the real estate industry or to pay costs of litigation.
 - b. Additional IE funds, if available, shall be distributed at the discretion of the Committee.
 3. A Member Board/Association may return their per-member allocation to the Committee for use in support of other local REALTOR® Party candidates in Oregon.
 - a. The Member Board/Association shall notify the Committee Chair in writing of the decision to return the allocated portion of IE funds.
 4. A Member Board/Association may request additional IE funds for use in support of local REALTOR® Party candidates for elected office.
 - a. No request for additional IE funds shall be considered without the written request of a Member Board/Association.

- b. No funds shall be authorized or allocated to any Applicant without submission of the IE Funding Request Form. The Committee may request that individuals representing the Applicant appear before the Committee to address the issue and the request.

III. PROCEDURE

- A. All Funding Requests must be sent to OAR's Chief Executive Officer who shall promptly screen each Request. Upon determination by the Chief Executive Officer that the Request is complete, the Request, along with all pertinent papers and information, shall be forwarded to the Committee Chair.
- B. No Request shall be considered by the Committee unless all the pertinent papers and information are received by the Chief Executive Officer in time for OAR to provide meaningful assistance. The Committee, at its next regular meeting or a special meeting, shall consider the Request pursuant to criteria established in Section II and prepare a recommendation for action by OAR's Executive Committee.
- C. Consideration by Executive Committee
 1. The Committee's recommendation shall be considered at the next regular meeting of OAR's Executive Committee or at a special meeting called for that purpose. The Committee Chair or their designee shall be present when the recommendation is considered by the Executive Committee.
 2. The Executive Committee may adopt, reject or modify the Committee's recommendation.
- D. All communications, verbal or written, regarding an Issues Mobilization or Independent Expenditure Funding Request shall be directed to the OAR Chief Executive Officer or his/her designee.
- E. Appeals
 1. Applicants have the right to appeal the Committee's recommendation to OAR's Executive Committee.
 2. If OAR's Executive Committee rejects the Committee's recommendation in whole or in part, the Committee or the Applicant has the right to appeal the Executive Committee's decision to OAR's Board of Directors.
 3. The Board of Directors may take whatever action on the appeal it deems appropriate, consistent with the criteria in this Statement.
 4. The procedure for appeals shall be established by the body considering the appeal.

IV. DURATION OF AND AMENDMENTS TO POLICIES AND PROCEDURES

- A. These Policies and Procedures shall remain in force until amended
- B. The Policies and Procedures may be amended upon the recommendation of the Committee with the approval of the Executive Committee or Board of Directors or may be amended by the Executive Committee with the approval of the Board of Directors.

LIFE SERVICE
MEMBERSHIP APPLICATION FORM

Name: _____

Firm Name: _____

Address: _____ City/Zip: _____

Telephone: _____ E-Mail: _____

Name of local Board/Association: _____

QUALIFICATIONS

1. **Member of OAR for not less than twenty-five (25) cumulative years:**
Member Since: _____ (year)

2. **Must be at least sixty-five (65) years of age, or have experienced a permanent health disability:**
Birth Date: _____ (month/year)
Permanent Health Disability (explain): _____

3. **Notable Service to the Oregon Association of REALTORS®**
(OAR Service required-must be completed)
Please outline your past and present service to OAR for a minimum of 3 years; including committees and years served.

4. **Notable Service to your local Board/Association**
(Must be completed)
Please outline your past and present service on local committees in detail, including committees and years served.

AND/OR

5. Notable Service to your community

- **Volunteering with recognized local community volunteer programs**
- **Serving on City or County Board of Directors/Trustees**

List organizations and years served:

If more space is needed, please use a separate sheet.

6. Current Resume (*attach copy*)

- **Application is considered incomplete if resume is not attached**

I certify that the above information is accurate and verifiable.

Signature: _____ Date: _____

Return form to your local AE/EO for submission to OAR.

**OAR State REALTOR® of the Year
Nomination Form**

The Local REALTOR® of the Year (ROTY) program is designed to recognize a REALTOR® member of each Local Board/Association in Oregon who has provided outstanding service to the REALTOR® organizations (local, state and national), their profession, and their community primarily during the **past 18 months**.

Each Local Board/Association REALTOR® of the Year may become a candidate for State REALTOR® of the Year recognition when the individual's name is submitted to the Association along with the required applicant information by the AE for the local board/association.

The Oregon Association of REALTORS® **State REALTOR® of the Year (ROTY) program** is designed to recognize a REALTOR® member from one of the local Boards/Associations in Oregon who has provided outstanding service to all REALTOR® organizations (local, state and national), their profession and their community, primarily during the **past 5-7 years**.

ROTY Nominee Contact Information:

Name _____

Business Name _____

Business Address _____

Home Address _____

Primary Local Board/Association _____

Date Licensed as a Sales Person _____

Date Licensed as a Broker _____

ACTIVITY IN LOCAL MEMBER/BOARD ASSOCIATION

- 1. Has the nominee held office in the Board in the past 7 years? (Please indicate year(s) by the office that was held)**

President _____

President-Elect _____

Treasurer _____

Secretary _____

Director _____

- 2. Has the nominee ever served as a CHAIRMAN or VICE-CHAIRMAN on a Local Board committee in the past 7 years? (Please list each committee/year/Chairman or Vice Chairman on a separate line)**

- 3. Has the nominee served as a MEMBER on a Local Board committee in the past 7 years? (Please list each committee(s) and the year(s) served on a separate line).**

- 4. Briefly describe the nominee’s attendance record at local membership meetings prior to the past year.**

- 5. Has the nominee served in any “Special Assignment” capacity for the Local Board in the past 7 years? (i.e. task forces, ad hoc committees, Board Representative to government agency, etc.) Briefly describe the “Special Assignment” and note the appropriate year(s).**

ACTIVITY IN STATE ASSOCIATION

- 6. Has the nominee ever held a State Association office in the past 7 years? (Please provide year on lines provided).**

President _____

President-Elect _____

Director _____

Other _____

- 7. Has the nominee served as CHAIRMAN or VICE CHAIRMAN of an OAR Committee in the past 7 years? (Please list each committee/year/Chair or Vice Chair on a separate line).**

- 8. Has the nominee served as a MEMBER on an OAR committee in the past 7 years? (Please list each committee(s) and the year(s) served on a separate line).**

- 9. Has the nominee attended any of the OAR semi-annual meetings in the past 7 years? (Please list years)**

Spring Governance _____

Fall Governance _____

- 10. Has the nominee served in any "Special Assignment" capacity for the State Association in the past 7 years? (i.e. task forces, ad hoc committees, etc.) Briefly describe the "Special Assignment" and list the appropriate year.**

ACTIVITY IN NATIONAL ASSOCIATION

In the last 7 years, has the nominee held any of the following at the National level:

- 11. Chairman on an NAR Committee? (Please list committee(s) and year(s); ex. Public Relations, 2010)**

12. Vice Chairman on an NAR Committee? (Please list committee(s) and year(s); ex. Public Relations, 2010)

13. Member on any NAR committee? (Please list committee(s) and year(s); ex. Legislative Committee, 2010)

14. Served in any "Special Assignment" capacity for NAR? (Please list committee(s) and year(s); ex. Chaired Task Force for Ethics & Arbitration review, 2010)

15. Attended an NAR Meeting or Convention? (Please list meeting(s) and year(s); ex. Convention, 2010; Mid-Year, 2011)

16. Has the nominee been member of an NAR Institute, Society or Council? (Check all that apply)

- American Society of Real Estate Counselors (ASREC)
- Certified International Property Specialist (CIPS)
- Certified Real Estate Brokerage Manager (CRB)
- Certified Residential Specialist (CRS)
- Commercial Investment Real Estate Institute (CIREI)
- Institute of Real Estate Management (IREM)

- Real Estate Buyers Agency Council (REBAC)
- REALTORS® Land Institute (RLI)
- Society of Industrial and Office REALTORS® (SIOR)
- Women’s Council of REALTORS (WCR)
- Other _____

REALTOR® SPIRIT & INVOLVEMENT

17. Has the nominee invested in RPAC in the past 7 years? (Please list the year(s) in each category if applicable):

18. Has the nominee served in any capacity for a regional association in the past 7 years? (Briefly describe the activity, committee, or office held and the year(s) served):

19. Has the nominee contributed time and effort expanding good real estate practices in their own business and among other real estate brokers, the press and the general public? (Briefly describe the activity, committee, or program and the year(s) served):

ACTIVITY IN COMMUNITY AFFAIRS

20. List activities or involvement in civic groups, religious organizations, service clubs, campaigns or political organizations, public offices held, service on local planning, zoning board, etc. in the past 7 years in your community. (Please list activity and year(s)).

BUSINESS ACCOMPLISHMENTS

21. Has the nominee attended any real estate related workshops, special meetings and seminars other than those required by license law in the past 7 years? (Please list the activity and the year)

22. Has the nominee earned any designations in the past 7 years? (Please indicate the year(s) of the designations that were earned during the above time period)

23. Please describe any other activities not covered in this application which the local board/association feel would further demonstrate the nominee's professionalism and commitment to the real estate industry.

Submitted by:

Name _____

Board/Association _____

E. APPLICANT _____
 (Name)

 (Address) (Phone Number)

 (Legal Counsel)

2. CAPTION OF CASE: _____

3. SUMMARY OF CASE: _____

4. **SUBMITTING MEMBER BOARD ACTION:**

The Submitting Member Board at its meeting of _____ determined that:
 (Date)

	<u>Yes</u>	<u>No</u>
A. Participation in this matter would be favorable to REALTORS® as a class and/or the real estate industry as a whole.	_____	_____
B. The focus of the proceeding concerns laws or regulations which significantly affect a substantial number of Oregon Association of REALTORS® members.	_____	_____
C. The outcome of the proceeding could establish strong precedent affecting the real estate industry now or in the future.	_____	_____
D. The proceeding affects the Submitting Member Board's or OAR's ability to function effectively.	_____	_____
E. Intervention in the proceeding could achieve goals consistent with Oregon Association of REALTORS® policies.	_____	_____

A copy of the Submitting Member Board's minutes, setting out the vote of its Board of Directors, is attached.

5. **FINANCIAL SUPPORT REQUESTED:** \$ _____

6. **ADDITIONAL FINANCIAL SUPPORT:** The following has committed finances for this matter as follows:

A. Submitting Member Board \$ _____

B. Applicant(s) \$ _____

C. Other: \$ _____

7. **LEGAL COUNSEL:** In the event the Committee accepts this Request for Assistance, the Applicants and/or the Submitting Member Board understand and agree that the Oregon Association of REALTORS® Executive Committee reserves the right to appoint legal counsel of its choosing, irrespective of the lawyer or lawyers now handling this matter for the Submitting Member Board or any of the Applicants.

8. **DOCUMENTS.** Applicants must attach a complete copy of the following materials to this Request for Assistance:

- Opinion of applicant's legal counsel, setting out all relevant facts (favorable and potentially adverse), all of the law which applies to these facts and the lawyer's opinion as to how the Request complies with the criteria set out in Paragraph 4 of this Request For Assistance; and
- All relevant correspondence;
- All relevant documents;
- All relevant pleadings and memoranda;

9. **ERRORS AND OMISSIONS:** The errors and omissions insurance carrier(s) for the Submitting Member Board and the Applicant(s), as appropriate, have been notified of this matter. If no notification has been given, state the reason for not giving this notice.

10. **HEARING DATES:**

A. _____ No hearing or trial date has been scheduled; or

B. _____ A _____ has been scheduled for _____
at _____ o'clock _____.m. at the following address:

11. **SUBMITTING MEMBER BOARD'S VERIFICATION.** The request is neither frivolous nor inconsistent with the Statement of Policy and Procedures, Committee rule or precedent.

I/We understand that the Committee will not act upon this Request unless all of the information required is provided in detail with the Request. As the Submitting Member Board, I/we agree to be bound by the procedures set out in the Committee's Statement of Policy and Procedure.

By: _____, President

By: _____, Executive Officer

12. APPLICANT'S VERIFICATION; APPLICANT'S AGREEMENT TO REIMBURSE THE LEGAL ACTION FUND:

I/We understand that the Committee will not act upon this Request unless all of the information required is provided in detail with the Request. I/We agree to be bound by the procedures set out in the Committee's Statement of Policy and Procedure.

I/We agree to reimburse the Committee and the Legal Action Fund in full out of the proceeds of any monies awarded in a proceeding. In the event that the award is insufficient to reimburse the Committee and the Legal Action Fund in full, I/we agree that the entire award shall be paid to the Legal Action Fund, unless otherwise determined by the Committee.

Applicant

Applicant

Dated: _____

Dated: _____

Applicant

Applicant

Dated: _____

Dated: _____