



GENERAL POLICY MANUAL *Revised 11-15-2022*

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GENERAL POLICIES OF THE ASSOCIATION

1. BOARD OF DIRECTORS

A. Board Confidentiality

Documents provided to the board are provided for the purpose of governance. They are to be considered confidential. In most cases, the only public records in the association are the IRS Letter of Determination, IRS Application for Exempt Status, and the IRS Information Return (Form 990) which are available at all times for inspection at the Association office upon request. Copies of any of these documents may be requested with a fee of \$.20 per page to be charged.

Officers and Directors must disclose to the Board of Directors any direct or indirect conflicts of interest as they may arise. In the event of a direct or indirect conflict of interest, said Board member shall remove themselves from the meeting discussion and voting actions on any such item(s) that may be a direct or indirect conflict of interest.

Board members must respect that records, discussions and decisions are confidential and should be treated as such. A board member that breeches the confidential nature of contracts, member discussions, and contract issues shall submit his or her resignation to the president of the board.¹

B. Board of Director Orientation

Each new incoming board member must attend a New Board Member Orientation program as scheduled.

Annually, by the month of January, the Association Executive along with the Immediate Past President will conduct a Board Member Orientation. Board members who miss this annual orientation will attend a make-up session as scheduled by the Association Executive and prior to the next regular board meeting.

Board members must review and sign off that they have received and understood the following documents annually:²

- Conflict of Interest Policy
- Corporate Opportunities Policy
- Anti-Trust Avoidance Policy
- Confidentiality Policy
- Sexual Harassment Policy³
- Gifts, Gratuities & Entertainment Policy
- Association Strategic Plan

¹ 09/2015

² 10/9/2018

³ 10/9/2018

- Association Bylaws

C. Conflicts of Interest

The board is advised to disclose and/or avoid any conflicts of interest, whether real or potential. Potential conflicts of interest must be disclosed at least annually, and for as often as they may arise for volunteer leaders and staff at a regular or special meeting of the Board of Directors.

Board members will be provided with the association's Conflict of Interest Disclosure Form (see Compliance – Conflict of Interest Policy)⁴ to be completed, signed, and kept on file at the association office. Updates to this form shall be made in a timely manner by each respective board member if new conflict of interest issues arise during that calendar year.

Board Members who have disclosed a conflict of interest shall remove themselves from the meeting room and may not participate in any discussion on that topic nor be present or participate in any voting action on that topic. Minutes of meetings shall reflect that any such disclosure was made, shall contain the facts material to the Conflict of Interest, that the person was excused from the discussion of the matter and that the person did not vote on the matter.⁵

D. Executive Session of the Board of Directors

An executive session is defined as when the board asks non-board members to leave and goes into a closed-door session. The board has the discretion to have the Association Executive sit in on an Executive Session. To avoid general discussions without staff or counsel present, the board will identify the topic(s) prior to going into executive session. Some reference will be made to the topic either before entering into executive session or in a report following the session; so that it is clear the board only talked germane topics. Guests must understand that the board has authority to go into executive session when it is in the best interests of the organization and may be asked to leave.⁶

E. Meetings of Directors

The Board of Directors shall meet regularly the second Tuesday of each month, with the time and place of the meeting to be determined. Sufficient notice shall include publication of the date, time, and location of the upcoming Board of Directors meeting on the SAR website.

The Board of Directors may cancel meetings at their discretion in the event there is not business to be conducted.⁷

Unexcused absences from two regular meetings within a calendar year shall be construed as a resignation from the Board of Directors. Board members who have two absences, one of which is approved/excused plus one additional absence (excused or unexcused), will be deemed to have resigned

⁴ 11/2022

⁵ 09/2015

⁶ 09/2015

⁷ 02-2022

from the Board unless a majority of the Board of Directors votes to approve that the member may continue with term.

When meetings are held in-person, it is incumbent upon each Director to make every effort to attend in-person to preserve the confidentiality of the meeting and to facilitate in-person discussion of Association matters.

The Board of Directors may hold their regular meetings virtually via a live online platform (such as but not limited to Zoom, etc.) due to extenuating circumstances or as dictated by other public health emergency guidelines.

Virtual attendance of a Board of Directors in-person meeting may be allowed with prior approval from the President, however any member attending the meeting virtually must do so in a private space without other non-Director individuals and uphold all the requirements of confidentiality. The virtual attendance of an in-person Board of Directors meeting by a Director shall constitute a “present” status regarding attendance.

F. Position Descriptions and Responsibilities

The following section contains a brief job description for elected leaders, directors, committee chairs, and the Association Executive.

Members elected to any position on the Board of Directors act on behalf of the entire membership in making decisions affecting finances, governance, advocacy, education, membership, and programming.

It is essential Officers and Directors have defined roles to successfully fulfill their duties but not exceed their scope of authority.

All Officers and Directors must:

- Maintain active membership in the association and maintain status as a member in good standing.
- Make the best efforts to attend SAR events in addition to required regular meetings and events such as membership meetings, networking events, and program events.

All Officers and Directors terms begin on January 1 of their elected service years but may be installed prior to that date.

All Officers and Directors (with the exception of the President and Treasurer) must attend the Professional Standards Training the first year they hold a seat on the Board and any time they are re-elected for an additional term either in the same position or a different one unless excused by the Board of Directors prior to the training. There are to be NO excuses for a business reason and any other excuse will be reviewed on an individual basis. If a training is missed twice the Officer(s) or Director(s) shall be automatically removed from the Board of Directors. If they are registered by the Association office to

attend the training and do not show, the Officer or Director is required to reimburse the Association for all registration fees.

- i. **PRESIDENT** – Succession to the President’s position includes one year of service as President and a sub-subsequent year as Past President. The President represents the Association at public events, meetings, and conferences and gathers ideas for new programs and solutions through attendance of those events, meetings, and conferences.

Duties and Responsibilities of the President:

- a. Serve as chief presiding officer of the Board of Directors;
- b. Preside over all meetings;
- c. Serve as Chair of the Executive Committee;
- d. Appoint all Committee Chairs, subject to approval by the Board of Directors;
- e. Serve as an ex-officio member of all SAR committees;
- f. Appoint vacancies on the Board of Directors, subject to approval by the Board of Directors;
- g. Serve as signatory on the association’s bank accounts;
- h. Be kept apprised of all Grievance and Professional Standards Committees’ activity in accordance with the NAR Professional Standards Administration handbook;
- i. Be a spokesperson for the Association;
- j. Stay informed on Association projects, industry-related developments, and state and national events;
- k. Attend the following conferences;
 - 1. NYSAR Mid-Winter Meetings including the NYSAR Leadership Session (February, Albany);
 - 2. NAR Legislative Meetings and Conference (May, Washington DC);
 - 3. NYSAR Fall Business Meetings (October, Location Varies);
- l. Be visible to membership.

Estimated Minimum Time Commitment: 20 Hours/Month as President, 10 Hours/Month as Past President

Term: Two Years

- ii. **PRESIDENT-ELECT** - Election to the President-Elect’s position includes serving one year as President-Elect and a sub-subsequent year as President.

Duties and Responsibilities of the President-Elect:

- a. Attend meetings and events with the President;
- b. Perform the duties of the Presidency in the President’s absence or when the president is unable to serve;
- c. Co-Chair the Finance Committee;
- d. Serve as Vice-Chair of the Executive Committee;
- e. Attend the following conferences:

1. NYSAR Mid-Winter Meetings including the NYSAR Leadership Session (February, Albany);
 2. NYSAR Fall Business Meetings (October, location varies);
 3. NAR Legislative Meetings and Conference (May, Washington DC);
 4. NAR Leadership Summit (August, Chicago);
 5. NAR Annual Conference (November, location varies);
- f. Ascend to the office of President immediately after serving as President-Elect.

Qualifications for Election: Candidates for President-Elect must be

- g. A current REALTOR® member of the SAR Board of Directors OR
- h. A REALTOR® member of the SAR Board of Directors within the past seven (7) years OR
- i. A current REALTOR® member serving as an SAR Committee Chair

Estimated Minimum Time Commitment: 15 Hours/Month

Term: One Year

iii. **SECRETARY** – Duties and Responsibilities of the Secretary:

- a. Keep written records of the association’s Board of Directors meetings; (a task which can be delegated to any staff member other than the CEO)
- b. Sign certain legal documents.⁸

Estimated Minimum Time Commitment: 7 Hours/Month

Term: One Year

iv. **TREASURER** – Election to the Treasurer’s position includes serving one year as Treasurer-Elect and a sub-sequent year as Treasurer.

Duties and Responsibilities of the Treasurer:

- a. Present the association’s financial statements to the Board of Directors,
- b. Be familiar with financial statements format and content,
- c. Assist in preparation of the association’s annual budget,
- d. Co-Chair the Finance Committee,
- e. Serve as a member on the Executive Committee,
- f. Confirm financial annual review by a certified accounting firm;
- g. Serve as signatory on the association’s bank accounts,
- h. Sign certain legal and banking documents as needed,
- i. Review monthly bank reconciliation.

Duties and Responsibilities of the Treasurer-Elect:

- a. Act on behalf of the Treasurer in their absence, if possible;

⁸ 04/2006

- b. Be familiar with financial statements format and content;
- c. Assist in preparation of the association's annual budget;
- d. Serve as a member of the Finance Committee;
- e. Prepare for the Treasurer's duties and responsibilities through collaboration with the Treasurer.

Estimated Minimum Time Commitment: 10 Hours/Month
Term: Two Years

v. **DIRECTORS – Duties and Responsibilities of Directors:**

- a. Be responsible to and represent the entire membership,
- b. Attend all meetings of the Board of Directors within the current meeting attendance policy,
- c. Place the welfare of the total association ahead of geographic, business, or factional considerations,
- d. Express viewpoints and share opinions,
- e. Provide constructive criticism important to the association's growth and development,
- f. Consider the needs and feelings of others and face the issues and facts,
- g. Remember that discretion protects credibility and discourages rumors, gossip, and criticism,
- h. Be familiar with and agree to comply with all antitrust laws, professional standards, and association bylaws and policy,
- i. Be active members,
- j. Attend association functions including state business meetings when feasible,
- k. Serve as an active member on at least one association committee,

Estimated Minimum Time Commitment: 6 Hours/Month
Term: Three Years

vi. **TERMS OF OFFICE**

No officer or director shall be nominated and elected to the same office for more than two consecutive terms.⁹

Maximum number of officers or directors nominated and elected to serve on the Board of Directors from the same company is two.¹⁰

Current Board of Directors who choose to move their license to another company, must step down if the company they are transferring to already has two members serving on the Board of Directors, and the President would fill that vacancy with approval of the Board of Directors and that person would serve the remainder of the unfinished term.¹¹

⁹ 06/2006

¹⁰ 07/2006

¹¹ 07/2006, 11/2014

vii. **PROFESSIONAL STANDARDS TRAINING**

All Officers and Directors (with the exception of the President, Treasurer, and Affiliate Director) must attend the approved NYSAR Professional Standards training seminar the first year they hold a seat on the board regardless of position, and any time they are elected to a new three-year term.

viii. **ASSOCIATION EXECUTIVE/CEO**

The Association Executive serves as chief executive officer/CEO, responsible to the Board of Directors for the effective conduct of the affairs of the Association. The Association Executive recommends and participates in formulating the Board mission, goals, objectives, budgets, and related policies. Within that framework, the Association Executive plans, organizes, coordinates, controls, and directs Association staff, programs, and activities. The Association Executive also serves as staff liaison to all committees and provides liaison between committees and the Board of Directors. The Association Executive attends meetings at local, state, and national levels at the discretion of the Board of Directors. The Association Executive serves as the Professional Standards Administrator for the association.

G. Strategic Plan

The Board of Directors will govern strategically, with a focus on advancing the mission and long-term thinking to benefit the membership (profession and industry). Discussions at the board table will be framed by a strategic plan adopted and/or amended every three to five years. Board members are responsible for understanding and updating the plan.

The Association Executive is responsible on a day-to-day basis to ensure that the vision, goals, and work plan of the Strategic Plan are being upheld. The Association Executive is also responsible for the coordination and timely filing of the NAR Core Standards certification.

The Strategic Plan must be reviewed annually by the Executive Board with the Association Executive with an update report presented at the September Board of Directors meeting for the purpose of evaluating accomplishments and areas that are continued work plans.¹²

H. Appointments to External Bodies¹³

Appointments of SAR members to external bodies including, but not limited to, NYSAR Board of Directors, NYSAR Delegate Body, and NAR Board of Directors shall be made by the SAR President with confirmation from the SAR Board of Directors.

- i. Appointments to external bodies are subject to the terms, timeline, and rules governing that body.

¹² 09/2015

¹³ 08/2022

- ii. Specific to the NYSAR Delegate Body, the appointments of Delegates and Alternates should remain flexible due to the possibility of last-minute changes to travel plans. Alternates are allowed to be appointed without Board approval.

2. COMMITTEES

A. Authority

Committees serve at the will of the board. No committee has authority to expend funds (other than budgeted expenses), contract or speak for the association without specific approval from the chief elected official or the Association Executive.¹⁴

B. Special Committees or Task Forces

May be created by the President at any time. See bylaws for additional information.

C. Committee Communications

Committee Chairs will include the Association Executive and President in committee correspondence, including meetings notices, transmission of meeting notes, and keep them apprised of all committee activities at least monthly.

D. Committee Meeting Attendance

Any committee member who fails to attend two regular or special meetings of a committee within a six-month time period, or two consecutive meetings without an excuse acceptable to the chairman of the committee, shall be deemed to have resigned from the committee. The vacancy may be filled by the chairperson. The Chairperson or designee shall attend monthly Board of Directors Meetings and submit reports or shall submit written report to Association Executive prior to the Board of Directors Meeting.

E. Committee Sponsored Events

Committee members shall pay the same amount as general membership for attendance to any Association event (e.g. Breakfast of Knowledge, Lunches etc).¹⁵

F. Action Without Meeting

Any committee may act by unanimous consent in writing without a meeting. The consent shall be evidenced by one or more written approvals, each of which sets forth the action taken and bears the signature of one or more of the members of the committee.¹⁶

¹⁴ 09/2015

¹⁵ 02/1997

¹⁶ 04/2005

G. Committee Descriptions and Information

i. Affiliates Committee

This committee is responsible for promoting membership to the professional community and creating programs/events that encourage networking and referrals between REALTORS® and Affiliate members.

The Affiliate Committee may elect to implement an Affiliate of the Year program with specific guidelines and selection processes and recognition subject to approval of the Board of Directors.

ii. Bylaws & Governance Committee

This committee is responsible for reviewing, updating, and coordinating all Association governing documents, including but not limited to: Bylaws, MLS Rules & Regulations, Office Policies and Procedures, Sales Contracts etc.

- a. **Finance Sub-Committee** This sub-committee consists of current Treasurer, Treasurer-Elect, President, Past-President and President-Elect. Committee is to be co-chaired by Treasurer and one other. This committee prepares the annual budget, reviews reports, statements and oversees general financial aspects of the Association as needed.

iii. Broker Network¹⁷

A special committee inclusive of all Brokers or their designated appointee with the purpose of providing insight and advice on the association's development of programs and initiatives benefiting all members. The Committee Chair to be appointed in the manner according to SAR Policy.

iv. Community and Consumer Outreach Committee

This committee is responsible for developing programs for SAR participation in community, charitable, civic as well as consumer education programs about home ownership. Programs should be such that enhance the image of the SAR and the image of REALTORS® within our community.

- a. **Public Relations Sub-Committee** This committee is responsible for keeping the public informed of community involvement, consumer outreach and support.

v. Diversity, Equity, and Inclusion Committee

vi. Professional Development & Education Committee

The Education committee researches the member educational needs and offers continuing education courses towards REALTOR designations and to enhance members' business growth. This committee is also responsible for education and promotion of Legal Liability training, ethics, fair housing, equity, and diversity.

¹⁷ 02-2022

vii. Grievance Committee

The Grievance Committee reviews requests for arbitration and ethics complaints to determine if a hearing is appropriate. The Chairperson must attend a Professional Standards Training Seminar annually and all committee members must attend the first year they serve on the committee and every third year thereafter, unless excused by the Board of Directors prior to the Training seminar.

viii. Government Affairs Committee

This is a committee that represents the interests of REALTORS® in village, town, city, and county government concerns, establishes a volunteer network to monitor public meetings, prepares and presents position papers, participates in interest group coalitions, reinforces NYSAR and NAR's efforts on state and national issues, develops candidate endorsement programs to identify and support candidates for public office who share SAR's goals and objectives.

- a. **RPAC Events Program Committee:** The purpose of this committee is to educate the membership on the benefits of a strong REALTORS® Political Action Fund, (RPAC), and to create fund-raising techniques to support RPAC.

ix. Member Services Committee

This Committee develops and implements membership recruitment, member benefit programs, New Member Orientation Programs (minimum twice/year) and retention programs designed to increase membership involvement in Association activities and the size of the membership. The Committee also develops and implements fund-raising for SAR scholarship programs. This committee designs and distributes scholarship applications and oversees the distribution of awards.¹⁸

- a. **Nominating Sub-Committee** This is a sub-committee whose function is the selection of future Board members/Officers of the Association. Minimum of 5 members to include present or past committee members or Board of Director members. All to be appointed by incumbent President, subject to approval of the Board of Directors. The President of President-Elect may not serve on the Nominating Sub-Committee.
- b. **Realtor of the Year Sub-Committee** Criteria for Realtor of the Year – A selection committee, chaired by the current Realtor of the Year who then appoints four (4) past Realtor of the Year recipients may select an outstanding active member of the Southern Adirondack REALTORS®, Inc., for this award.

Nominations for Realtor of the Year are solicited from all Realtor members and must be received by a specified date/time established by the committee. The committee will review all nominations and may make their own additional nominations.

Nominees are evaluated on the following items:

¹⁸ 09-2021

- Local Board Activity – Board offices and committee work, special assignments, seminar activities and educational work, membership and offices held in local chapter of Institutes, etc.
- REALTOR Spirit – High moral principles, faithfulness to laws and regulations of local board and the NAR Code of Ethics, furtherance of principles of good real estate practice among other brokers and the general public.
- Business Accomplishment – Recognized good business conduct.
- Civic Activity – Local, state, and national level participation in civic and service clubs, charitable activities, political commissions, fraternal or religious groups, etc.
- State and national Association Activity – Attendance and participation at State conventions, educational conferences, etc.

x. Past Presidents Council¹⁹

A special committee inclusive of all Past Presidents of SAR with the purpose of assisting in the development of a Leadership Academy program as well as the criteria for graduation from the same. The Committee Chair shall be the most recent Past President willing to serve and shall be appointed by rule.

xi. Professional Standards Committee

This committee provides trained members to sit on ethics or arbitration hearing panels. All volunteers must have served at least 2 years on the Grievance Committee. The Chairperson must attend a Professional Standards Training Seminar annually and all committee members must attend the first year they serve on the committee and every 3rd year thereafter, unless excused by the Board of Directors prior to the Training seminar.²⁰

The appointed positions of Ombudsman and Mediator for the Association also fall under the direction of the Professional Standards Committee. The appointment of the Ombudsman and Mediator will be made annually by the President with the approval of the Board of Directors.

xii. Young REALTORS® Network - YRN

This committee is charged with hosting events, providing networking opportunities and education targeting new and young REALTOR members. There is not age limitation or requirement to participate by any member. This committee has been sanctioned by the NAR through an application process and participates also in statewide and national YPN/YRN initiatives, meetings, and programs.

3. COMMUNICATIONS and MARKETING

A. Authority to Represent or Speak for the Association

The Association Executive and President of the Board are empowered by the Board of Directors to be

¹⁹ 02-2022

²⁰ 2016

the speakers and representatives of the Association. Vested with this responsibility both the President and Association Executive must ensure that any Position Statements must have the full approval of the Board of Directors prior to making such public statements and representations.

Committee chairs may speak on behalf of the association in the line of fulfilling specific tasks related to the work plan of the committee, upcoming events, and programs of the committee.

Any board member, member at large, or staff person cannot represent themselves as speaking on behalf of the association or Board of Directors unless prior permission has been granted by the Board of Directors.

Any written correspondence representing as from the association must be reviewed by the President and then to the Association Executive who then transmit the correspondence on approved association letterhead and maintain a file of all such correspondence.

Board members and/or committee chairs should only note their position or title on letterhead or in emails when conducting official business correspondence with prior permission on behalf of the Association. References to their volunteer elected, appointed or service as a volunteer on an association committee or Board of Directors may not be placed on their regular professional or personal correspondence, email signatures, etc.²¹ Current or past recipients of the SAR REALTOR® of the Year award may include this recognition on their correspondence.

B. Listservs, Bulletin Boards & Social Media Sites

The association provides access to Listservs, bulletin boards and Facebook pages for the exchange of information. No postings shall be made that may be considered self-serving or injurious to the association or a person's reputation. No copyrighted materials may be posted. No statements that might violate antitrust laws may be made. The association reserves the right to refuse access to the listservs, bulletin boards and Facebook pages and may remove postings at any time.

Only staff shall have access to official SAR social media accounts including but not limited to Facebook, LinkedIn, Instagram, Twitter, and any other communications platform for the purpose of SAR messaging.

C. Association Logo Use

The logo, and any marks associated with the association are the property of the association and are protected by state and federal laws.

The logo is the property of the Southern Adirondack REALTORS®, Inc. and is to be used or distributed only by the Association office.²²

Affiliate and REALTOR members may be issued permission to use a "Proud Member" logo specifically

²¹ 09/2015

²² 09/2015, 06/2018

created by the association and provided through the Association Executive. A completed authorization form for a Member Logo must be filed with the association office and will be retained for logo use compliance. Non-payment of member fees, or noncompliance of use may result in revocation of Member Logo usage.²³

D. Notifications

The Association office will not be responsible for notifying members of the death of members or their family members.²⁴

E. Text Messaging Policy

Purpose: To use available technology of texting messages to cellular phone numbers on file for members to expedite specific and time sensitive messaging. The following areas of messaging have been deemed by the Board of Directors as appropriate use of the SAR office text messaging system. Any deviation of this list must have prior approval by the Board of Directors.

Office Protocols:

1. Text messaging written consent will be obtained from each member prior to initiating texting.
2. Members having given written consent may always have the option to remove themselves and "opt out" of the SAR text messaging program at any time and a record of DNT/DNC file will be maintained as outlined below.
3. An approved SAR form of Member Consent will be provided to each existing member as well as to new members with their SAR membership application
4. All consent forms will be kept in the individual active member file as well as a master compilation database file
5. All Text messages must have prior approval of their content by the Association Executive before being transmitted to membership
6. A member adding their cellular phone number and carrier into their Navica/Streamline AMS profile on their own volition does not provide for the necessary required written consent that must be obtained by the SAR office prior to receiving text messages.
7. The policy requires the keeping of all consents for at least four (4) years.

Adherence to Do Not Call Requirements:

1. This policy prohibits telemarketing calls to (a) residential or cellular phone lines that are on the National Do No Call Registry and (b) to a consumer from whom the Association has received a specific do not call request.
2. This policy institutes adequate procedures by the SAR office, including (a) maintaining a written policy, available on demand, for maintaining a DNC list, (b) properly training personnel on the existence and use of the DNC list, (c) recording each caller's name (if provided) and phone number who requested not to receive calls, (d) honoring DNC requests within a reasonable

²³ 06/2018

²⁴ 2014

time, but not later than 30 days from the request, and (e) maintaining a record of DNC requests for five (5) years from the time the request was made.

Follow Prohibitions on Calls and Texts

1. This policy prohibits the following wireless calls and texts to both businesses and residences: (a) telemarketing (i) calls before 8:00am or after 9:00pm, (ii) calls and texts to numbers on the DNC Registry, (iii) calls and texts to numbers on the Association's internal DNC list, (iv) calls and texts using artificial or prerecorded voice recordings or automatic telephone dialing systems, without prior express written consent and (b) informational calls and texts using artificial or prerecorded voice recordings or automatic telephone dialing systems, without prior express consent.

4. COMPLIANCE

A. Americans With Disabilities Act Compliance

The Southern Adirondack REALTORS® (SAR) will make reasonable accommodations for qualified individuals with known disabilities unless doing so would result in an undue hardship. This policy governs all aspects of employment, including selection, job assignment, compensation, discipline, termination, and access to benefits and training.²⁵

B. Anti-Trust Statement

Because of federal and state anti-trust laws, certain topics are not proper subjects for discussion at any board, committee, or function of the organization. Many of our members are competitors and any action or agreement which may eliminate, restrict, or impact competition in the marketplace could be a violation of anti-trust laws. The penalties for violating the anti-trust laws severe for individuals and associations.

Thus, there shall be no discussions of any items that may appear to be anti-competitive including competitive practices, current or future prices, fees or charges, discount offerings; terms of service; profitability; credit terms; or refusal to deal with other industry members or partners. The board supports free enterprise and competition and strictly adheres to anti-trust avoidance guidelines.²⁶

C. Code of Conduct for Volunteers

Volunteers who are not dues paying members of the association may assist the staff with general office tasks or committees with special projects or events.

Office volunteers will receive an orientation provided by the Association Executive which will include such areas as scheduling, dress code, cleanliness and use of association equipment.

²⁵ 09/2015

²⁶ 2015

Office volunteers will be responsible to sign a confidentiality agreement as part of their orientation. (See Volunteer Confidentiality Form, Addendum # 2)

Volunteers will follow a prescribed schedule and log their time in and out on a timesheet provided by the association.

Volunteers may be asked to resign or may be terminated by the Association Executive.²⁷

D. Conflict of Interest Policy Including Corporate Opportunity, Confidentiality, Acceptance of Gifts, Gratuities and Entertainment²⁸

Conflict of Interest Policy

Service as an officer or director, or a volunteer committee member (each, collectively hereinafter referred to as a “Leader”) for the Southern Adirondack Realtors, Inc. (SAR) or any of its affiliated entities (collectively SAR) gives rise to certain ethical and legal obligations to SAR by the Leader. This fiduciary duty requires the exercise of reasonable care in performing functions for SAR, exhibiting honesty and good faith and includes the responsibilities of both care and loyalty to SAR. The duties of good faith and loyalty require Leaders to avoid Conflicts of Interest (defined below) and to safeguard SAR’s best interests, not those of the Leader.

A Conflict of Interest may exist when the Leader participates in the decision-making process on an issue for SAR while concurrently having other business, professional or personal interests that could tend the Leader toward bias or predisposition on the issue. The fiduciary duty of a Leader also requires the Leader to avoid the appropriation of programs and activities, particularly business prospects that properly belong to SAR. Leaders must also maintain the confidentiality of SAR information. These obligations run from the Leader to SAR as a whole.

Even where the Leader might be appointed or elected by the membership, or by virtue of the Leader’s professional position within a particular company or practice area, the primary obligations of the Leader are to SAR as an organization, not to the Leader’s constituency. The following policies apply to all Leaders of SAR.

Conflict of Interest Defined

According to *Black’s Law Dictionary*, a Conflict of Interest is “a term used in connection with public officials and fiduciaries and their relationship to matters of private interest or gain to them.” In the event there is an inconsistency between the following requirements and procedures prescribed herein and those in federal or state law, the law shall control. For purposes of this policy, the following circumstances shall be deemed to create Conflicts of Interest:

A Leader will be considered to have a Conflict of Interest whenever the Leader:

- 1) is a principal, partner, officer, director, member, manager, agent, associate, trustee, personal representative, receiver, guardian, custodian, conservator, consultant to, legal representative

²⁷ 09/2015

²⁸ 11/2022

or owner of, any interest in a business (the “Business”) providing products or services to, or competing with, SAR; or

- 2) is a principal, partner, officer, director, member, manager, agent, associate, trustee, personal representative, receiver, guardian, custodian, conservator, consultant to, legal representative or owner of, any interest in a business being considered as a provider of products or services to, or competing with, SAR; or
- 3) holds any other unique and/or substantial interest in the Business, financial, material or otherwise, such as a personal, employer-employee, competitor, contractor-contractee, shareholder or governance relationship with the Business; or
- 4) holds a Familial Interest in the Business with “Familial Interest” being defined as an interest held by a spouse, domestic partner, parent, child, spouse of a child, brother, sister, spouse of a brother or sister, cousin, spousal cousin or other family member.

Conflicts of Interest Procedures

- a) SAR Leaders with actual or potential Conflicts of Interest must immediately disclose all facts material to the actual or potential Conflict of Interest at the outset of any discussions by SAR pertaining to the Business. The Leader shall immediately refrain from any action that may affect SAR’s decision to participate with the Business.
- b) Such Leaders shall be excused from such discussions unless otherwise requested by the Board of Directors or applicable committee and shall respond to all questions asked of them. They shall not participate in or be permitted to hear the discussion of the matter except to disclose all facts and respond to questions.
- c) Such Leaders shall not attempt to exert any personal influence with respect to the matter, either in or outside of the meeting.
- d) Furthermore, no Leader with a Conflict of Interest may vote on any matter in which the Leader has a Conflict of Interest and will not be permitted to be present in the meeting room when any vote is taken on the matter.
- e) Minutes of meetings shall reflect that any such disclosure was made, shall contain the facts material to the Conflict of Interest, that the Leader was excused from the discussion of the matter and that the Leader did not vote on the matter.
- f) In the event it is not entirely clear that a Conflict of Interest exists, the Leader with the potential Conflict of Interest shall disclose the circumstances at the onset of any discussion and the decision-making body will determine whether there exists a Conflict of Interest that is subject to this Policy.

Corporate Opportunities Policy

Any Leader who learns of a business opening, investment, opportunity, project or program that may be of beneficial interest to SAR, may not pursue that opportunity outside of SAR without first offering it to SAR. Only if SAR decides not to proceed (i.e. abandons such corporate opportunity) may the Leader proceed independently of SAR.

NOTE: No Leader is prohibited from engaging in conduct in the same general line of commerce as SAR, but the Leader must conduct such Leader’s own activities in good faith and without injury to SAR. For example (any examples given within these various policies are for illustrative purposes only and are not

exclusive in nature), assume that the Leader's service on a committee entails development of an educational course to be delivered to SAR members. It would be a violation of this Policy to take the work of the committee and use it to create an educational course for the Leader's personal or familial financial gain. Further, and in this regard, the Leader does hereby assign to SAR all right, title and interest in and to any and all information or material developed, conceived or created relating to all SAR projects, including all copyrights and other proprietary materials.

Confidential Policy

A Leader must (a) maintain the confidence and not disclose or cause to be disclosed to anyone, other than SAR, any information determined as confidential with such determination of confidentiality being determined at SAR's sole discretion; (b) keep any materials containing confidential information in a safe and secure place to protect against inadvertent disclosure; and (c) preserve confidential information indefinitely, even after expiration of the Leader's service. Upon expiration of the Leader's service, the Leader must promptly return to SAR, upon request, any materials containing confidential information sent to or acquired by the Leader relating to the Leader's work for SAR. For example, assume that the executive committee, during its search for a new Association Executive, designates the deliberations as "confidential" to preserve the integrity of the search. It would be a violation of this Policy for the Leader to disclose such deliberations to anyone outside the committee except as may be required to conduct the committee's business or as required by law.

Gifts, Gratuities & Entertainment Policy

No Leader may accept gifts, entertainment or other favors from any individual, entity or organization that does or is seeking to do business with SAR, or one that has received, is receiving or is seeking to receive or secure, a financial commitment from SAR or under any circumstances where it might be inferred that such action was intended to influence the Leader in the performance of the Leader's duties. This does not, however, preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value that are not related to any particular transaction or activity of SAR.

Review of Policy

Each Leader shall annually complete the disclosure form identifying any relationships, positions or circumstances in which the Leader is involved that the Leader believes could contribute to a Conflict of Interest arising. Such relationships, positions or circumstances might include service as a director of or consultant to a competing business or organization, or ownership of a business that might provide goods or services to SAR.

This Policy shall be reviewed annually by the Board of Directors of Southern Adirondack REALTORS, Inc. Any changes to this Policy shall be communicated immediately to all Leaders.

E. Equal Opportunity Employment

The Southern Adirondack REALTORS® is an equal opportunity employer and will treat all persons alike whatever their sex, age, religious preference, race, national origin, disability, or familial status. This policy applies to employment practices, wages, benefits, working conditions, and promotions.²⁹

F. Health Emergency Protocols (Pandemic/Epidemic Virus)

Such factors as a declared state of emergency, etc. by a government official, CDC or other similar official health organization either at a local, state, or national level should be taken as the highest level of caution to ensure that the association is doing what it can to protect and minimize exposure of our staff, our members and public at large. The health and safety of our members and staff are paramount.

The procedures below should be activated in such situations as is dictated by the above factors or at the discretion of the Board of Directors.

With specifics to the Coronavirus the following preventative measures may be taken to reduce the risk of contracting and spreading the virus:

These measures are very similar to those used routinely when dealing with any influenza outbreak.

1. Staying home if you have a fever, cough, shortness of breath or any other cold or flu-like symptoms.
2. Wash your hands with soap and water frequently for at least 20 seconds. If soap and water is unavailable use an alcohol-based hand sanitizer.
3. Avoid touching your eyes, nose, and mouth with unwashed hands.
4. Avoid close contact with anyone you know is sick or displaying such symptoms as outlined above.
5. Clean and disinfect objects and surfaces frequently
6. Cover your mouth and nose with a tissue when you cough or sneeze, or cough or sneeze into your sleeve.

Staff Travel:

Business-directed travel: Travel to countries or places that the CDC has placed travel bans will be curtailed. Likewise, travel to any state or region whose government officials have declared a state of emergency or state of health emergency will be curtailed. Any questions about employee travel should be directed to the Association Executive or the Association President.

Staff Personal Travel: Any staff who have recently traveled to a country or location with reported outbreaks, or who have been in contact with someone who has traveled to such a location will be directed to work remotely for a specified period. Before returning to the workplace, employees must confirm they are asymptomatic. If the employee shows symptoms of illness, the extension of remote work will be considered by the association leadership without penalty to the employee.

²⁹ 09/2015

Office Protocols:

At any such time that any Coronavirus (or other such virus/health emergency) cases are reported by health officials in Warren County the association office will be put on a “*closed to visitors including members and the general public*” mode. An email notification will be done by the Association Executive to the membership advising them that the office is closed but that staff are available via phone and email only. No meetings will be held at the office and meetings should be postponed, cancelled or virtual meetings should be encouraged as are feasible and needed to maintain essential timelines for association activity. The Board of Directors in consultation with the Association Executive will determine when it is appropriate to lift this “office closed to visitors” mode.

Association Staff:

Only staff who are asymptomatic will be expected continue to come to the office for their regular work schedule.

Any employee exhibiting symptoms of illness while at the workplace will be sent home by their supervisor or the association president.

Any employees who have persons in their home who are exhibiting flu-like symptoms will be scheduled to work remotely and must not return to the association office for 14 days and they have not developed any symptoms. This also allows staff persons to assist in the care of any affected persons in their home.

Should any SAR employee be tested positive for the Coronavirus or present with flu-like symptoms, the Association Executive in consultation with the association President will close the office and all employees will be assigned to work remotely as is feasible unless their illness presents them incapacitated to sufficiently perform their routine work duties.

- Said employees who have tested positive will not be allowed to return to the workplace until they are asymptomatic and at least 14 days have passed. Employees will NOT be required to obtain a health certificate from the medical professional since doctor’s offices may be very busy.
- Employees who have tested positive for the Coronavirus will not have to use any of their accrued sick time.
- Hourly employees will not receive paid time off and may use any of their accrued sick time if they wish, however if their illness is not that severe that they can perform their regular expected work duties remotely they will be compensated at their hourly rate for the number of hours they have worked daily.

Any volunteer, member or person of the public who is exhibiting flu-like symptoms should not be attending meetings or coming into the office for any reason. The staff have permission to courteously ask any person exhibiting flu-like symptoms to please leave the office. Staff should limit working in close proximity to each other.

Manfred Testing Site Protocols: At time of test booking, staff is to inform the candidate that if they are exhibiting any flu-like symptoms on the day they are to take their test- they are to call the office and reschedule their testing date. Anyone coming in for a testing appointment that exhibits any flu-like symptoms will be immediately rescheduled and sent from the office. Staff are to schedule a future test date a minimum of 14 days out. At any time, the Association Executive in consultation with the association President may suspend SAR's testing site availability due to health concerns.

Office Environment Precautions:

1. Each workstation and the meeting room will have an alcohol-based hand sanitizer available, and as are available for procurement from retail sellers. Tissue boxes will be available at workstations, lavatory, and meeting room.
2. Clorox wipes, or similar disinfectant cleaners will be used at least 1 x daily by each employee over all open surfaces of their workstations, phones, keyboards, office equipment, cabinet drawers, doorknobs, kitchen and any food prep or storage areas. All staff will assist in these cleaning routines.
3. Staff will only use their own respective workstations and phones.
4. Staff are to limit the amounts of pens and pencils available for public use. Staff should wipe off all pens, pencils, etc. in public use discretely as possible after a person uses any office writing instruments, etc.
5. If transacting a credit card purchase in the office, ask the customer making the purchase to read the credit card information to the staff person rather than the staff person handling the credit card physically.
6. Meeting room tables and counter surfaces are to be wiped down with disinfectant after each use of the room by volunteers or staff. A spray bottle of disinfectant and a roll of paper towels will be available for this task on the countertop.

Association Events:

Events will be cancelled at the discretion of the Board of Directors with consultation of staff and committee chairs.

Factors to be considered will be how other businesses and schools in our area are responding to the health issue, the ease of rescheduling the event and if the event site has implemented any closure or restrictive policies.

G. Harassment and Discrimination Prevention Policy

All members of the Association are expected to comply with the Association's Harassment and Discrimination Prevention Policy which may be amended from time to time.

H. Insurance Coverages

The association shall maintain the following insurance policies at all times:

- General Liability

- Building/Fire
- Directors and Officers (D & O Insurance)

and any other such insurances required by law at all times.³⁰

I. Legal Liability Training

Additional education and training may be required by the Board of Directors.

J. Professional Standards and Arbitration

- i. The Board of Directors assesses an administrative processing fee of \$500.00 should a respondent be found in violation of the Code of Ethics or other membership duty.
- ii. The Board of Directors assesses an arbitration filing fee of \$500.00 from each party (Complainant and Respondent) in any arbitration proceeding, with the \$500.00 arbitration filing fee returned to the prevailing party after the decision from the arbitration. If there is a split reward, a \$250.00 filing fee will be returned to each party.
- iii. The Board of Directors assesses a non-refundable fee of \$500.00 for any procedural review.
- iv. The maximum fine issued by the Association if a Respondent is found in violation of the Code of Ethics or other membership duty is \$15,000.00.
- v. If a REALTOR® has been found in violation of any Code of Ethics complaint two times in a three-year period, their name will be published in the Association's newsletter.
- vi. In the event that respondent fails or refuses to sign the response and agreement form (Part 13, Form #A-4), fails or refuses to make the required deposit, or fails or refuses to take part in the arbitration hearing, the arbitration hearing may be scheduled and conducted in the absence of the respondent.
- vii. Ethics decisions presented to the Board of Directors for ratification will not include the names of the parties.
- viii. Hearing Panels
 - a. Southern Adirondack REALTORS®, Inc. has the option to use NYSAR Professional Standards committee members to complete any hearing panel as necessary.
 - b. The Association's Professional Standards hearing panel and Chairperson of the panel shall be appointed by the Professional Standards Committee Chair and shall consist of a minimum of three (3) members.
 - c. The Association's Grievance Committee review panel Chairperson shall be appointed by the Grievance Committee Chair and shall consist of a minimum of three (3) members.
- ix. The Board of Directors shall reimburse any hearing panel member within the Multi-Board Professional Standards Enforcement Procedures for their mileage cost at the standard IRS rate.
- x. The Board of Directors shall offer Expedited Code of Ethics Enforcement Procedures.
- xi. The Board of Directors shall not allow any of the parties to tape record the proceedings at any Ethics of Arbitration hearing.
- xii. The Board of Directors shall assess a \$500.00 filing fee for any Request for Appeal (Ethics).

³⁰ 09/2015

- xiii. The Board of Directors has adopted a policy to offer Voluntary Arbitration between REALTORS® who are or were affiliated with the same firm, provided each party voluntarily agrees to the arbitration in writing and the Board finds the matter properly subject to arbitration.
- xiv. Any matter (ie. Dismissal of Ethics Complaints, Decisions of the Ethics Hearing Panel, Ratifications) brought before the Board of Directors will be considered by a panel of five (5) Directors appointed by the President. The decision of the panel shall be final and binding and shall not be subject to further review by the Board of Directors.
- xv. Postponement of hearings may be granted if there are extenuating circumstances. Parties' requests for continuances shall only be granted when all parties mutually agree to a subsequent specific date, or when the hearing panel chair determine that denying the continuance would deny the requestor a fair hearing. Requests for postponement must be made in writing. Permission can be granted by the Professionals Standards Chairperson. All parties shall be advised of the date of the rescheduled hearing.
- xvi. Other Board President Duties
 - a. The Board President will select one or more ethics mediators to act under the Professional Standards committee. Mediators should be thoroughly familiar with the code of ethics, state real estate regulations, and current real estate practice, this appointment must be confirmed by the Board of Directors.
 - b. The Board President will select two or more Ombudsman to act under the Grievance Committee. Ombudsman must meet the criteria as outlined in the association's adopted Ombudsman policy. Ombudsman should be thoroughly familiar with the code of Ethics, state real estate regulations and current real estate practice. This appointment must be confirmed by the annually.

Appointed Mediators must have completed NAR's Mediator Training program and attend a Professional Standards Procedures Training Course paid for by the association at least once every two years.

Appointed Ombudsman will be required to attend an ombudsman training program offered by the state association as well as attend a Professional Standards Procedures Course, paid for by the association at least once every two years.

Affiliate members that serve on the Board of Directors are not required to attend the NYSAR Professional Standards training.

Professional and Grievance Committee members must attend the NYSAR association approved Professional Standards Training the first year they serve on the committee and every THREE (3) years thereafter. The Chairperson of each committee must attend annually unless excused by the Board of Directors prior to the training seminar. There are to be NO excuses for a business reason and any other excuse will be reviewed on an individual basis. If a training seminar is missed twice the committee member/chair will be removed from the committee. If they are registered by the Association office to attend the training seminar and do not show (whether accepted excuse or not), the committee member/chair will reimburse the Association.

K. Smoking

In compliance with Article 13 - E. S1399N et seq. of the Public Health Law, the Southern Adirondack REALTORS®, Inc. Has designated its office as non-smoking. Employees who smoke in no smoking areas are in violation of New York State Health Law and the Stated policy of the Southern Adirondack REALTORS®, Inc.

L. Whistleblower Policy

The Board of Directors remains open to receiving information that may bring awareness to an issue or problem occurring amongst leadership, committees, or staff. In that light, no person shall take any action of retaliation against any person, including interference with employment, for providing accurate information to the board or to legal authorities relating to a problem or concern in the association. If whistleblower information is reported to the board, a committee will be convened by the President in accordance with the By Laws, and with legal counsel, to evaluate the issue and make a recommendation to the Board of Directors.³¹

M. Public Records

The Board of Directors follows all laws regarding access to public records. To that end, the association ensures access to IRS related public records to anybody who requests.

These records are: IRS Letter of Determination; IRS Application for Exempt Status; and IRS Information Return (FORM 990). Reasonable copying costs may be charged. Other records are not considered public.

Members of the association, in good standing may request documents and the board will consider each request and the nature with how they will be shared while maintaining the integrity of the corporation.³²

Any paper copies of these documents will be made available to the requestor at \$.20 per page.

N. Retained Records and Storage

Staff shall have authority to organize files and remove outdated files in accordance with this schedule below. The policy shall apply to digital documents as well as hard copies. No documents shall be destroyed that reflect the history of the organization.³³

RECORD CATEGORY	TYPE OF RECORD	RECOMMENDED PERIOD
CORRESPONDENCE/Reports		
	General	2 years
	Basic Corporate Documents, e.g. By Laws, Board Minutes, Annual Financial preparation & Statements	Permanently
	Accident/Incident	7 years

³¹ 09/2015

³² 09/2015

³³ 09/2015

	Legal	Permanently
<u>FINANCIAL DOCUMENTS</u>		
	Accounting journals/ledgers	10 years
	Accounts receivables & credit (not cash receipts)	2 years
	Audits or CPA Review Reports	Permanently
	Billing & Cash Receipt record	Until Fed & State tax clearance
	Cancelled Payroll checks/reports	3-6 years
	Chart of Accounts	Permanently
	Depreciation Schedules	Permanently
	Financial Statements (monthly & quarterly)	2 years
	Payroll reports ³⁴	10 years
	Bank Statements ³⁵	10 years or Permanently
<u>INSURANCE</u>		
	Policies (expired)	3 years following expiration
	Other records (claims, etc.)	Permanently
<u>LEGAL DOCUMENTS</u>		
	Copyrights	Permanently
	Contracts/leases (expired)	6 yrs following expiration date
	Deeds	Permanently
	Lawsuits (settled)	6-10 yrs following settlement
	Membership applications	3 years
	Member files	Permanently
	Professional Standards Documentation	Permanently
	Board of Director Meeting Minutes	Permanently
	Property Title Reports/Abstracts	Permanently
	Satisfaction of Mortgages	Permanently
<u>PAYROLL</u>		
	Earnings Records	4 years
	Payroll register ³⁶	4-6 years
	Pension Information	Permanently
<u>PERSONNEL</u>		
	Applications (non-hired)	3 years
	Applications (hired)	Permanently with employee file
	Files (after termination)	Permanently
	Summary of history card/or index	6 years
<u>PURCHASING</u>		
	Bids	7 years
	Capital Equipment	6 years
	Routine Items	3 years
	RPAC Records	3 years
<u>SECURITIES</u>		
	Stocks & Bonds (cancelled)	Permanently
<u>TAX RETURNS</u>		
	Excise	4 years
	Purchase & Use	3 years
	State & Federal	Permanently
<u>PROFESSIONAL STANDARDS</u>		
	Code of Ethics Complaint Filings & Panel Decisions	Permanently
	Annual Ombudsman Referral Tracking report	Permanently

³⁴ 2017

³⁵ 2018

³⁶ 2017

O. Candidate Support Policy³⁷

Southern Adirondack REALTORS® may support candidates for elected office whose policy positions align with SAR's on pertinent real estate industry issues.

The Government and Legislative Affairs Committee shall recommend to the Board of Directors for final approval any requests for support and/or funding of candidates after a candidate vetting process, which shall be developed and amended from time to time by the Government and Legislative Affairs Committee. In the case of a sitting elected official seeking SAR support/funding, the vetting process is not required however formal recommendation must still be made to the Board of Directors for approval.

Candidates for the offices listed below which fall within the jurisdiction of SAR may be considered for support:

- County Supervisor/Commissioner
- City/Town Mayor and Council

As permitted by campaign finance rules and regulations, the following shall be offered in the efforts to promote supported candidates:

- Internal publication of supported candidates to the REALTOR® membership.
- Internal communication of supported candidates' events and fundraisers.
- Invitation to SAR events and/or exclusive candidate "meet and greet."

5. FINANCIAL

A. Affiliate Membership

The Board of Directors will review and adopt the Affiliate Membership dues rate schedule annually which allows up to three (3) contact names on the website. Any additional contacts to be billed at \$50.00 each at time of request and then on an annual basis. Affiliate membership is pro-rated at the time of joining for up to 6 months (June 30) past initial annual billing date. After this time, and beginning on July 1, a prorated amount of 6 months + full next year must be paid to activate membership.³⁸

B. Audits and Financial Reviews

The treasurer will confirm that an "Annual CPA Review Report" is made by a certified accounting firm and may be called on to sign certain legal and banking documents as needed. This annual CPA Review Report is required by NAR Core Standards and must be submitted both in writing and electronically to the Association Executive. The Finance Committee will review the Annual CPA Review Report and present to the Board of Directors.

³⁷ 09-2021

³⁸ 09/2015

C. Donations

Donations to charitable organizations or causes may be made at the discretion of the Board of Directors.³⁹

D. Dues Payable

- i. Former members who have voluntarily terminated membership and have returned within the 12-month period following terminations shall be assessed full annual association dues for that twelve-month period plus a processing fee of one-hundred dollars (\$100.00)
- ii. A fifty dollar (\$50.00) late fee will be charged for each REALTOR® who fails to submit their dues payment by the due date.
- iii. Any member who has a check returned will be assessed a \$35 returned check fee for the first offense and \$50 for the second offense.

E. Electronic Billing

The Board of Directors has adopted a policy that they will be billing their annual dues electronically to all members.

F. Expenditures

Expenditures up to \$250 may be authorized by the Executive Officer; capital expenditures between \$250 and \$500 may be authorized by the President and Treasurer, capital expenditures in excess of \$500 may not be made unless authorized by 60% of the Board of Directors eligible to vote.

G. SAR Real Estate Supply Store⁴⁰

1. It is the policy of the Southern Adirondack REALTORS®, Inc. that while it maintains an in-house "store" which sells items that are of benefit to real estate licensees that there be a two-tiered pricing system with a discounted member price and a full retail non-member price established for items being sold.
2. Staff will be responsible for maintaining inventory, ordering, and pricing of items accordingly.
3. A valid NYS Sales Tax ID number will be maintained, and sales tax collected and remitted to NYS accordingly.

H. SAMLS The Subsidiary

The Southern Adirondack Multiple Listing Service, Inc. (Subsidiary) is solely and wholly owned by the Southern Adirondack REALTORS®, Inc.

SAR is a shareholder of Global MLS. Global MLS is the MLS of choice for SAR members, but this does not preclude SAR members from seeking a waiver to not pay for Global MLS services provided they

³⁹ 08/2015

⁴⁰ 08/03/2019

meet the most current NAR guidelines for REALTOR® participation/subscription to a MLS service of their choice.⁴¹

I. Savings Reserve

The association shall maintain a reserve sufficient to ensure that operations can continue for at least (6) months should unexpected expenses arise, or catastrophe occurs. The formula shall be an amount equal to six months of the annual operating budgeted income. The six-months savings may not be spent down without approval of 75% of the Board of Directors. In any motion where reserves are expended, there shall be a plan to replace the expended funds within 36 months.⁴²

J. Travel Policy⁴³

Reimbursable Travel	NYSAR MWBM	NYSAR ANNUAL	NAR LEGISLATIVE	NAR ANNUAL	LEADERSHIP SUMMIT
SAR President	R	R	O	/	/
SAR President-Elect	R	R	O	O	R
NYSAR Director, Delegate or Committee Member	R	R	/	/	/
NAR Director, Delegate or Committee Member	/	/	R	R	/
CEO	R	R	R	R	R

Key: R = Required, O = Optional

1. **Per Diem:** Members included in the above travel matrix shall be provided per diem at least one week prior to the first day of the listed conference.
 - a. Per diem shall be calculated using the prevailing US General Services Administration rates.
 - b. Per diem shall include Meals & Incidentals (M&IE) during the member’s REQUIRED travel with the exception of any meals otherwise provided by the host entity or the association as part of a group event e.g., lunch provided by the conference, delegation night out, etc.
2. **Mileage Reimbursement:** Members included in the above travel matrix shall be reimbursed for round-trip mileage expenses for any listed conferences which require travel by car greater than 25 miles one-way (*minimum mileage requirement does not apply to trips to Albany International Airport*).
 - a. Mileage shall be calculated using the prevailing standard IRS business mileage rate.
 - b. Mileage shall be calculated using a direct travel route from the member’s home or office address without miscellaneous detours to the conference destination (or airport).
3. **Lodging Policy:** Association staff shall arrange hotel accommodations for the association President and President-Elect by default and other covered members by request in order to minimize reimbursement requests.

⁴¹ 04-2019

⁴² 09/2015

⁴³ 09/2021

- a. Lodging shall include only the dates of REQUIRED travel i.e., dates which include meetings that require the attendance of the member.
 - b. Arrangement for additional stay outside of the required travel dates is the responsibility of the member.
 - c. Members may elect to pay out-of-pocket for their stay and request reimbursement for eligible expenses upon their return.
4. Reimbursement Policy:
- a. Requests for eligible reimbursement must be submitted to association staff no later than 45 days from the end of the conference or event and must include a paid receipt.
5. Additional Meetings and Events: Any additional meetings not listed in the above travel matrix where reimbursement may be requested must have Board of Directors approval prior to attendance.
6. Report to the Board of Directors: Members attending conferences and events on behalf of the association must provide a written report to the Board of Directors via the CEO no later than one week before the next regularly scheduled Board of Directors meeting following the end of the conference or event.
7. Non-Attendance: In the event of non-attendance by a member for which per diem and travel expenses have already been paid, the member must:
- a. Return the per diem to the association and
 - b. Reimburse the association for any non-refundable expenses pre-paid by the association including any fees.
8. Travel Scenario EXAMPLE: An Officer attends the NAR Annual Conference and Expo in New Orleans from November 6-9. The association hosts a delegation dinner on November 7. The member's required meetings span from early morning November 6 through early afternoon on November 9.
- a. Staff books travel and lodging for the Officer:
 - i. Flight – November 5 departure, November 9 return.
 - ii. Hotel – November 5 check-in, November 9 check-out.
 - b. Staff calculates per diem:
 - i. GSA Per Diem Rates for New Orleans
 - 1. \$71 per diem (*\$17 breakfast + \$18 lunch + \$31 dinner +\$5 incidental*)
 - 2. \$53.25 first & last day of travel (*75% of full per diem*)
 - ii. Per Diem provided to Officer: **\$288.50** broken down as follows:
 - 1. November 5 - \$53.25 (*first day of travel*)
 - 2. November 6 - \$71 (*full per diem*)
 - 3. November 7 - \$40 (*full per diem less association provided dinner*)
 - 4. November 8 - \$71 (*full per diem*)
 - 5. November 9 - \$53.25 (*last day of travel*)
 - c. Officer submits for reimbursement:
 - i. Mileage – 96 miles round-trip at .54 per mile = \$51.84
 - ii. Parking – Airport parking for 5 days at \$12 per day = \$60.00
 - iii. Transportation – Uber rides to and from destination airport, hotel, and other official meeting/event locations = \$100.00

K. Dues Billing Schedule⁴⁴

September	Initial Notice	<i>Communications across all channels notifying members of the upcoming billing cycle.</i>
October	Member Audit	<i>Per SAR Bylaws, a review of member rosters with their Designated REALTORS®.</i>
November 1	Billing/Invoice	<i>Amounts due are posted to NRDS E-Commerce system, allowing for online payment via CC or ACH.</i>
December 31	Due Date	
January 10	Individual Suspension Late Fee Assessment	<i>For nonpayment, per SAR Bylaws.</i>
January 30	Office Suspension Broker Fines	<i>For nonpayment, per SAR Bylaws.</i>
February 28	Office Termination	<i>For nonpayment, per SAR Bylaws.</i>

6. MEETINGS AND EVENTS

A. Committee Sponsored Events

Committee members shall pay the same amount as the general membership for attendance to any Association event (e.g. Breakfast of Knowledge, Lunches, etc.).

B. Continuing Education & Designation Course Credits

If the Association is paying for a member to attend a Continuing Education or Designation Course and that member either “does not show up” or “does not cancel” within the provisions of the cancellation policies, the member will be charged the applicable fees toward the cost of the course or program. If this fee is not paid within 15 days of the due date, then the member’s privilege to attend any Association sponsored education events in the future will be denied indefinitely. There will be no restrictions or collection efforts on the part of the member’s broker. Once the member has paid the fees owed, then their privilege to attend any future Association sponsored education events will be reinstated.

C. Educational Programs

Breakfast of Knowledge and other such Educational programs shall be offered to SOUTHERN ADIRONDACK REALTOR® Members at a fee schedule approved by the SAR Board of Directors. This fee schedule will include but not be limited to: any cost per person to attend educational programs (including members, affiliate and non- members rates) CE Processing Fees, at Door/No Reservation fees and a No Show fee (reservation made but not canceled before stated deadline).

⁴⁴ 06-2022

D. General Membership Meetings

General Membership meetings will be open to any member who has not pre-registered on time.⁴⁵

E. Guests Attending Board Meetings

Guests are invited to convened meetings of the Board of Directors without approval of the chief elected official in advance. If a guest, including members in good standing, attends board meetings, they will be advised to sit in gallery chairs. If the board decides to go into executive session, guests will be asked to leave.⁴⁶

Any guests/members sitting in Board of Directors meeting will be required to sign the attendance sheet and uphold all statements regarding confidentiality, anti-trust, etc. as noted on the sign-in form.

F. Meeting Minutes

Minutes shall be recorded in writing of all meetings of the Board of Directors, including summary notes for executive sessions. Minutes shall be recorded in a manner as to reflect the actions, motions, and statements of the board, without recording superfluous discussions.

Board of Director meeting minutes will be transmitted to the Association Executive who will post them as a PDF attachment with the upcoming meeting notice and agenda to all board members and committee chairs no later than seven (7) days prior to the next monthly meeting.

The Board of Directors meetings shall not be audio or video recorded in any manner.

The Association Executive will maintain a file of meeting minutes and attendance for office archives. These archives are available for review by any member in good standing with notification to the office of at least 24 hours. Copies are available at no charge up to 5 pages. Additional pages will be charged at \$.20 per page. A summary of meetings may be posted on the Association and MLS websites, respectively.

Financial Reports of the Association will be distributed in hard copy or by electronic transmission at the Board of Directors meeting.⁴⁷

G. NYSAR/NAR Events and Meetings

Members appointed to fill terms as NYSAR Directors/Delegates are expected to attend the NYSAR Board of Directors meetings held in conjunction with the two yearly NYSAR business meetings. Written reports must be submitted a week prior to the next BOD meeting.

H. Serving Liquor

If liquor is served at a function, association staff or board members will not purchase or pour the liquor, preferring that an insured and trained bartender be utilized as provided by a caterer, hotel, etc.

⁴⁵ 11/2013

⁴⁶ 09/2015

⁴⁷ 09/2015

The caterer should have insurance and indemnify and hold the organization harmless with respect to claims, damages, losses, etc.

When advisable, host liquor liability insurance will be purchased to protect the organization. Whenever liquor is served it will be carefully accounted for through the use of a cash bar, drink tickets, and/or limited hours and availability (as opposed to an open bar).⁴⁸

I. Association Events or Training Programs

Breakfast of Knowledge and other such Educational programs shall be offered to SOUTHERN ADIRONDACK REALTOR® Members at a fee schedule approved by the SAR Board of Directors. This fee schedule will include but not be limited to: any cost per person to attend educational programs (including members, affiliate and non- members rates) CE Processing Fees, at Door/No Reservation fees and a No-Show fee (reservation made but not canceled before stated deadline).

- i. **Breakfast of Knowledge or other Educational/Professional Development Programs.** Educational meetings shall be offered to Southern Adirondack REALTORS® Members at a fee schedule approved by the SAR Board of Directors. This fee schedule will include but not be limited to: any cost per person to attend educational programs (including members, affiliate and non-members rates) CE Processing Fees, at Door/No Reservation fees and a No-Show fee (reservation made but not canceled before stated deadline).⁴⁹
- ii. **Continuing Education & Designation Course Credits.** Board Members, or committee chairs who register to attend a mandatory training program or course as prescribed by the Association Bylaws and who either “do not show up” or “do not cancel” within the provisions of the cancellation policies, will be charged the cost of the course by the Association. If this fee is not paid within 15 days of the due date, then the member’s privilege to attend any mandatory training program or course in the future will be denied indefinitely and may compromise that board member or committee chairs position to serve. Once the member has paid the fees owed, then their privilege to attend any future mandatory training program or course as prescribed in the Association Bylaws will be reinstated.⁵⁰

J. RPAC Sponsored Events⁵¹

For any ticketed event sponsored or funded by SAR’s Local Revenue Share (LRS) through RPAC of New York, invitations to participate in those events shall be sent to these members:

1. SAR Major Investors
2. SAR Government and Legislative Affairs Committee and RPAC members
3. SAR Board of Directors

⁴⁸ 09/2015

⁴⁹ BOD 07/2015

⁵⁰ 09/2015

⁵¹ 07-2022

If participation is limited due to LRS funds or event limitations, the first right of refusal shall be granted to the members in the order listed above.

7. PERSONNEL

A. Performance Evaluations/Reviews

*Please refer to the Personnel Handbook for policy on performance reviews.*⁵²

B. Succession Policy⁵³

i. Unplanned Transitions

Defined: The vacancy of the CEO position by death or termination of the CEO. In the event of an unplanned transitions, it shall be the responsibility of the Executive Committee to:

- Communicate, through the President, the message to staff, Board of Directors, association members, NAR, NYSAR, association counsel, accountant, financial institutions, and media as appropriate.
- Execute any and all necessary documents or resolutions to reflect that change.
- Change or restrict access to electronic access to association accounts.
- Appoint or hire an interim CEO to assume the duties of the CEO until such time that a new, permanent CEO is hired.

ii. Planned Transitions

Defined: The vacancy of the CEO position by retirement, contract non-renewal, or resignation.

iii. CEO Search Committee

In either a planned or unplanned transition, the Board of Directors shall appoint an ad hoc CEO Search Committee for the purpose of recruiting, vetting, and recommending for hire to the Board of Directors a permanent CEO.

The CEO Search Committee shall consist of the President, President-Elect (who shall serve as Chair of the Committee), Treasurer, Treasurer-Elect, and a Director currently serving or who has served on the Board of Directors within the previous two years.

If constituted due to a planned transition, the CEO Search Committee shall be advised by the current CEO.

Duties of the CEO Search Committee shall include:

- Establishing a position description for the CEO vacancy, including a job description, compensation package, and minimum candidate criteria.

⁵² 09/2015

⁵³ 12/2021

- Recruiting qualified candidates for the position.
- Conducting candidate interviews.
- Negotiating terms with candidates.
- Selecting and recommending to the Board of Directors one final candidate.

The CEO Search Committee automatically dissolves upon the hiring of a CEO.