

NAREB[®] OFFICIAL NOTICE

TO: REALTIST MEMBERS, MEMBER BOARDS:

NOTICE OF ACTION PENDING BY THE BOARD OF DIRECTORS' FOR ADOPTION OF PROPOSED BYLAWS AMENDMENTS REGARDING THE STATUS CHANGES OF THE ASSOCIATION'S "STANDING COMMITTEES" IS HEREBY GIVEN.

THE VOTE OF THE NAREB[®] BOARD ON THIS MATTER IS SCHEDULED TO OCCUR DURING THE DIRECTORS MEETING ON JULY 31, 2024* AT THE NATIONAL CONVENTION HELD AT THE HYATT REGENCY HOTEL, NEW ORLEANS, LA.

Provision of this advance notice/posting and the subsequent reporting of final action taken by the Board of Directors (or membership) regarding this matter will be pursuant to Constitution Article XIII, Sections 1 & 2, and Bylaws Article XIV, Sections 1 & 2, respectively. For more information, the NAREB Constitution and Bylaws (and pertinent notices) are available on the National Website – See the "WHO WE ARE" NAREB Constitution" tab at WWW.NAREB.COM.

**Board of Directors Meeting Date and Time are Subject to Change. END*



OFFICIAL NOTICE

JUNE 15, 2024

To: NAREB Members, NAREB Member Boards

Subject: **Standing Committees: Proposed Amendments to NAREB® Bylaws**

NAREB CONSTITUTIONAL AUTHORITY - CITATIONS

CONSTITUTION ARTICLE VIII

Section 7. The Board shall establish standing committees as appropriate.

CONSTITUTION ARTICLE XIII

Section 1. This Constitution may be amended by 2/3 vote of the certified members present at any meeting of the Association, provided the substance of the proposed amendment has been submitted in writing to the Member Boards and posted on the official NAREB Web Site to the general membership, at least thirty (30) days in advance of their adoption. The adoption of any such revision shall be posted on the Official NAREB Web Site.

Section 2. "Substance" in the previous Section shall be defined as reference to the subject matter amended.

BY-LAWS ARTICLE VII COMMITTEES [pre-amendment version]

Section 1. The President shall appoint members to the following Standing Committees to serve for one year or until their successors are appointed and ratified by the Board of Directors. He/she may also appoint a Chairperson for each committee:

1. Convention Committee
2. Resolutions Committee
3. Constitution Committee
4. Budget and Finance Committee
5. Public Relations Committee
6. PAC – Public Affairs Committee
7. Building Committee
8. Education Committee
9. Membership Committee
10. Insurance Committee

Section 2. The President may appoint from the membership any special Committees that, in his/her judgment, may be necessary to properly effectuate the interests of the Association.

BY-LAWS ARTICLE XIV AMENDMENTS

Section 1. These By-Laws may be amended by 2/3rd vote of the Board of Directors at any meeting of the Board, provided the substance of the proposed amendment has been submitted in writing to the NAREB Member Boards, and posted on the official NAREB Website to the general membership, at least thirty (30) days in advance of their adoption. The final action taken by the Board with respect to any revision shall be posted on the official NAREB Web Site. [see 'Constitution' tab]

Section 2. "Substance" in the previous Section shall be defined as reference to the **subject matter to be amended.**

The substance and objectives of the proposed amendments to **Bylaws Article VII - COMMITTEES, Section 1**, as recommended per unanimous affirmative votes of the Board of Directors at meetings held May 10, 2023 and May 20, 2024, are as follows:

1. Motion to . . . Change categorization of the **GOVERNANCE COMMITTEE** from ad hoc to **"Standing Committee"** and indicate such change by **Amendment to NAREB Bylaws Article VII, Section 1**, subject to compliance with prerequisite provisions of Bylaws Article XIV;
2. Motion to . . . Change categorization of the **AUDIT COMMITTEE** from ad hoc to **"Standing Committee"** and indicate such change by **Amendment to NAREB Bylaws Article VII, Section 1**, subject to compliance with prerequisite provisions of Bylaws Article XIV;
3. Motion to . . . Change categorization of the **PERSONNEL COMMITTEE** from ad hoc to **"Standing Committee"** and indicate such change by **Amendment to NAREB Bylaws Article VII, Section 1**, subject to compliance with prerequisite provisions of Bylaws Article XIV;
4. Motion to . . . Change categorization of the **MORTGAGE COMMITTEE** from ad hoc to **"Standing Committee"** and indicate such change by **Amendment to NAREB Bylaws Article VII, Section 1**, subject to compliance with prerequisite provisions of Bylaws Article XIV;

5. Motion to . . . Change administrative functions and description of the existing **Insurance Committee**, currently indicated as a Standing Committee in NAREB Bylaws Art. VII, Sec. 1. to:
6.
 - (a) include the addition of “risk management” functions, as appropriate and approved by the Board;
 - (b) **Revise committee name to, “Risk Management and Insurance Committee” (RMIC) and;**
 - (c) Stipulate requirements for existence of insurance and/or risk management expertise/proficiency by not less than **one fourth of the membership** for the duration of the existence of the Committee;
 - (d) List the revised / renamed Committee as a Standing Committee” per Amendment to NAREB Bylaws Article VII, Section 1.; subject to compliance with prerequisite provisions of Bylaws Article XIV;

7. PROPOSED REFORMATTED BYLAWS AMENDMENT TO ARTICLE VII, SECTION 1:

BYLAWS ARTICLE VII COMMITTEES – Proposed Amendment

Section 1. The President shall appoint members to the following Standing Committees to serve for one year or until their successors are appointed and ratified by the Board of Directors. He / She may also appoint a Chairperson for each committee.

- 1. Audit Committee**
2. Budget & Finance Committee
3. Building Committee
4. Constitution Committee
5. Convention Committee
6. Education Committee
- 7. Governance Committee**
8. Membership Committee
- 9. Mortgage Committee**
10. PAC – Public Affairs Committee
- 11. Personnel Committee**
12. Public Relations Committee
13. Resolutions Committee
- 14. Risk Management and Insurance Committee***

**25% of committee members must have insurance and/or risk management expertise-proficiency*