

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

ARTICLE I – NAME

The name of the organization shall be the NORTHERN KENTUCKY ASSOCIATION OF REALTORS®, INCORPORATED, hereinafter referred to as the “Association”.

ARTICLE II - JURISDICTION

The territorial jurisdiction of the Association as a Member of the NATIONAL ASSOCIATION OF REALTORS® is: Boone, Bracken, Campbell, Fleming, Gallatin, Grant, Kenton, Lewis, Mason, Owen and Pendleton, and Robertson Counties in the Commonwealth of Kentucky.

ARTICLE III - OBJECTIVES

The objectives of the Association are:

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

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

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

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

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

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

ARTICLE IV - MEMBERSHIP

Section 1. REALTOR® Members, whether primary or secondary shall be:

- (a) Individuals who, as sole proprietors, partners, corporate officers, or branch office managers, are engaged actively in the real estate profession, including buying, selling, exchanging, renting or leasing, managing, appraising for others for compensation, counseling, building, developing or subdividing real estate, and who maintain or are associated with an established real estate office in the state of Kentucky or a state contiguous thereto. All persons who are partners in a partnership, or all officers in a corporation who are actively engaged in the real estate profession within the state or a

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

state contiguous thereto shall qualify for REALTOR® membership only, and each is required to hold REALTOR® membership (except as provided in the following paragraph) in an association of REALTORS® within the state or a state contiguous thereto, unless otherwise qualified for Institute Affiliate membership.

- (b) In the case of a real estate firm, partnership, or corporation, whose business activity is substantially all commercial, only those principals actively engaged in the real estate business in connection with the same office, or any other offices within the jurisdiction of the Association in which one of the firm's principals holds REALTOR® membership, shall be required to hold REALTOR® membership unless otherwise qualified for Institute Affiliate membership.
- (c) Individuals who are engaged in the real estate profession other than as sole proprietors, partners, corporate officers, or branch office managers and are associated with a REALTOR® member and meet the qualifications contained herein.

Section 2. The Association shall have the following categories of Membership:

- (a) **Franchise REALTOR® Membership**
Corporate officers (who may be licensed or unlicensed) of a real estate brokerage franchise organization with at least one hundred fifty (150) franchisees located within the United States, its insular possessions and the commonwealth of Puerto Rico, elected to membership pursuant to the provisions in the NAR *Constitution and Bylaws*. Such individuals shall enjoy all of the rights, privileges, and obligations of REALTOR® membership (including compliance with the Code of Ethics) except: obligations related to Association-mandated education, meeting attendance, or indoctrination classes or other similar requirements; the right to use the term REALTOR® in connection with their franchise organization's name; and the right to hold elective office in the local association, state association, and National Association.
- (b) **Primary and Secondary REALTOR® Members**
An individual is a primary member if the Association pays state and National dues based on such member. An individual is a secondary member if state and National dues are remitted through another association. One of the principals in a real estate firm must be a Designated REALTOR® member of the Association in order for licensees affiliated with the firm to select the Association as their "primary" association.
- (c) **Designated REALTOR® Members**
Each firm (or office in the case of firms with multiple office locations) shall designate in writing one REALTOR® member who shall be responsible for all duties and obligations of membership, including the obligation to arbitrate (or to mediate if required by the Association) pursuant to Article 17 of the Code of Ethics and the payment of Association dues. The "Designated REALTOR®" must be a sole proprietor, partner, corporate officer, or branch office manager acting on behalf of the firm's principal(s) and must meet all other qualifications for REALTOR® membership contained herein.

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

(d) Institute Affiliate Members

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

(e) Honorary/ Emeritus Members

Any REALTOR® member who is a member of the Association for 40 years and has served at least one year on a National Association of Realtors committee shall be deemed an Honorary Member and shall have the local portion of Association dues waived beginning the year following the Emeritus designation by NAR.

(f) Affiliate Members

Affiliate Members shall be other individuals or firms who, while not engaged in the real estate profession have interests requiring information concerning real estate, and are in sympathy with the objectives of the Association. (home inspectors, title companies, lenders etc.).

(g) Public Service Members

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

Article V - Privileges of REALTOR® Members

Section 1. REALTOR® members, whether primary or secondary, in good standing are entitled to vote and to hold elective office in the association, and may use the term REALTOR®. For purposes of this section, the term “good standing” means the member satisfies the “Obligations of REALTOR® Members”, is current with all financial and disciplinary obligations to the association and MLS, has completed any new member requirements, and complies with NAR’s trademark rules.

Section 2. Affiliate Members are entitled to seek appointment to the Affiliate Council and may attend Affiliate Council meetings.

Section 3. Public Service Members are entitled to the benefits and privileges as established by the Board of Directors.

Section 4. Honorary/Emeritus Members are entitled to the full privileges as defined in Section 1 of this section.

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

Article VI - Obligations of REALTOR® Members.

Section 1. It shall be the duty and responsibility of every REALTOR® member of this Association to safeguard and promote the standards, interests, and welfare of the Association and the real estate profession, and to protect against conduct that may cause a lack of public confidence in the real estate profession or in REALTORS®. REALTOR® members also must abide by the governing documents and policies of the Association the State Association, and the *NATIONAL ASSOCIATION OF REALTORS®*, as well as the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, including the duty to mediate and arbitrate controversies arising out of real estate transactions as specified by Article 17 of the Code of Ethics, and in accordance with the procedures set forth in the Code of Ethics and Arbitration manual.

Section 2. Every REALTOR® member shall maintain a high level of integrity and adhere to the Association's membership criteria. Any violent act or threat of violence to person or property, hateful conduct, or acts of moral turpitude impacting the public shall not be tolerated and may be cause for disciplinary action, up to and including termination of membership.

Article VII – Application, Qualifications and Elections

Section 1.

An application for membership shall be made within 30 days of affiliation with a member firm in such manner and form as may be prescribed by the Board of Directors and made available to anyone requesting it. The application form shall contain among the statements to be signed by the applicant (1) that applicant agrees as a condition to membership to thoroughly familiarize themselves and abide by the documents set forth in the Obligations of REALTOR® members set forth herein.

Section 2.

- (a) An applicant for REALTOR® membership who is a sole proprietor, partner, corporate officer or branch office manager of a real estate firm shall supply evidence satisfactory to the membership Director that he/she is actively engaged in the real estate profession and maintains a current valid real estate broker's or salesperson's license in the State of Kentucky or is licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property, has a place of business within the state or a state contiguous thereto (unless a secondary member),* has no record of recent or pending bankruptcy, has no record of official sanctions involving unprofessional conduct,** agrees to complete a course of instruction covering the Bylaws and Rules and Regulations of the Association, the Bylaws of the State Association, and the Constitution and Bylaws and Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®, shall pass such reasonable and non-discriminatory written examinations thereon as may be required by the Committee, and shall agree that if elected to membership, he will abide by such Constitution, Bylaws, Rules and Regulations and Code of Ethics.

BYLAWS OF THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS® AS OF MAY 2025

NOTE 1: The NAR Bylaws prohibits Member Associations from knowingly granting REALTOR® membership to any applicant who has an unfulfilled sanction pending which was imposed by another Association or Association of REALTORS® for violation of the Code of Ethics.

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

Section 3.

The Association will also consider the following in determining an applicant's qualifications for REALTOR® membership:

- (a) All final findings of Code of Ethics violations and violations of other membership duties in any other association within the past three (3) years
- (b) Pending ethics complaints (or hearings)
- (c) Unsatisfied discipline pending
- (d) Pending arbitration request (or hearings)
- (e) Unpaid arbitration awards or unpaid financial obligations to any other association or association MLS

Any misuse of the term REALTOR® or REALTORS® in the name of the applicant's firm.

Section 4. The procedure for election to membership shall be as follows:

- (a) Applicants for REALTOR membership shall be granted provisional membership immediately upon submission of a completed application form and remittance of applicable Association dues and any application fee. Provisional members shall be considered REALTORS® and shall be subject to all of the same privileges and obligations of membership, except the right to vote. Provisional membership is granted subject to subsequent review of the application by the membership Director. If the Staff determines that the individual does not meet all of the qualifications for membership as established in

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

the Association's bylaws or, if the individual does not satisfy all of the requirements of membership (for example, completion of a mandatory orientation program) within 60 days from the Association's receipt of the application, membership may, at the discretion of the Executive/Finance Committee, be terminated.

- (b) Dues shall be computed from the date of application and shall be non-refundable unless the Association's Executive/Finance Committee terminates the individual's membership in accordance with subsection (a) above. In such instances, dues shall be returned to the individual less a prorated amount to cover the number of days that the individual received Association services and any application fee.
- (c) The Executive/Finance Committee may not terminate any provisional membership without providing the provisional member with advance notice, an opportunity to appear before the Executive/Finance Committee, to call witnesses on his/her behalf, to be represented by counsel, and to make such statements as he/she deem relevant. The Executive/Finance Committee may also have counsel present. The Executive/Finance Committee shall require that written minutes be made of any hearing before it or may electronically or mechanically record the proceedings.
- (d) If the Executive/Finance Committee determines that provisional membership should be terminated, it shall record its reasons with the Chief Executive Officer (CEO). If the Executive/Finance Committee believes that termination of provisional membership may become the basis of litigation and a claim of damage by a provisional member, it may specify that termination shall become effective upon entry in a suit by the Association for a declaratory judgment by a court of competent jurisdiction of a final judgment declaring that the termination violates no rights of the individual.

Section 6. Status Changes

- (a) A REALTOR® Member who changes the conditions under which he holds membership shall be required to provide written notification to the Association within one business day of such change. A REALTOR® Member (non-principal) who becomes a principal in the firm with which he has been licensed, or alternatively, becomes a principal in a new firm which will be comprised of REALTOR® principals, may be required to satisfy any previously unsatisfied membership requirements applicable to REALTOR® (principal) Members but shall, during the period of transition from one status of membership to another, be subject to all of the privileges and obligations of a REALTOR® (principal). If the REALTOR® (non-principal) does not satisfy the requirements established in these Bylaws for the category of membership to which they have transferred within thirty (30) days of the date they advised the Association of their change in status, their new membership application will terminate automatically unless otherwise so directed by the Board of Directors.
- (b) A REALTOR® (principal or non-principal) who is transferring their license from one firm to another firm shall be required to provide written notification to the Association within one

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

business day. Members shall be subject to all of the privileges and obligations of membership during the period of transition. If the transfer is not completed within 30 days of the date the Association is advised of the disaffiliation with the current firm, membership will terminate automatically unless otherwise so directed by the Board of Directors.

- (c) A REALTOR® principal or non-principal whose license status changes, shall be required to provide written notification to the Association within one business day. A status change transfer fee shall be assessed as determined by the Board of Directors.
- (d) The Board of Directors / Staff, at its discretion, may waive any qualification which the applicant has already fulfilled in accordance with the Association's Bylaws.
- (e) Any reduction in the application fee for a returning member shall be determined by the Board of Directors.
- (f) Dues shall be prorated from the day the Designated REALTOR® is notified of non-members by the Association staff and shall be based on the established dues amount for the remainder of the year.

Article VIII – Code of Ethics/ Professional Standards Training and Fair Housing Training

Section 1. New Member Code of Ethics Orientation

- (a) Applicants for REALTOR® membership and provisional REALTOR® members (where applicable) shall complete an orientation program on the Code of Ethics of not less than two (2) hours and thirty (30) minutes of instructional time. This requirement does not apply to applicants for REALTOR® membership or provisional members who have completed comparable orientation in another association, provided that REALTOR® membership has been continuous, or that any break in membership is for one (1) year or less.
- (b) Failure to satisfy this requirement within 60 days of the date of application (or, alternatively, the date that provisional membership was granted), will result in denial of the membership application or termination of provisional membership.

Section 2. Continuing REALTOR® Code of Ethics Training.

- (a) Effective January 1, 2019, through December 31, 2021 and for successive three year periods thereafter, each REALTOR® member of the Association (with the exception of REALTOR® members granted REALTOR® Emeritus status by the National Association) shall be required to complete ethics training of not less than two (2) hours and thirty (30) minutes of instructional time. This requirement will be satisfied upon presentation of documentation that the member has completed a course of instruction conducted by this

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

or another REALTOR® association, the State Association of REALTORS® or the NATIONAL ASSOCIATION OF REALTORS®, which meets the learning objectives and minimum criteria established by the NATIONAL ASSOCIATION OF REALTORS® from time to time. REALTOR® members who have completed training as a requirement of membership in another association and REALTOR® members who have completed the New Member Code of Ethics Orientation during any three year cycle shall not be required to complete additional ethics training until a new three year cycle commences.

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

Section 3. New Member Fair Housing Orientation

(a) Applicants for REALTOR® membership and provisional REALTOR® members (where applicable) shall complete Fair Housing training of not less than two (2) hours of instructional time. This requirement will be satisfied upon presentation of documentation that the member has completed a course of instruction conducted by this or another REALTOR® association, the State Association of REALTORS®, the NATIONAL ASSOCIATION OF REALTORS®, or the Institutes, Societies, and Councils, which meets the learning objectives and minimum criteria established by the NATIONAL ASSOCIATION OF REALTORS® from time to time. Fair Housing training approved by a state licensing authority for an existing Fair Housing requirement to gain or maintain licensure shall also fulfill this requirement, provided it also meets the learning objectives and minimum criteria established by the NATIONAL ASSOCIATION OF REALTORS® from time to time. This requirement does not apply to applicants for REALTOR® membership or provisional members who have completed comparable orientation in another association, provided that REALTOR® membership has been continuous, or that any break in membership is for one (1) year or less.

(b) Failure to satisfy this requirement within 60 days of the date of application (or, alternatively, the date that provisional membership was granted), will result in denial of the membership application or termination of provisional membership.

Section 4. Continuing Fair Housing Training

(a) Effective January 1, 2025, through December 31, 2027 and for successive three-year periods thereafter, each REALTOR® member of the Association (with the exception of REALTOR® members granted REALTOR® Emeritus status by the National Association) shall be required to complete Fair Housing training of not less than two (2) hours of instructional time. This requirement will be satisfied upon presentation of documentation that the member has completed a course of instruction conducted by this or another

BYLAWS OF THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS® AS OF MAY 2025

REALTOR® association, the State Association of REALTORS®, the NATIONAL ASSOCIATION OF REALTORS®, or the Institutes, Societies, and Councils, which meets the learning objectives and minimum criteria established by the NATIONAL ASSOCIATION OF REALTORS® from time to time. Fair Housing training approved by a state licensing authority for an existing Fair Housing requirement to maintain licensure shall also fulfill this requirement, provided it also meets the learning objectives and minimum criteria established by the NATIONAL ASSOCIATION OF REALTORS® from time to time. REALTOR® members who have completed Fair Housing training as a requirement of membership in another association shall not be required to complete additional Fair Housing training until a new three-year cycle commences.

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

Article IX - Discipline of REALTOR® Members

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

Article X – Enforcement of the Code

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

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

ARTICLE XI – REALTOR® Trademark

- (a) Inclusion and retention of the Registered Collective Membership Mark REALTORS® in the name of the Association shall be governed by the *Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS®* as from time to time amended.
- (b) Use of the terms REALTOR® and REALTORS® by members shall, at all times, be subject to the provisions of the *Constitution and Bylaws of the NATIONAL ASSOCIATION OF REALTORS®* and to the Rules and Regulations prescribed by its Board of Directors. The Association shall have the authority to control, jointly and in full cooperation with the NATIONAL ASSOCIATION OF REALTORS®, use of the terms within its jurisdiction. Any misuse of the terms by members is a violation of a membership duty and may subject members to disciplinary action by the Board of Directors after a hearing as provided for in the Association's Code of Ethics and Arbitration Manual.
- (c) REALTOR® members of the Association shall have the privilege of using the terms REALTOR® and REALTORS® in connection with their places of business within the state or a state contiguous thereto so long as they remain REALTOR® members in good standing. No other class of members shall have this privilege.
- (d) A REALTOR® principal member may use the terms REALTOR® and REALTORS®, only if all the principals of such firm, partnership, or corporation who are actively engaged in the real estate profession within the state or a state contiguous thereto are REALTOR® members or Institute Affiliate members.
- (e) In the case of a REALTOR® principal member whose business activity is substantially all commercial, the right to use the term REALTOR® or REALTORS® shall be limited to office locations in which a principal holds REALTOR® membership. If a firm, partnership, or corporation operates additional places of business in which no principal holds REALTOR® membership, the term REALTOR® or REALTORS® may not be used in any reference to those additional places of business.
- (f) Institute Affiliate members shall not use the terms REALTOR® or REALTORS®, nor the imprint of the emblem seal of the NATIONAL ASSOCIATION OF REALTORS®.

Article XII - State and National Membership

- (a) The Association shall be a member of the NATIONAL ASSOCIATION OF REALTORS® and the Kentucky Association of REALTORS®. By reason of the Association's membership, each REALTOR® member of the Member Association shall be entitled to membership in the NATIONAL ASSOCIATION OF REALTORS® and the Kentucky Association of REALTORS® without further payment of dues. The Association shall continue as a member of the State and National Associations, unless by a vote of three-fourths or more of all of its REALTOR® members, decision is made to withdraw, in which

BYLAWS OF THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS® AS OF MAY 2025

case the State and National Associations shall be notified at least one month in advance of the date designated for the termination of such membership.

- (b) The Association recognizes the exclusive property rights of the NATIONAL ASSOCIATION OF REALTORS® in the terms REALTOR® and REALTORS®. The Association shall discontinue use of the terms in any form in its name, upon ceasing to be a member of the National Association, or upon a determination by the Board of Directors of the National Association that it has violated the conditions imposed upon the terms.
- (c) The Association adopts the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS® and agrees to enforce the Code among its REALTOR® members. The Association and all of its members agree to abide by the *Constitution, Bylaws, Rules and Regulations*, and policies of the National Association.

Article XIII - Dues

Section 1. Application Fee.

The Board of Directors may adopt an application fee for REALTOR® membership in reasonable amount, not exceeding three (3) times the amount of the annual dues for REALTOR® membership, which shall be required to accompany each application for REALTOR® membership and which shall become the property of the Association upon final approval of the application.

Section 2. Designated REALTOR® Members Dues

- (a) The annual dues of each Designated REALTOR® member shall be in such amount as established annually by the Board of Directors, plus an additional amount to be established annually by the Board of Directors times the number of real estate salespersons and licensed or certified appraisers who (1) are employed by or affiliated as independent contractors, or who are otherwise directly or indirectly licensed with such REALTOR® member, and (2) are not REALTOR® members of any association in the state or a state contiguous thereto or Institute Affiliate members of the Association. In calculating the dues payable to the Association by a Designated REALTOR® member, non-member licensees as defined in (1) and (2) of this paragraph shall not be included in the computation of dues if the Designated REALTOR® has paid dues based on said non-member licensees in another association in the state or a state contiguous thereto, provided the Designated REALTOR® notifies the Association in writing of the identity of the association to which dues have been remitted. In the case of a Designated REALTOR® member in a firm, partnership, or corporation whose business activity is substantially all commercial, any assessments for non-member licensees shall be limited to licensees affiliated with the Designated REALTOR® (as defined in (1) and (2) of this paragraph) in the office where the Designated REALTOR® holds membership, and any other offices of the firm located within the jurisdiction of this Association. **Designated REALTOR® Members shall notify the Association of any individual(s) licensed or**

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

certified with the firm(s), within thirty (30) days of the date of affiliation or severance of the individual.

- (b) A REALTOR® member of a Member Association shall be any member who has a place or places of business within the state or a state contiguous thereto and who, as a principal is actively engaged in the real estate profession as defined in Article III, Section 1 of the Constitution of the NATIONAL ASSOCIATION OF REALTORS®. An individual shall be deemed to be licensed with a REALTOR® if the license of the individual is held by the REALTOR®, or by any broker who is licensed with the REALTOR®, or by any entity in which the REALTOR® has a direct or indirect ownership interest and which is engaged in other aspects of the real estate business provided that such licensee is not otherwise included in the computation of dues payable by the principal of the entity.
- (c) A REALTOR® with a direct or indirect ownership interest in an entity engaged exclusively in soliciting and/or referring clients and customers to the REALTOR® for consideration on a substantially exclusive basis shall annually file with the Association on a form approved by the Association a list of the licensees affiliated with that entity and shall certify that all of the licensees affiliated with the entity are solely engaged in referring clients and customers and are not engaged in listing, selling, leasing, renting, managing, counseling, or appraising real property. The individuals disclosed on such form shall not be deemed to be licensed with the REALTOR® filing the form for purposes of this section and shall not be included in calculating the annual dues of the Designated REALTOR®. Designated REALTORS® shall notify the Association within three (3) days of any change in status of licensees in a referral firm.
- (d) The exemption for any licensee included on the certification form shall automatically be revoked upon the individual being engaged in real estate licensed activities (listing, selling, leasing, renting, managing, counseling, or appraising real property) other than referrals, and dues for the current fiscal year shall be payable.
- (e) Membership dues shall be prorated for any licensee included on a certification form submitted to the Association who during the same calendar year applies for REALTOR® or REALTOR-ASSOCIATE® membership in the Association. However, membership dues shall not be prorated if the licensee held REALTOR® or REALTOR-ASSOCIATE® membership during the preceding calendar year.

Section 3. REALTOR® Members Dues

The annual dues of REALTOR® members other than the Designated REALTOR® shall be as established by the Board of Directors.

Section 4. Institute Affiliate Members Dues

The annual dues of each Institute Affiliate member shall be as established by Article II of the Bylaws of the NATIONAL ASSOCIATION OF REALTORS®.

Section 5 Affiliate Members Dues.

BYLAWS OF THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS® AS OF MAY 2025

The annual dues of each Affiliate Member shall be set by the Board of Directors.

Section 6. Public Service Members Dues

The annual dues of each Public Service Member shall be set by the Board of Directors.

Section 7. Honorary/Emeritus Members Dues

The annual dues of each Honorary/ Emeritus Member shall be waived beginning the year following their 40th year.

Section 8. Dues Payable.

Dues for all Members shall be payable on the last day of the month of the billing cycle. Dues shall be computed from the date of application and granting of provisional membership.

Section 9. Non-Payment of Financial Obligations.

- (a) In the event a broker or sales licensee or licensed or certified appraiser who holds REALTOR® membership is dropped for non-payment of Association dues, and the licensee remains with the DESIGNATED REALTOR® Member's firm, the dues obligation of the DESIGNATED REALTOR® will be increased to reflect the addition of a non-member licensee. Dues shall be calculated from the first day of the current fiscal year and are payable within thirty (30) days of the notice of termination. The DESIGNATED REALTOR® will have five (5) business days from the notice of termination to release the licensee and have no dues obligation.
- (b) Notice of Dues, Fees, Fines, Assessments and Other Financial Obligations of Members. All dues, fees, fines, assessments, or other financial obligations to the Association or Multiple Listing Service shall be noticed to the delinquent Association Member in writing setting forth the amount owed and due date.
- (c) A former member who has had his membership terminated for nonpayment of dues, fees, fines or other assessments duly levied in accordance with the provision of these Bylaws, or the provision of other Rules and Regulations of the Association or any of its services, departments, divisions, or subsidiaries may apply for reinstatement during the current year after paying a reinstatement fee, past due accounts and payment of current membership dues obligations.

Section 10. Deposit

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

Section 11. Expenditures

The Board of Directors shall administer the finances of the Association but shall not incur any obligation in excess of \$10,000.00 over the available cash on hand, not previously obligated in the budget, without authorization by a vote of a majority of all the REALTOR® Members present at designated meeting.

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

Section 12. Notice of Dues, Fees, Fines, Assessments and Other Financial Obligations of Members. All dues, fees, fines, assessments, or other financial obligations to the Association or Multiple Listing Service shall be noticed to the delinquent Association member in writing setting forth the amount owed and due date.

ARTICLE XIV - OFFICERS AND DIRECTORS

Section 1. Officers. The elected officers of the Association shall be a President, President-Elect and Secretary/Treasurer. They shall be elected for terms of one (1) year and shall be elected from and by the Board of Directors. No officer of the Association shall also serve as any officer of the Northern Kentucky Multiple Listing Service.

Section 2. Duties of Officers. The duties of the officers shall be such as their titles by general usage would indicate and such as may be assigned to them by the Board of Directors.

Section 3. Board of Directors.

(a) The governing body of the Association shall be a Board of Directors which shall consist of at least twelve (12) REALTOR® Members of the Association including the Immediate Past President. No more than three (3) Directors from any one (1) firm may serve in a given year. However, if a Director transfers to a firm that would result in more than three (3) Directors from a firm, the affected Director may complete their term. Directors shall be elected to serve for terms of three (3) years. Any Director serving as President-Elect during his last year in office, shall succeed to the office of President, thereby automatically extending his term of office by two (2) years. Any Director who is serving as President or President-Elect of the Northern Kentucky Multiple Listing Service shall continue to serve as a Director of the Board during such person's Presidency and/or Past Presidency term.

Section 4. Election of Officers and Directors.

(a) At least two (2) months before the annual election in August, a nominating committee of five (5) REALTOR® Members shall be appointed by the President with the approval of the Board of Directors. These five (5) shall be one (1) Immediate Past President, two (2) Article IV, Section 1, a, subsection 1 or 3 Members, and two (2) Article IV, Section 1a, subsection 2 Members. The Past President shall serve as Chairman.

(b) All nominees for Board of Directors candidates shall be REALTOR® Members who have been Association members in good standing for at least two (2) consecutive years immediately prior to nomination.

(c) The nominating committee shall select at least one (1) candidate for each place to be filled on the Board of Directors. There shall be at least four (4) Directorships elected each year. There shall be no more than one nominee per firm for each candidate classification; (one candidate for Designated REALTOR® Member per firm and one candidate for Primary or Secondary Realtor® Member per firm.). If there are two (2) Directors from the same firm on the Board of Directors, whose terms are not expiring that year, the nominating committee may only nominate one person from such firm. Such nominee may be either a Designated REALTOR® Member or a Primary or Secondary REALTOR® Member. . Directors shall not be eligible for nomination or election for

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

more than two (2) full terms in succession. For the 3 year terms beginning in 2015 and beyond, the Nominating Committee shall begin a rotating cycle of nominating four, (4) Designated REALTOR® Member per firm to fill two, (2) of the expiring Directorships, and four, (4) Primary or Secondary REALTOR® Members to fill two (2) of the expiring Directorships, for two (2) years in a row, and on the third (3rd) year of the cycle, nominate six (6) Designated REALTOR® Members to fill three, (3) of the expiring Directorships and two, (2) Primary or Secondary REALTOR® Members to fill one, (1) of the expiring Directorships. Beginning in 2026 and continuing thereafter, the Nominating Committee shall nominate four, (4) Designated REALTOR® Members to fill two, (2) of the expiring Directorships, and four, (4) Primary or Secondary REALTOR® Members to fill two (2) of the expiring Directorships.

(d) The report of the Nominating Committee shall be delivered to each REALTOR® Member at least three (3) weeks preceding the election. Additional candidates for the offices to be filled may be placed in nomination from the floor, provided such nominee fulfills all qualifications of the Association. In the event nominations from the floor cause the number of nominees to exceed positions available for any one firm, the nominee(s) with the highest votes received shall fill available positions(s) for that firm.

(e) All candidates (brokers and agents) shall by random draw be placed on the ballot.

(f) The election of Directors shall take place as determined by the Nominating Committee. Election shall be by secret ballot and all votes shall be cast in person or by electronic vote. Each ballot cast, to be valid, must be for the exact number of vacancies to be filled. A plurality of votes cast shall be sufficient to elect. To be eligible to vote and to hold office the member must be in good standing with the Association.

(g) The President, with the approval of the Board of Directors, shall appoint an Election Committee of at least three (3) REALTOR® Members to conduct the election. In case of a tie vote, the issue shall be determined by lot.

(h) The officers of the Corporation shall be elected annually by the Board of Directors of the Board within two (2) weeks of the annual election of new Directors. For the purposes of electing the officers of the Board, newly elected Directors shall have a vote and those Directors who will not be on the Board of Directors the next year shall not have a vote.

Section 5. Vacancies. Any vacancy occurring on the Board of Directors of any Director shall be filled for the balance of the term by the President of the Board with the approval of the affirmative vote of a majority of the remaining Directors. When filling any vacancy the Board of Directors shall appoint a member having the same member status as the person whose position is being filled possessed at the time of his/her election, be it either, DR/Broker/Office Manager or Agent.

Section 6. Removal of Officers and Directors. In the event that an Officer or Director is deemed to be incapable of fulfilling the duties for which elected, but will not resign from office voluntarily, the Officer or Director may be removed from office under the following procedure.

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

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

(b) Upon receipt of the petition, and not less than twenty (20) days or more than forty-five (45) days thereafter, a special meeting of the voting membership of the Association shall be held, and the sole business of the meeting shall be to consider the charge against the Officer or Director and to render a decision on such petition.

(c) The special meeting shall be noticed to all voting members at least ten (10) days prior to the meeting, and shall be conducted by the President of the Association unless the President's continued service in office is being considered at the meeting. In such case, the next ranking Officer will conduct the meeting of the hearing by the members. Provided a quorum is present, a three-fourths (3/4) vote of members present and voting shall be required for removal from office.

Section 7. Kentucky Association of REALTORS® Delegates. KAR through its governing documents shall determine the number of Delegates from NKAR. The President and President-Elect shall automatically fill two of those positions. REALTOR® Members shall elect the balance of the Delegates on an annual basis. Should the number of delegates decrease, the election of the affected delegate shall not take place. Should the number of NKAR KAR Delegates increase, the election of the additional Delegate position shall be appointed by the Board of Directors. Vacancies shall be filled by a simple majority vote of the Board of Directors.

ARTICLE XV - MEETINGS

Section 1. Annual Meeting. The annual meeting of the Association shall be held during June of each year, the date, place and hour to be designated by the Board of Directors.

Section 2. Regular Meetings of Directors. The Board of Directors shall designate a regular time and place of meetings. No further notice of such Regular Meeting shall be required. A Director shall be automatically removed without the requirement of a Board of Directors vote, if any such Director fails to attend 3 consecutive regular meetings, with or without a quorum, or fails to attend 4 regular meetings in any calendar year. A quorum for the transaction of business shall be a majority of the Board of Directors, except as may otherwise be required herein or by state law.

Section 3. Special Meetings. Special Meetings of the members or the Board of Directors may be held at other times as the President or the Board of Directors may determine. Special Meetings of the members may also be held at other times upon the written request of at least ten (10) percent of the members eligible to vote.

Section 4. Notice of Meetings. For any meeting of the members, and for any Special Meeting of the Directors, written notice shall be delivered to every member or Director entitled to participate in the meeting at least one (1) week preceding any such meeting. Such notice shall be accompanied by a statement of the purpose of the meeting and shall be delivered personally or mailed regular mail to each member or Director at his/her business address or delivered by electronic mail. If mailed by regular mail, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. If delivered electronically any notice shall be deemed to be delivered when the electronic mail was sent to the member or Director. Any member or Director may waive notice of any meeting. If all of the Board of Directors or all of the members shall meet at any time and place and consent to the holding of a meeting at such time and place, such meeting shall be valid without call or notice, and at such

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

meeting any corporate action may be taken. The attendance of a member or Director at any meeting shall constitute a waiver of notice of such meeting, except where a member or Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 5. Manner of Meeting. In addition to meeting in person, any meeting of the members or the Board of Directors may be conducted solely by one or more means of remote communication, including telephonic communications and/or video with audio communications, through which all of the members or Directors may participate with each other during the meeting, if the number of members or Directors participating in the meeting would be sufficient to constitute a quorum for such meeting. Participation in a meeting by way of such remote communication constitutes presence, in person at the meeting. The President shall decide whether such meeting shall be held in person or remotely. In addition, any Director, with the President's approval, may attend any Board of Directors meeting by means of the remote communications described above, provided that any Director participating through remote communications are able to hear all other Directors participating in the meeting and all Directors participating in the meeting can hear the Director(s) participating through the remote communication. Participation by way of such remote communications constitutes presence, in person at the meeting.

Section 6. Action Without a Meeting. Any action of the Board of Directors permitted hereunder may be taken without a meeting if the action taken is agreed to by a majority of all members of the Board. The action shall be evidenced by written consent of each Director, which may include consent transmitted via electronic mail. Such action shall be included in the minutes or filed with the corporate records of the Association and may be ratified at any subsequent meeting of the Board of Directors.

Any action taken under this Section 6 shall be effective when the last Director gives his/her consent to the action unless the consent specifies a different effective date. Any action taken hereunder shall have the same effect as if such action was taken at a meeting of the Board of Directors.

Section 7. Quorum for Membership Meetings.

- (a) A quorum for the transaction of business at general and/or special meetings of the membership shall consist of fifteen (15)
- (b) A quorum for the transaction of business at committee meetings shall be those members in attendance eligible to vote.
- (c) A quorum for the transaction of business at the Board of Directors meetings shall be a majority of the Board of Directors.

Section 8. Voting. At the Board of Directors meetings, the President shall only vote in case of a tie.

ARTICLE XVI - COMMITTEES

BYLAWS OF THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS® AS OF MAY 2025

Section 1. Standing Committees. The President shall appoint from among the REALTOR® Members, subject to confirmation by the Board of Directors, the following standing committees: Executive/Finance, Grievance, Professional Standards, and such other committees as may be determined by the Board of Directors on an annual basis.

All actions are subject to approval by the Board of Directors.

Section 2. Special Committees. The President shall appoint, subject to confirmation by the Board of Directors, special committees or task forces as may be deemed necessary. All actions are subject to approval by the Board of Directors.

Section 3. Organization. All committees shall be of size and shall have duties, functions and powers as assigned by the Policy Manual or the Board of Directors except as otherwise provided in these Bylaws.

Section 4. President. The President shall be an ex-officio member of all standing committees and shall be notified of their meetings.

Section 5. Executive/Finance Committee. The Executive/Finance Committee shall consist of a President, President-Elect, Secretary/Treasurer and Immediate Past President.

ARTICLE XVII - FISCAL AND ELECTIVE YEAR

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

ARTICLE XVIII- RULES OF ORDER

Section 1. Robert's Rules of Order, the latest edition, shall be recognized as the authority governing the meetings of the Association, its Board of Directors and committees, in all instances wherein its provisions do not conflict with these Bylaws.

ARTICLE XIX - AMENDMENTS

Section 1. These Bylaws may be amended by electronic communication and/or a majority vote of the members present and qualified to vote at any meeting at which a quorum is present, provided the substance of such proposed amendment or amendments shall be plainly stated in the call for the meeting, except that the Board of Directors may, at any regular or special meeting of the Board of Directors at which a quorum is present, approve amendments to the Bylaws which are mandated by NAR policy.

Section 2. Notice of all amendments to the Bylaws shall be mailed or e-mailed to every member eligible to vote at least one (1) week prior to the start of electronic voting or the meeting.

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

ARTICLE XX - DISSOLUTION

Section 1. Upon the dissolution or winding up of affairs of this Association, the Board of Directors, after providing for the payment of all obligations, shall distribute any remaining assets to the

BYLAWS OF THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS® AS OF MAY 2025

KENTUCKY ASSOCIATION OF REALTORS®, or within its discretion, to any other non-profit tax-exempt organization.

ARTICLE XXI - MULTIPLE LISTING

Section 1. Authority. The Association of REALTORS® shall maintain for the use of its members a Multiple Listing Service which shall be subject to the Bylaws of a Corporation of the State of Kentucky, the stock of which shall be owned by the NORTHERN KENTUCKY ASSOCIATION OF REALTORS®.

Section 2. Purpose. A multiple listing service is a means by which cooperation among participants is enhanced; by which information is accumulated and disseminated to enable authorized participants to prepare appraisals, analyses, and other valuations of real property for bona fide clients and customers; by which participants engaging in real estate appraisal contribute to common databases; and is a facility for the orderly correlation and dissemination of listing information so participants may better serve their clients and the public. (Amended 8/24)

Section 3. Governing Documents. The Board of Directors shall cause any Multiple Listing Service established by it pursuant to this Article to conform its Corporate Charter, Constitution, Bylaws, Rules, Regulations and Policies, Practices, and Procedures at all times to the Constitution, Bylaws, Rules, Regulations and Policies of the NATIONAL ASSOCIATION OF REALTORS®.

Section 4. Participation. Any REALTOR® Member of this or any other Association who is a principal, partner, corporate officer or branch manager acting on behalf of a principal, without further qualification, shall be eligible to participate in Multiple Listing upon agreeing in writing to conform to the Rules and Regulations thereof and to pay the costs incidental thereto. However, under no circumstances is any individual or firm, regardless of membership status, entitled to multiple listing service membership or participation unless they hold a current, valid real estate broker's license and cooperate, or are licensed or certified by an appropriate state regulatory agency to engage in the appraisal of real property.** Cooperation is the obligation to share information on listed property and to make property available to other brokers for showing to prospective purchasers and tenants when it is in the best interest of their clients. Use of information developed by or published by an Association Multiple Listing Service is strictly limited to the activities authorized under a Participant's licensure(s) or certification and unauthorized uses are prohibited. Further, none of the foregoing is intended to convey "Participation" or "Membership" or any right of access to information developed or published by an Association Multiple Listing Service where access to such information is prohibited by law.

Mere possession of a broker's license is not sufficient to qualify for MLS participation. Rather, the requirement that an individual or firm cooperates means that the participant actively endeavor during the operation of its real estate business to list real property of the type listed on the MLS, share information on listed property and make property available to other brokers for showing to prospective purchasers and tenants when it is in the best interests of their client(s). "Actively" means on a continual and ongoing basis during the operation of the participant's real estate business. The "actively" requirement is not intended to preclude MLS participation by a participant or potential participant that operates a real estate business on a part-time, seasonal, or similarly

BYLAWS OF THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS® AS OF MAY 2025

time-limited basis or that has its business interrupted by periods of relative inactivity occasioned by market conditions. Similarly, the requirement is not intended to deny MLS participation to a participant or potential participant who has not achieved a minimum number of transactions despite good faith efforts. Nor is it intended to permit an MLS to deny participation based on the level of service provided by the participant or potential participant as long as the level of service satisfies state law.

The key is that the participant or potential participant actively endeavors to cooperate with respect to properties of the type that are listed on the MLS in which participation is sought. Cooperation is the obligation to share information on listed property and to make property available to other brokers for showing to prospective purchasers and tenants when it is in the best interest of their clients. This requirement does not permit an MLS to deny participation to a participant or potential participant that operates a "Virtual Office Website" (VOW) (including a VOW that the participant uses to refer customers to other participants) if the participant or potential participant actively endeavors to cooperate. An MLS may evaluate whether a participant or potential participant actively endeavors during the operation of its real estate business to cooperate only if the MLS has a reasonable basis to believe that the participant or potential participant is in fact not doing so. The membership requirement shall be applied in a nondiscriminatory manner to all participants and potential participants.

Section 5. Access to Comparable and Statistical Information. Association members who are actively engaged in real estate brokerage, management, appraising, and land development or building, but who do not participate in the MLS, are nonetheless entitled to receive, by purchase or lease, information other than current listing information that is generated wholly or in part by the MLS including "comparable" information, "sold" information, and statistical reports. This information is provided for the exclusive use of

Association members and individuals affiliated with Association members who are also engaged in the real estate business and may not be transmitted, retransmitted, or provided in any manner to any unauthorized individual, office or firm except as otherwise specified in the MLS Rules and Regulations. Association members who receive such information, either as an Association service or through the Association's MLS, are subject to applicable provisions of the MLS Rules and Regulations whether they participate in the MLS or not.

Section 6. Subscribers. Subscribers (or users) of the MLS include non-principal brokers, sales associates, and licensed and certified appraisers affiliated with Participants.

ARTICLE XXII - MATTERS NOT ADDRESSED IN BYLAWS

Section 1. Board of Directors. In the event that a situation arises that is not adequately addressed in the Bylaws, a decision shall be rendered by the Board of Directors. Any such decision rendered under these circumstances shall be upheld as official Association policy by all classes of members.

**BYLAWS OF
THE NORTHERN KENTUCKY ASSOCIATION OF REALTORS®
AS OF MAY 2025**

ARTICLE XXIII – LIMITED LIABILITY, INDEMNIFICATION AND INSURANCE

Section 1. Except as required by the Kentucky Non-stock Corporation Law and other applicable laws as in effect from time to time, no person shall be liable to the Association, its member or creditors or any other person for damages, settlements, fees, fines, penalties or other monetary liabilities arising from his/her status as a Director, Officer or volunteer.

Section 2. The Association shall indemnify any person who is or was a party to any threatened, pending or completed civil, criminal, administrative or investigative action, suit, arbitration or other proceeding, by reason of the fact that such person is or was a Director or Officer of the Association or while a Director or Officer of the Association is or was serving at the Association's request as a Director, Officer, partner, trustee, member of any governing or decision-making committee, employee or agent of another corporation or foreign corporation, partnership, joint venture, trust or employee benefit plan, against all liability, fees, costs, charges disbursements, attorneys' fees and any other expenses actually and reasonably incurred in connection with such action or proceeding. Any person requesting indemnification under this section shall do so in writing and shall designate a decision-making method authorized by the Kentucky Non-stock Corporation Law or otherwise agreed to by the Board of Directors to be used in determining his or her eligibility for indemnification hereunder. Such determination shall be made within 60 days of the request for indemnification.

Within 30 days of written request by a person seeking indemnification hereunder, the Corporation shall advance or reimburse his/her reasonable expenses as incurred prior to the resolution of any action or proceeding hereunder if the requesting person delivers to the Association both (a) a written affirmation of his/her good faith belief that he/she has not breached or failed to perform his/her duties to the Association; and (b) a written undertaking to repay the advance, to the extent it is ultimately determined hereunder that indemnification is not required and indemnification is not otherwise ordered by a court.

Section 3. The Association shall use its best efforts to purchase and maintain insurance on behalf of any person who is or was a Director or Officer of the Association, to the extent that such Director or Officer is insurable and such insurance coverage can be secured by the Association at rates, and in amounts and subject to such terms and conditions as shall be determined in good faith to be reasonable and appropriate by the Board of Directors, against liability asserted against him/her or incurred thereby in any such capacity or arising out of his/her status as such, whether or not the Association would have the power to indemnify him/her against such liability under the provisions of this article.