

BYLAWS OF THE SOUTH COUNTY REALTORS® ALLIANCE
A Separate Entity of THE SANTA CLARA COUNTY ASSOCIATION OF REALTORS®

Revision/amended date: September 24th, 2013

1st Adopted April 9, 1985
2nd Revision March 1992
3rd Revision November 1, 1998
4th Revision November 1, 1999
5th Revision May 4, 2001
6th Revision November 20th, 2006
7th Revision March 11th, 2009
8th Revision October 27th, 2010

ARTICLE 1 - NAME

The name of this organization shall be the South County REALTORS® Alliance, hereinafter called "SCRA", a separate entity of the Santa Clara County Association of REALTORS®, hereinafter called "SCCAOR".

ARTICLE 2 – OBJECTIVE

The objectives of the SCRA shall be as stated in Article 2 of the SCCAOR's Bylaws. The SCRA shall be subject to the SCCAOR's Bylaws.

ARTICLE 3 – JURISDICTION

The jurisdiction of the SCRA shall be the territory designated by the SCCAOR as the geographical area present known as Area 1, made up of Morgan Hill, San Martin, and Gilroy.

ARTICLE 4 – MEMBERSHIP

There shall be two (2) classes of membership:

- (a) REALTORS®: REALTOR® members must be a member of any REALTOR® Association that is a member of both the National Association of REALTORS® (NAR) and the California Association of REALTORS® (CAR).
- (b) Affiliate: Affiliate members must be individuals, firms, or corporations who are Affiliate members of SCCAOR.

Membership in the SCRA becomes effective upon submission and acceptance by the SCRA of the proposed member's application and payment of dues. Upon acceptance of membership and the dues, door fees for Area 1 tours and marketing sessions shall be considered prepaid for the period of membership

ARTICLE 5 – DUES

1. Effective January 1, 2007, the annual dues for SCRA Membership for all licensed Real Estate individuals shall be \$55 due on January 1st and \$65 if paid after January 31st. (Note: a new REALTOR[®] Member, one that has never previously joined the SCRA, may join at any time during the year for \$55.)
2. Effective January 1, 2011, the annual dues for SCRA Membership for all Affiliate Members shall be \$55 on January 1st and \$65 if paid after January 31st. (Note: A new Affiliate Member, one that has never previously joined the SCRA, may join at any time during the year for \$55.)
 - A. A non DRE licensed Affiliate member may bring up to any two (2) guests from their company to each tour/marketing session with no additional door fee charges.
 - B. All licensed lender and mortgage individuals shall pay annual dues of \$55 due on January 1st and \$65 if paid after January 31st. (Note: A new Affiliate Lender/Mortgage Member, one that has never previously joined the SCRA, may join at any time during the year for \$55.)
3. Fees may be changed by amendment to these bylaws.
4. Any new SCRA Member of any type, one that has never previously joined the SCRA, who remits a membership fee after October 1st of any calendar year, shall receive SCRA Membership for the year the membership fee is submitted and for the following calendar year.
5. **Current year door fees for Area 1 tours and marketing sessions may be applied against membership within 1 week of payment.**

ARTICLE 6 – PRIVILEGES AND OBLIGATIONS

1. REALTOR[®] members only shall be entitled to vote on election of officers, statements of policy, formulation of action, or on any matters affecting the conduct and operation of the SCRA.
2. Only REALTOR[®] members may hold the elective offices of President, President-Elect, Vice President, Secretary, and Treasurer.
3. A REALTOR[®] member shall also be elected to serve a one-year term as Director of the SCCAOR representing SCRA at all the SCCAOR's Board of Directors meetings.
4. Affiliate members may serve on any committee except the Executive Committee.
5. At general meetings, Affiliate members may take part in discussions and express opinions regarding matters being considered by SCRA. They are not, however, entitled to vote.

6. **It shall be the duty of every member to abide by these SCRA bylaws, SCCAOR bylaws and Board of Director Policies, as adopted from time to time by the Board of Directors, and Rules and Regulations of SCRA and SCCAOR.** Any disciplinary action, or other action against a member, shall be through the proper SCCAOR Committee in accordance with SCCAOR's Bylaws.
7. Expulsion or suspension from the SCCAOR shall terminate the member's status in the SCRA.

ARTICLE 7 – DUTIES OF OFFICERS AND DIRECTORS

1. Subject to the provisions of the California Non-profit Corporation law and any limitations in the Articles of incorporation, or the Bylaws of the SCCAOR and the SCRA relating to action required to be approved by the members or a majority of all the members, the activities and affairs of the SCRA shall be conducted by, and all management powers shall be exercised by or under the direction of the Executive Committee. The Executive Committee may delegate management of certain activities to any Committee so long as the ultimate direction is provided by the Executive Committee.
2. The elective officers of the SCRA shall be a President, President-Elect, Vice President, Secretary, and Treasurer, all of whom shall be REALTOR[®] members.
3. The position of a REALTOR[®] member of the SCRA as a Director of the SCCAOR shall be for a two- (2) year term only. This Directorship is an elective position. The terms of Directors shall be staggered so as to maintain continuity, that is, three (3) Directors will be serving their second year while newly-elected Directors will be serving their first year.
4. The Executive Committee of the SCRA shall consist of the five (5) elective officers and the immediate Past President.
5. The Executive Committee may appoint standing committees as are necessary for the proper functioning of the SCRA. The appointed Chairpersons shall be REALTOR[®] members of SCRA and shall be Directors of the SCRA during the period they remain as Chairpersons.
6. The duties of the officers and directors shall be such as their titles, by general usage would indicate, and as may be assigned to them by these rules.
 - a. The President shall be the official representative and spokesperson of the SCRA and shall preside at all the SCRA meetings.
 - b. The President-Elect shall serve as the President the year following and carry out any additional duties as directed by the President.
 - c. The Vice President shall be responsible for any additional duties as directed by the President. The Vice President shall also have the responsibility of leading the CanTree Committee.

- d. The President Elect shall represent SCRA at all directors meetings of the SCCAOR. This position as a Voting Director of the SCCAOR may not be substituted or delegated to any other person.
- e. The Secretary shall keep the minutes of SCRA's Board of Directors meetings, and upon approval, forward a copy of them to the SCCAOR, and notify members of the SCRA of the place and time of meetings.
- f. The Treasurer shall be responsible for the collection of dues, disbursements of monies, keeping of financial records, and reporting to the Executive Committee. Upon approval of the Board, the Treasurer shall provide a copy to the Secretary who will file copies of SCRA's financial statements to SCCAOR.
- g. A Membership Director shall be appointed by the Executive Committee and shall maintain and update the roster of all active members. He/She shall contact and invite all members of SCCAOR who become associated with real estate offices in the Morgan Hill-Gilroy geographical area (Zone I) to join SCRA.
- h. A Publicity Director shall be appointed by the Executive Committee and shall be responsible for information not only the membership but also the general public of those activities of the SCRA as are approved by the Executive Committee.
- i. A Tour Director shall be appointed by the Executive Committee who will conduct weekly tour meetings, be responsible for the tour list, and make available to members copies of the Tour Guidelines. All touring members shall keep the SCRA and the SCCAR safe and harmless, and shall indemnify them against at loss to persons or property during any tour activity, and releases them from all liability therefore.

ARTICLE 8 – NOMINATION AND ELECTION OF OFFICERS

1. NOMINATING PROCESS

- a. Prior to April 1st, the Directors shall appoint a Nominating Committee composed of at least three (3) members to consist of:

The two most immediate Past Presidents eligible and available to serve with the most recent Past President to be the Vice Chairperson and the next most recent Past President to be the Chairperson of the Committee.
- b. The Directors shall appoint five (5) REALTOR[®] members and three (3) alternates to the Nominating Committee.
- c. The alternates shall be designated from one-to-three and shall fill vacancies in the designated order of appointment. Alternates must attend Committee meetings and may participate in Committee deliberations. Alternates do not vote except when designated to serve in the place of a Committee member unable to be present at the meetings of the Committee.

- d. A quorum of the Committee shall consist of three (3) persons including the Chairperson. Committee members must be present for all interviews to be eligible to vote at said meeting.
 - e. A member of the Nominating Committee shall not be eligible for nomination to any office or directorship by the Nominating Committee or by petition as provided herein.
 - f. Prior to May 1st the SCRA shall invite members to submit written applications to be considered for nominations as an Officer or Director, stating their qualifications and experience. The Committee at its first meeting shall schedule interviews with applicants. The Committee shall not be limited in its selection of nominees to those persons submitting applications, but may consider and interview persons proposed by the Committee or other members.
 - g. Not more than three (3) members of the Committee may be sitting Directors, including the two (2) immediate Past Presidents.
 - h. No member may serve on the Nominating Committee who is the immediate family (spouse, child, parent, sibling, half-brother/sister) to a candidate to become an Officer or Director to the SCRA.
 - i. At the time of appointment to the Nominating Committee, not more than two (2) members from any brokerage firm shall be eligible to serve on the Nominating Committee.
 - j. The Committee shall notify nominees and obtain acceptance of their nomination.
 - k. The Committee shall report to the Board of Directors at their June meeting.
- A. Qualifications for Officers and Directors - Officers and Directors must be REALTOR[®] members in good standing and shall have served as an Officer and/or Director of SCRA prior to the commencement of the term of office for which nominated not less than two (2) years for President-Elect and one year for Vice President. No member may serve more than two (2) successive terms as a Director.
- B. Notice of Nominations – Selection of the Nominating Committee shall be published in a bulletin no later than July 1st.
- C. Petition Process – Candidates for Officers and Directors, other than those candidates selected by the Nominating Committee, may be nominated by written petition on a form obtainable from SCRA. The qualification standards remain the same as stated above. The nomination form shall state the nominee has consented to serve if elected. The petition must be signed by seventy-five (75) or more REALTOR[®] members in good standing and be delivered to the Chairperson of the Nominating Committee no later than July 21st. If said day is a Saturday, Sunday, or a holiday, the filing date shall be no later than noon the next business day. Names of petitioners shall be available for inspection.

- D. No individual may be a candidate for more than one (1) office or directorship in any election. The names of all nominees shall be noticed no later than August 1st. Lack of receipt of said notice does not invalidate the election process.
- E. The Nominating Committee shall select at least one (1) candidate, and may, at its discretion, select more than one (1) candidate for each office.
- F. Nominations other than provided herein shall not be considered or acted upon.

2. ELECTION PROCESS

- A. The term of office for Officers shall be for one (1) year and the term for other Directors shall be for two (2) years, generally from January 1st to the end of December. (Note: This term will officially start and end at the annual installation ceremonies.)
- B. The President shall, upon approval of the Board of Directors, appoint an Election Committee of not less than three (3) REALTOR[®] members to conduct the election.
- C. Notice of the nomination of the time and place of the election shall be provided to all members either by publication (e-mail ballot, newsletter publication) or by mail to REALTOR[®] members at least two (2) weeks prior to the election date. The election shall be held no later than December 1st.
- D. Election shall be by ballot. Ballots may be submitted by mail, e-mail, or in person. There shall be no proxy votes. The ballot shall contain the names of all candidates and specify the office for which each is nominated. If there is more than one candidate for an office, the candidate receiving the majority of votes cast shall be elected. In case of a tie vote, the issue shall be determined by the majority vote of the Board of Directors.
- E. Affiliate members are not entitled to vote.
- F. Should one of the offices become vacant during the term of office, it shall be filled by appointment by the Executive Committee for the remainder of the term.
- G. If an elective officer misses three (3) consecutive general meetings without a valid excuse, his/her office shall be declared vacant.
- H. Any Officer may be removed from office by a 2/3 vote of the Executive Committee for failure to fulfill the duties of said office or for conduct deemed detrimental to the best interests of the SCRA or the SCCAOR, as ordered by the Board of Directors.

ARTICLE 9 – MEETINGS

- 1. The Executive Committee shall set the date, time, and place of general meetings. The Secretary shall notify members of selected time and place.
- 2. Upon call of two (2) members of the Executive Committee, the President shall call a meeting of the Executive Committee.

3. Other meetings of the members may be held at such other times as the President or Executive Committee may determine, or upon request of five percent (5%) of the REALTOR[®] members in good standing.

Quorums

- a. A quorum of the Executive committee shall be three (3) of its members.
- b. A quorum for Directors Meetings shall be five (5) REALTOR[®] members, including Officers.
- c. A quorum at any Membership Meeting shall consist of twenty (20) REALTOR[®] members.
- d. A quorum of Committee Meetings shall be a majority of the Committee Members, except where otherwise specified.

ARTICLE 10 – COMMITTEES

1. The Executive Committee shall function as the Governing body of the SCRA.
2. The members of all other committees created by the Executive Committee shall be appointed by the Chairperson of the Committee, subject to approval by the Executive Committee.
3. The Executive Committee shall be notified of all committee meetings and shall have the right to attend and participate.
4. The committees shall function and perform such duties as are assigned to them by the Executive Committee.

ARTICLE 11 – RESOLUTIONS

1. No Officer, member, or committee of the SCRA shall take or make public any formal action, or in any way commit the SCRA on a question of policy concerned with matters of general public interest without first having received, in writing, the approval of the Executive Committee.
2. No Officer or member of the SCRA shall contract for or incur any debt or enter into any agreement or otherwise obligate the SCCAOR, except by written authorization of the SCCAOR.

ARTICLE 12 – RULES OF ORDER

“Roberts of Rules of Order” shall govern SCRA meetings.

ARTICLE 13 – AMENDMENTS

1. These Bylaws may be repealed, amended, or new rules established by a majority vote of the voting Members at any general Membership Meeting.

2. Notice by mail, publication, or e-mail of all meetings at which such amendments are to be considered shall be given to every Member at least fifteen (15) days prior to the time of the meeting.
3. No changes in these Bylaws shall be made which would conflict or be contradictory to the Bylaws of the SCCAOR.
4. Changes in these Bylaws shall not take effect until and unless notified by the SCCAOR Board of Directors.
- 5. For significant changes to SCRA bylaws the SCRA board may create an advisory committee made up of past Presidents of SCRA for review and recommendations.**

ARTICLE 14 – DISSOLUTION

1. In the event of a proposed dissolution of SCRA, the approval or consent of the voting members of SCRA shall be given by the signatures of two-thirds (2/3) of the entire voting membership of SCRA, which consent shall be in favor of such dissolution. Any proposal to dissolve the South County REALTORS® SCRA shall be voted upon by giving each and every voting member an opportunity to sign said consent.

Written ballots or form of consents, or petitions, shall be mailed, submitted, circulated, or forwarded to each and every voting member of SCRA at least twenty (20) days prior to a meeting of the membership duly called for the purpose of considering said proposal to dissolve the South County REALTORS® SCRA.

2. In the event of such dissolution of the South County REALTORS® SCRA, all right title and interest to the property or other assets of the organization shall be donated either to the Scholarship Foundation of the California Board of REALTORS® or to some other non-profit organization as designated by a majority vote of the membership.

Signed by the Executive Committee of the South County REALTORS® Alliance SCRA:

President	Date	President-Elect	Date
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Vice President	Date	Secretary	Date
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Treasurer of REALTORS®:	Date Approved by the Officers of Santa Clara County Association
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President	Date	President-Elect	Date
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