

BY-LAWS

New York City / Long Island Chapter

of The New York State Commercial Association of REALTORS®, Inc.

PREAMBLE

“Under all is the land”, and from it come the basic elements of our existence: food, clothing, and shelter. It is incumbent upon us, as REALTORS®, to provide informed professional service to the community, to help in making decisions which affect this most important asset. In order to foster and develop a more knowledgeable membership in the area of commercial and investment property, the New York State Commercial Association of REALTORS® hereby establishes the New York City / Long Island Chapter. The chapter is to be governed by the following Rules and Regulations, subject to and in compliance with the Constitution and By-Laws of the New York State Commercial Association of REALTORS®, Inc.

ARTICLE I

Section 1:

The name of this organization shall be the New York City / Long Island Chapter of The New York State Commercial Association of REALTORS®, Inc.

The jurisdiction of the New York City / Long Island Chapter of NYSCAR is the geographic area of the following counties: Bronx, Kings (Brooklyn), Nassau, New York (Manhattan), Richmond (Staten Island), Queens and Suffolk.

ARTICLE II

Section 1:

The Chapter shall operate as a voluntary and nonprofit organization.

ARTICLE III OBJECTIVES

Section 1:

The objectives of this Chapter shall be:

- A. To foster and develop a knowledgeable membership in the marketing of commercial, industrial and investment property through educational programs.
- B. To encourage and facilitate cooperation among brokers engaged in marketing commercial, industrial and investment real estate as a service to the public.
- C. To foster sound, prudent and ethical practices as they relate to marketing commercial, industrial and investment real estate.

ARTICLE IV MEMBERSHIP

Section 1: There shall be three classes of Members as follows:

- A. REALTOR® Membership in the Chapter is open to any licensed real estate broker, salesperson or appraiser, who holds membership, and remains in good standing, in the New York State Commercial Association of REALTORS®, the New York State Association of REALTORS®, Inc. and National Association of REALTORS®. REALTOR® members shall have the right to vote and hold office.
- B. Institute Affiliate Membership in the Chapter is open to any individual who holds Institute Affiliate Membership in NYSCAR, the New York State Association of REALTORS® and the National Association of REALTORS®. They may vote and hold office but shall not be eligible to serve as President of the Chapter.
- C. Affiliate Members shall be other individuals or firms who, while not engaged in the real estate profession as defined in paragraphs (A) or (B) of this section, have interests requiring information concerning Commercial and Investment real estate, and are in sympathy with the objectives of the Chapter. They may vote and hold office but shall not be eligible to serve as President of the Chapter.

ARTICLE V DUES

Section 1:

Subsequent to their election members shall not be entitled to or any benefits until the initiation fee, if any, and dues for at least twelve months have been received by the New York State Commercial Association of REALTORS®. Failure to make such payment within ninety days of notice of election shall void the election to membership.

All dues become payable on January 1st of each year, in case of membership accepted subsequent to that date dues will be adjusted on a monthly proration.

Original application must be accompanied by dues for one full year.

Upon annual payment of NYSCAR and the New York City / Long Island Chapter of NYSCAR dues and initiation fees (if applicable) the member shall be considered a "member in good standing" for that calendar year.

Any member whose dues are unpaid as of February 1, shall have all services suspended until such dues are paid. Any member whose dues remain unpaid as of March 1, shall be dropped from membership without any action of the Board of Directors. Former members may only be readmitted to membership after filing a new membership application and paying dues that were in arrears plus any current year's dues.

Section 2:

The annual chapter dues and initiation fee for chapter membership shall be established by the Board of Directors at their September meeting.

**ARTICLE VI
BOARD OF DIRECTORS**

Section 1:

The Board of Directors shall consist of the elected officers, the immediate Past President, three (3) Directors elected in accordance with Article VIII, Section 3, serving two (2) year terms and up to three (3) other Past Presidents, who volunteer, to serve for a one (1) year term as Directors.

The Treasurer of the New York State Commercial Association of REALTORS® will serve as the Treasurer for all the chapters. The NYSCAR Treasurer will not be considered to be a Chapter member; not be entitled to vote and not be responsible for payment of Chapter dues. However, the NYSCAR Treasurer may choose to become a "member in good standing" of the Chapter and thus have the benefits of such classification of membership.

Section 2:

Elected Directors of the Board of Directors shall serve for two (2) year terms and may serve succeeding terms.

Section 3:

A. Regular Meetings. The Board of Directors shall meet at times and places established by the Chapter's Board of Directors.

B. Special Meetings: Upon 10 days written notice, the President may, and upon written request of 5 other members of the Board of Directors, the President must call a Special Meeting, at any time and place. The purpose of the meeting shall be outlined in the notice.

If appropriate and feasible, a special meeting of the Board of Directors may be called by phone, with three days notice, of a conference call. Sixty (60%) percent of the Board of Directors must participate in the Conference Phone Call for there to be a quorum.

C. Authority. The management of the Chapter shall be vested in the Board of Directors.

D. Quorum. For Regular and Special Meetings, other than Conference Phone Calls, those members present after due notice of not less than ten business days prior to the meeting, shall constitute a quorum.

Section 5:

Attendance: Any elected Officer or Director who shall not have previously been excused by the President from two (2) regular meetings during a fiscal year or three (3) regular meetings during their term shall automatically forfeit their office unless the Board of Directors upon receipt of a written explanation for such absence satisfactory to the Directors shall waive this provision.

Section 6:

All newly elected Officers and Directors shall take office at the conclusion of the Annual Meeting of the New York State Commercial Association of REALTORS®, Inc.

ARTICLE VII OFFICERS

Section 1:

The officers of the Chapter shall be the President, Vice President, Assistant Treasurer and Secretary. The chain of succession of officers shall be the President, Vice President, Secretary and Assistant Treasurer. In case of a vacancy in any office; such vacancy shall be filled by the Board of Directors for the unexpired term.

Section 2:

Each year, the Board of Directors shall elect, to a one (1) year term, a President, Vice-President, Secretary and Assistant Treasurer.

Section 3:

The President of the Chapter shall, by virtue of the office, become a member of the Board of Governors of the New York State Commercial Association of REALTORS®, Inc.

Section 4:

Funds of the chapter shall be reported to the Treasurer of the NYS Commercial Association of REALTORS®, Inc., The Chapter Treasurer shall also make an accounting to the Board of Directors of the Chapter at least once each year.

**ARTICLE VIII
NOMINATING COMMITTEE**

Section 1:

The Nominating Committee shall consist of four (4) members and the immediate Past President who shall serve as Chairperson. Two (2) of the four (4) members shall be Past Presidents (if available to serve) and the remaining members shall be qualified members of the Chapter. The Nominating Committee shall be by appointment of the President.

Section 2:

Officers: It shall be the duty of the Nominating Committee to nominate the Officers of the Chapter. For this purpose, the Chairperson of the Nominating Committee shall call a meeting at the Chairperson's discretion. The Committee shall submit nominations for Officers of the Chapter to be acted upon by the Directors at the regular September Meeting.

A report of the Committee shall be mailed to each member of the Chapter ten days in advance of the annual meeting, at which time such elections will be held.

Section 3:

Directors: It shall be the duty of this Nominating Committee to nominate at least one (1) individual member for each two (2) year terms as Elected Directors of the Chapter, which nominations shall be reported by mail to all members of the Chapter at least two weeks prior to its annual meeting. Additional nominations may be made by a petition signed at least by five (5) members in good standing provided such

nominations shall be in the hands of the Secretary of the Chapter at least five (5) days prior to the annual meeting.

The report of the Nominating Committee and any additional nominations shall be read at the first session of the annual meeting for the information of the members.

ARTICLE IX ELECTION OF DIRECTORS

Section 1:

The annual election of Elected Directors of the Board of Directors shall take place at the Annual Meeting of the Chapter.

Section 2:

Every "member in good standing", as defined in Article V, Section I, present shall be entitled to one vote. The election shall be by written ballot if more than one person has been nominated for any vacancy on the Board of Directors.

Section 3:

If the election is by written ballot, the President shall appoint three (3) tellers who shall make a tabulation of the ballots and report to the meeting the results of the votes cast. The members receiving the highest number of votes for the Board of Directors shall be declared elected, and the tellers will so certify in writing to the Secretary of the Chapter, giving the number of ballots cast for each nominee.

Section 4:

The Board of Directors by majority vote shall elect members to fill any vacancies that may occur on the Board of Directors until the next election.

ARTICLE X FISCAL AND ELECTIVE YEARS

Section 1:

The fiscal year of the New York City / Long Island Chapter of the New York State Commercial Association of REALTORS® shall conform to those of the New York State Commercial Association of REALTORS®, Inc.

Section 2:

The Elective Year for the New York City / Long Island Chapter of the New York State Commercial Association of REALTORS® shall be held at the Annual Meeting in September or October.

**ARTICLE XI
COMMITTEES**

Section 1: STANDING COMMITTEES

The President, upon assuming office, shall appoint such committees as shall be necessary to carry on the work of the Chapter. The Standing Committees shall include the following: Executive, Education, and Marketing.

Section 2: SPECIAL COMMITTEES

Special Committees may be appointed by the President to perform such services as may be assigned to them.

Section 3:

All committees shall be appointed by and serve at the pleasure of the President.

**ARTICLE XII
MEETINGS AND QUORUMS**

Section 1: RULES OF ORDER

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

Section 2: The Annual Meeting of the New York City / Long Island Chapter of the New York State Commercial Association of REALTORS® membership shall be held at a time and place designated by the Chapter's Board of Directors. Other meetings of the membership may be called the Board of Directors of the Chapter from time to time. Such meetings shall be open to other than members only by invitation of the Board of Directors or President.

Section 3: Other regular meetings of the membership shall meet at a time and place as designated by the Board of Directors of the Chapter.

Section 4: Those members present after due notice of not less than two weeks prior thereto shall constitute a quorum for any Annual or Regular Meeting of the membership.

Section 5: A quorum for any special meeting of the general membership shall consist of 10 percent of the members in good standing when present in person. All members are to be notified by mail sent out at least two (2) weeks prior to the date of any special meeting of any decisions to be made at the meeting. Any decisions made at a special meeting with out such prior notice shall not be final until confirmed by the next Annual or Regular Meeting of the membership or at a subsequent special meeting following due notice of the action to be considered.

ARTICLE XIII LIMITATION OF LIABILITY

Section 1: The New York State Commercial Association of REALTORS® shall not assume any liability for expenditures or commitments of the New York City / Long Island Chapter of the New York State Association of REALTORS®, Inc. unless such expenditures or commitments shall first have been approved by the Board of Governors of the New York State Commercial Association of REALTORS®, Inc.

ARTICLE XIV AMENDMENTS

Section 1: These By-Laws may be amended by an affirmative vote of two-thirds of the members present at any Annual Meeting, regular meeting, or at a special meeting called for that purpose, provided that such amendment shall have been submitted first to the Board of Directors of the Chapter and approved by the Board of Governors of the New York State Commercial Association of REALTORS® and provided further that thirty days notice in writing shall have been given to all Chapter members of the intention to amend together with a copy of the proposed amendment.

ARTICLE XIV DISSOLUTION

Section 1:

Upon the dissolution or completion of the affairs of this Chapter, the Board of Directors, after providing payment for all obligations, shall distribute any remaining assets to the New York State Commercial Association of REALTORS®, Inc.

Approved 6-9-05
Amended 8-8-06
Amended 1-11-18 (Name Change)
Amended 9-11-2019
Amended 6-1-2020