KENT WASHINGTON
Association of REALTORS®

POLICIES AND PROCEDURES MANUAL

Approved by KWAOR
Board of Directors
June 21, 2022

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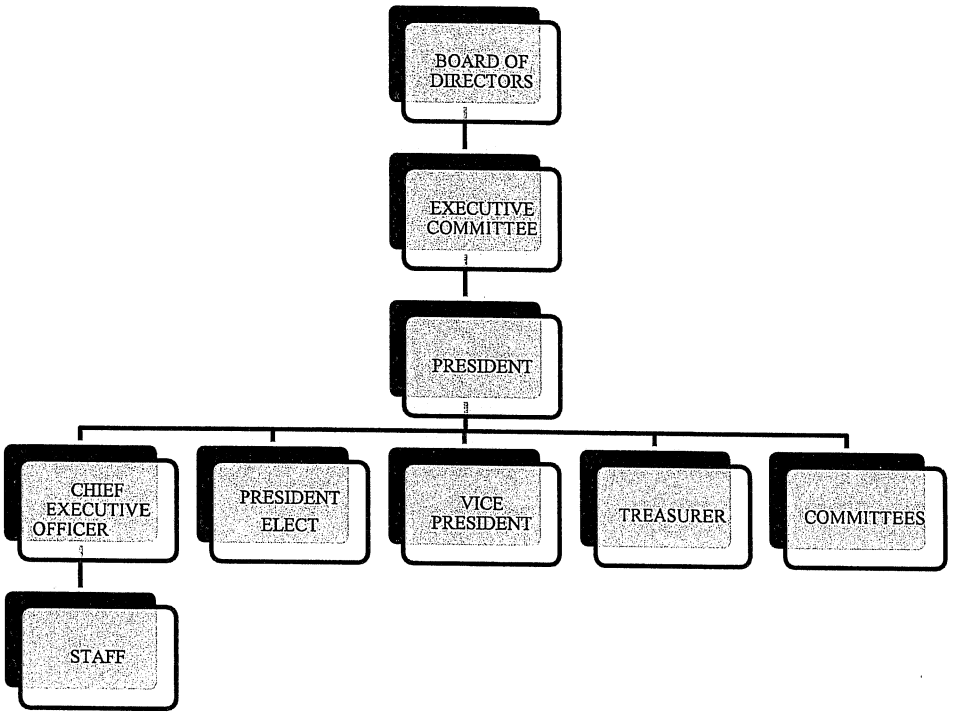
KWAOR ORGANIZATIONAL CHART



LEADERSHIP

DIRECTORS

BASIC QUALIFICATIONS – Must be a member in good standing and have actively participated in a REALTOR® committee within the previous three (3) years.

SPECIFIC RESPONSIBILITIES:

1. Understand that the membership holds the leadership accountable for competency of governance and accomplishment of the goals of the organization. To that end, the leadership will always make decisions predicated on what is best for the entire organization.
2. It is the responsibility of each Director to notify the Chief Executive Officer when unable to attend a scheduled Board of Directors ("Board") meeting. Said notice may be verbal or written but in sufficient time to assure a quorum is present to conduct Kent Washington Association of REALTORS® ("Association") business. Each Director must make every effort possible to be present at every regular and special meeting of the Board, as well as plan to be present until the close of the meeting. Special meetings of the Board may be called by the President, or in their absence by the next officer in line. Attendance at Board meetings is a measure of commitment to the Association. Absence from two (2) regular Board meetings in an Association year shall be considered as a Director's resignation therefrom, with a Director's presence for less than 75% of a Board meeting constituting an absence from such meeting. Notice of resignation shall not be required. Consideration for reinstatement requires that a letter from the resigned Director be presented to the Board prior to the next scheduled regular Board meeting.
3. If a Director wishes to have a specific issue discussed at a Board meeting, they shall make every effort to submit a request to the President in advance of the meeting that the topic be placed on the agenda. Said request shall be submitted to the President at least ten (10) days prior to the Board meeting, but the President may make exceptions to such requirement for good cause, including exceptional circumstances.
4. All Board meetings are conducted in accordance with Robert's Rules of Order, latest edition.
5. A quorum shall be considered in effect when a majority of the Directors are present at the start of the Board meeting.
6. Each Director should expect to receive Director updates prior to each Board meeting. Said update shall include, for example, but not limited to, items such as: agenda, meeting minutes, financial statements, and miscellaneous reports. The Board should limit itself to consideration of such matters as major changes concerning policy, organization, personnel, budget and finance including insuring the fiscal integrity of the Association; the Board should not consider matters related to the Association's day-to-day operations or other details which are to be carried out by the proper committee(s) or the proper staff. The Board is empowered to act in reliance on committee or staff recommendations.
7. All proposed committee chairs and members appointed by the President shall be subject to the Board's review and approval, which shall not be unreasonably delayed.
8. The Association depends on the experience, knowledge, and judgment each Director brings to the Association. Director attendance at Association meetings is required. It shall be the duty of the Directors to keep themselves available for special assignments, support all Association activities, attend Association functions, and attend Professional Standards training offered by Rhode Island Association of REALTORS® ("RIAR") and the Association.

EXECUTIVE COMMITTEE

There shall be an Executive Committee of the Board, composed of the Immediate Past President, President, President Elect, Vice President, Treasurer and two (2) members from the Board as selected by the Nominating Committee and approved by the Board. This Executive Committee shall make recommendations to the Board, shall transact business between meetings of the Board and shall report in full to the Board at its next meeting. Membership on the Executive Committee shall be filled in accordance with the Bylaws.

POSITION TITLE: PRESIDENT

BASIC FUNCTION: Serves as chief elected officer of the Association, representing the entire membership. Directs other officers, presides as chairperson over Association actions and acts as chief spokesperson for the Association.

Reports to the Board. Elected for a one-year term.

SPECIFIC RESPONSIBILITIES:

1. Presides at all meetings of the Association, the Board, and the Executive Committee. Makes every attempt to attend all major functions of the Association or shall see that the President Elect or one of the other Officers attends in their absence.
2. Operates within the approved organizational chart. Specifically, acting as Ex-Officio Member to those Committees and Task Forces so designated.
3. Provides a forum whereby Officers and Directors can meet and monitor the activities on the volunteer side of the Association. In compliance with Robert's Rules, President does not take part in debate or comments on motions during the course of debate. President votes only in accordance with Robert's Rules of Order.
4. Schedules and prepares the agenda for the Board and Executive Committee meetings.
5. Keeps the Board, Association committees, and the membership informed on the conditions and operations of the Association.
6. Selects chairpersons in accordance with Bylaws for all committees and task forces of the Association for confirmation of the Board. Outlines the purposes and duties of the committees and monitors their progress.
7. Directs the Board in formulating policies and programs that will further the goals and objectives of the Association.
8. Acts as spokesperson for the Association to the public, press, legislative bodies, and other related organizations.
9. Promotes active participation in the Association on the part of the membership.
10. Attends various national, state, and other meetings as a representative of the Association.
11. Represents the Association at all National Association of REALTORS® ("NAR"), RIAR, and New England REALTORS® Committee ("NERC") meetings and conventions as so directed by the Board. In addition, the President shall keep the Directors and membership informed of actions taken at these meetings.
12. Serves as a RIAR Director.
13. It is the responsibility of the President to make sure that the communication channels are open and working between RIAR and the Association.
14. Assists with the annual review of the Chief Executive Officer and, together with the Immediate Past President, makes recommendations to the Board concerning the Chief Executive Officer's job performance, salary, benefits, and other terms and conditions of employment.

POSITION TITLE: PRESIDENT ELECT
BASIC FUNCTION: Assumes the responsibilities of the President in their absence. Assists the President in carrying out the functions of that office and performs specific duties delegated by the President. The President Elect shall be involved at all levels of the decision-making process and assist the President in overseeing the affairs of the Association.

SPECIFIC RESPONSIBILITIES:

1. Assumes the duties of the President in their absence, and automatically becomes President in the event of vacancy in the office of President.
2. Provides leadership, in conjunction with other Officers, to obtain the best possible performance through committee chairpersons and committee members and assists committees whenever necessary.
3. Represents the Association at local, state, and national meetings at the request of the President and/or the Board.
4. Serves as a member of the Executive Committee.
5. Should make every effort to participate in state, regional and national meetings.
6. If not a RIAR Director, the President Elect is expected to attend RIAR Director Meetings, if permitted by RIAR, as a guest with no voting privilege.

POSITION TITLE: VICE PRESIDENT
BASIC FUNCTION: Assumes duties of the President Elect in their absence. Performs specific duties delegated by the President.

SPECIFIC RESPONSIBILITIES:

1. In the event of a vacancy in the office of President and President Elect, the Vice President shall assume the duties of the President until a special meeting of the Board is called for the purpose of filling the vacancies.
2. Serves as a member of the Executive Committee.

POSITION TITLE: TREASURER
BASIC FUNCTION: Treasurer ensures the integrity of the fiscal affairs of the Association.
Serves as the Chairperson of the Finance Committee.

SPECIFIC RESPONSIBILITIES:

1. Ensures that the Association maintains accurate financial records.
2. Ensures that the financial policies are carried out.
3. Reviews Association expenditures and financial status of the Association on a monthly basis.
4. Ensures that monthly financial reports are submitted to the Board and presents an annual financial report to the Board.
6. Works with the Chief Executive Officer in the preparation of the annual budget for approval by the Board.
7. Is expected to be available on a weekly basis to sign Association checks.
8. Serves as a member of the Executive Committee.

POSITION TITLE: IMMEDIATE PAST PRESIDENT
BASIC FUNCTION: Immediate Past President ensures continuity for the leadership of the Association.

SPECIFIC RESPONSIBILITIES:

1. Serves as the Chairperson of the Nominating Committee.
2. Reports to the members as the Chairperson of the Nominating Committee at the Annual Meeting.
3. Serves as the Chairperson for the annual review of the Chief Executive Officer and, together with the President, makes recommendations to the Board concerning the Chief Executive Officer's job performance, salary, benefits, and other terms and conditions of employment.

STAFF

POSITION TITLE: BOOKKEEPER
BASIC FUNCTION: Maintain all Association financial records.

RESPONSIBILITIES:

1. Accounts Payable
2. Accounts Receivable
3. Coordinate payroll and payroll taxes with approved payroll service
4. Bank reconciliations
5. Bank deposits
6. Tracking membership payments
7. Tracking Profit & Loss for all events
8. Maintain records for all of the above
9. Transmittal of membership dues to RIAR & NAR
10. Budget preparation
11. Maintain inventory of office supplies and place orders when needed.
12. Maintain Sentrilock lockbox program and number of SentriKey users.
13. Such other and further bookkeeping related tasks as shall be assigned by the Chief Executive Officer from time to time.

POSITION TITLE: CHIEF EXECUTIVE OFFICER (CEO)
BASIC FUNCTION: Serves as Chief Executive Officer of the Association.

RESPONSIBILITIES (or as otherwise required in the Employment Agreement):

1. Assures that the Board, Executive Committee, and Officers are kept fully informed on the conditions of the Association, Board, and Executive Committee, and on all important factors influencing the Board and Executive Committee's agendas and decision-making. Attends all meetings of the Board and Executive Committee and endeavors to maintain harmonious working atmosphere among the Directors, Association members, and Association staff.
2. Plans, formulates and recommends for the approval of the Board basic policies and programs which will further the objectives of the Association.
3. Executes all decisions of the Board except when other assignment is specifically made by the Board or Association.

4. Develops for purposes of the day-to-day administration of the Association, specific policies, procedures, and programs to implement the general policies established by the Board.
5. Establishes a sound organizational structure for the Association.
6. Recruits, hires, trains, promotes, and terminates staff, and administers an effective personnel program which includes position descriptions, performance standards, performance appraisals and a compensation system. May consult with the Personnel Committee.
7. Manages the finances of the Association including assisting in formulation of the preparation of the annual budget.
8. Keeps the Board informed of legal matters pertaining to the operation of the Association.
9. Plans and coordinates meetings of the Board and the Executive Committee of the Association, as well as assists with general membership meetings.
10. Provides liaison and staff support to committees to enable them to properly perform their functions. Sees that committee decisions and recommendations are submitted to the Board for review and/or action when appropriate.
11. Assists, serves, and cooperates with Association President, Officers, and Directors.
12. Maintains a strong working relationship with other local REALTOR® Associations, RIAR, NERC, and NAR.
13. Participates in activities and programs offered by State and National REALTOR® Associations within the limits of the Association's budget.
14. Submits governing documents annually to NAR for review regarding compliance with NAR policy.
15. Develops and maintains a communications and marketing program which is responsive to the needs of the membership and serves as supervising editor of the official publication.
16. Assures that all funds, physical assets, and other property of the Association are appropriately safeguarded and administered, operating within the approved budget.
17. Assists with membership promotion and retention programs. Collects dues and terminates delinquent members according to the Bylaws and Polices of the Association.
18. Oversees and maintains official minutes of the Board, Executive Committee, and other official meetings of the Association, provides security for all files, legal and historical documents, membership and mailing lists.
19. Serves on State and National REALTOR® or other committees if appointed when such service is of benefit to the Association.
20. Carries out such other general responsibilities as may be delegated by the Officers or Board.

POSITION TITLE: COMMUNICATIONS AND MARKETING DIRECTOR

BASIC FUNCTION: Responsible for planning, organizing, and directing the Association's and KWAOR Foundation communications strategies and public information activities. The Communications Director is responsible for fostering and maintaining relationships with news media editors, reporters, governmental elected officials and their staff, other communications directors, Association members, community leaders, donors and sponsors and partner organizations involved with the Association and the KWAOR Foundation.

SPECIFIC RESPONSIBILITIES:

1. Under the direction of the Chief Executive Officer (CEO), create and manage the development and implementation of an integrated marketing and communications strategy/plan, supporting the Association's strategic plan.
2. Under the direction and approval of the CEO, develop and direct all media programs.
3. Collect data from appropriate departments; measure and evaluate the association's brand and media coverage in alignment with the overall marketing communications plan.

4. Develop and manage media relations and public relations including the maintenance of important relationships and development of key messages. Pro-actively place strategic news stories that communicate the association's messages, in significant media outlets including social media.
5. Research, write, edit and publish releases, alerts, statements, articles, and other materials in support of the Association's brand/mission. Manage the process for all.
6. Collaborate with social media and digital marketing company; and webmaster hired by the Association.
7. Maintain and update Association's social media platforms and website.
8. Other duties as assigned by the CEO.

POSITION TITLE: EXECUTIVE ASSISTANT

BASIC FUNCTION: Assist the Chief Executive Officer (CEO) in the execution of the CEO's responsibilities to the Association and in overseeing the implementation of the Strategic Plan goals and strategies.

SPECIFIC RESPONSIBILITIES:

1. Oversee master schedule and calendars, including the Association functions, BOD and Executive Committee meetings, Committee meetings, Foundation BOD meetings, and Classroom rentals.
2. Administration of all routine documents and procedures relating to Professional Standards case management administration.
3. Assist CEO in implementation and documentation of NAR Core Standards compliance.
4. Miscellaneous projects to assist CEO as needed.
5. As needed, assist the CEO and Communications Directors in the development and execution of publications which serve the needs of the membership, including electronic publications and media.
6. Screen, administer and oversee routine vendor services.
7. Filing, mail procurement, date stamping, postage, sorting, possession of all keys.
8. Record meeting minutes for Association Board of Directors, Association Executive Committee and KWAOR Foundation BOD meetings when directed by the CEO and send meeting packets 1 week in advance.
9. Record committee minutes as needed for KWAOR committees and task forces other than the Education Committee. Send meeting notices and disperse minutes and reports in a timely manner to facilitate effective execution of committee action plans.
10. Assist Membership Director when needed with member requirements regarding Dues/Membership, Code of Ethics and Continuing Education.
11. Assist with marketing and supporting the Sentrilock lockbox program.
12. Event Preparation to assist in execution of Association programs and events, maintain ongoing task list for all Association functions and oversee creating and publicizing of electronic invites.

POSITION TITLE: MEMBERSHIP DIRECTOR

BASIC FUNCTION: Perform all of the duties pertaining to maintaining accurate membership records and distributing member communications and information.

SPECIFIC RESPONSIBILITIES:

1. Maintain membership records in RAMCO and the Members First (M1).

a. New Member Applications Review for Completion Collect Payment. Create Member Record in RAMCO, notify RIAR and State-Wide Multiple Listing Service ("MLS"). Send appropriate welcome letter. Keep track of Provisional Members by notifying them of upcoming required Orientation and COE classes. Send notification when status changes to Active, inviting them to a meeting to be inducted.

b. Office and Member Changes - daily Agent/Company adds, drops, transfers, name changes, address changes, suspensions, reinstatements, terminations.

c. Dues

1) Process dues payments in RAMCO.
2) Email DR notification with unpaid members in November and December.
3) Reconcile annual dues payments (with bookkeeper) to be forwarded to RIAR and NAR (by bookkeeper)
4) Reconcile dues collected throughout the year for payment to RIAR and NAR on a monthly basis.

d. New Non-Member Licensees

1) Send invite to join letter with Application and Fees to licensee. Send first letter and statement to DR.
2) Follow up with DR with a second notice in 30 days; 30 days later send DR a final notice; 30 days later send a termination letter to DR.

e. New Broker

1) Maintain completed broker packages for mailing upon request from New Broker.
2) Review application and process new office and new broker member in RAMCO and M1, mail letter of welcome and notify RIAR, MLS and SentriLock.

2. New Member Orientation
   a. Notify provisional members with new dates for orientation (and COE classes) via e-mail.
   b. Set up and track reservations for New Member Orientation event through RAMCO.
   c. Generate new member folders, name tags, sign-in sheets, and handouts for event.

3. Business Partner/Affiliate Members
   a. Maintain email distribution list
   b. Process new membership applications
   c. Call in January for annual dues reminder

4. Materials and Correspondence
   a. Maintain and organize all membership materials and application forms.

5. Association Functions
   a. Set up event registration options in RAMCO.

   b. Assist in planning/preparing for Association's functions, mailing lists, reservation data base and sign in file (includes counts, payments, and billing of no shows.)

   c. Take reservations via e-mail and fax for recording of reservations and payment.

   d. Monitor payments with Bookkeeper for invoicing if necessary.

6. Digital Filing
   a. Maintain and update member account files as necessary.

7. Member emails
   a. Email information updates to membership as needed.

8. Phone calls
   a. Serve as first contact for membership and event registration questions, with backup from other Association staff.

9. Education Committee
   a. Take meeting notes when needed for distribution to committee members.

   b. Maintain committee roster for e-mail communications.

   c. Add committee meeting dates to Association calendar(s).

d. Send meeting notices to committee members no less than one week in advance of the meeting.

10. Assist with supporting the Sentrilock lockbox program.

11. Other duties as assigned by the Chief Executive Officer (CEO).

MEMBERSHIP

REALTOR® MEMBERSHIP

1. **Requirements for Active REALTOR® Member Status:**
   All newly-licensed KWAOR REALTOR® Members must complete the following three training components within six months of joining:
   - ***New Member Orientation*** (in-person, conducted by KWAOR).
   - ***New Member Code of Ethics Class*** In-Person and Online classes available. Members must provide a Certificate of Completion to the KWAOR Membership Director. Certificates are *NOT* automatically sent to the Association by training providers.
   - ***Fairhaven Simulation Training*** (online, only at NAR website) The member must provide a Certificate of Completion to the KWAOR Membership Director; certificates are *NOT* automatically sent to KWAOR.

   Membership Status shall remain Pending until all three items are completed and recorded with the Membership Director, at which point the member's status will change to Active.

2. **Consequences of Non-Compliance**
   New Members who do not complete the above items within six months of joining KWAOR will be notified of non-compliance at 181 days, and given 30 days to complete them. Memberships which remain Pending due to non-completion will be Inactivated at 211 days. Inactivated REALTORS® may re-apply with full application fee ($100). The CEO shall have discretion to extend compliance deadlines in special cases such as military deployment, life-threatening illness, et cetera.

GUIDELINES/SELECTION POLICIES FOR SERVICE PROVIDERS

1. **Guidelines for Selection of Association Counsel**
   a. Counsel should possess a knowledge of the law as it applies to the real estate industry and trade associations. Counsel should have experience in, or at least a working knowledge of, corporate law, anti-trust, civil rights, municipal law, administrative law, constitution law, and labor law. The attorney must possess a complete awareness of the various risks facing the Association.

   b. Association Counsel should evidence a clear commitment to providing full service to the Association including not only attendance at meetings of the Association where such attendance is necessary, but also representing the Association at Professional Standards Hearings.

   c. Association Counsel should be a recognized figure in the community so that counsel is given credibility not only by the Members, but also by the community at large when engaged in counsel's role as legal spokesperson for the Association.

   d. Conflicts of Interest: The Association should be aware of possible conflicts of interest in its selection process. It is preferable if counsel selected is not a REALTOR® or a member of the Association since this could impair the credibility and effectiveness of counsel. If the selected attorney cannot represent the Association on a particular matter, Association will seek counsel of another attorney, whether representing another Association or practicing locally.

   e. Fees paid to attorney for services are negotiated between attorney and Association.

2. **Guidelines for Selection of Association Accountant**
   a. Accountant should be familiar with State and Federal Tax Laws and 501C-6 and 501 C-3 Non Profit Corporations.

b. Accountant is responsible for: year-end tax returns, financial statements, W -2 forms, FUTA reporting, and consultation/advice as needed.

c. Fee is negotiated between accounting firm and Association.

3. **Timeline Review of Service Providers** Beginning in year 2023, the Board of Directors shall review one professional service each year until all have been reviewed, preferably in this order but with flexibility regarding most immediate need. This review cycle shall begin every 5 years.

   Recommended review order:
   2023 – Technology Advisor
   2024 – Financial/Investment Advisor
   2025 – CPA
   2026 – Attorney/Association Counsel

COMMITTEES

STANDING COMMITTEES
Standing Committees of KWAOR are Grievance, Nominating and Professional Standards.

BYLAWS COMMITTEE
Committee Charge/Goal:

1. Maintains a continuing vigilance that the Association's governing documents serve the Association in meeting its goals and objectives.
2. Reviews the Bylaws and recommends amendments to the Board of Directors as required by NAR or recommended by Association officers or operating committees.
3. Reviews Association Bylaws regularly for clarity, enforceability, and practicality.

COMMUNITY OUTREACH COMMITTEE
Committee Charge/Goal:

1. This committee is designed to help KWAOR reach the Consumer Outreach Core Standards requirements outlined by the National Association of REALTORS®.
2. Members engage in meaningful activities throughout Kent and Washington Counties demonstrating how REALTORS® are the "Ocean State's trusted voice for Real Estate".

DIVERSITY EQUITY & INCLUSION COMMITTEE (Formerly known as the DEI Task Force)
Committee Charge/Goal: TBD

EDUCATION COMMITTEE
Committee Charge/Goal:

1. Present educational seminars, lunch & learns, including presentations of educational content at general membership meetings.
2. Develop more "nuts & bolts" courses for new licensees.

FINANCE COMMITTEE
Composition: Executive Committee
Committee Charge/Goal:

1. Manage the financial affairs of the Association, assuring a sound financial position.
2. Review the prior year's year-end financial report, and prepare the budget for upcoming fiscal year to be presented to the Board of Directors for review and approval.

GOVERNMENT AFFAIRS COMMITTEE

Committee Charge/Goal:

1. Meet regularly to review legislative issues which affect the real estate profession, and/or private property rights within the state and the 14 municipalities of Kent and Washington counties.
2. Make recommendations to the Board of Directors regarding support for, or opposition to, issues impacting Association or membership.
3. Chairperson shall serve as liaison between the RIAR Government Affairs Committee and the Board of Directors and membership.
4. Educate and encourage members to support all local, statewide, and national "Calls for Action".
5. Develop a stronger information stream to the members.

GRIEVANCE COMMITTEE

Composition: The Committee should have balanced representation of REALTOR® men and women and should include representatives of various racial and ethnic groups. Members of the committee should be mature, experienced, knowledgeable persons of a judicial temperament.
Members are appointed for staggered three-year terms. Three years of REALTOR® membership required to be a committee member.

Committee Charge/Goal:

1. Receive Ethics complaints and Arbitration requests.
2. Provide preliminary review and screening.
3. Follow procedures as outlined in NAR Code of Ethics and Arbitration Manual.
4. Serve as training for future potential service on Professional Standards Committee.
5. Encourage member participation for all activities.
6. Attend Professional Standards training offered by RIAR or KWAOR annually/when provided.

NOMINATING COMMITTEE

Committee Charge/Goal:

1. Selects for presentation to the general membership the best and most qualified members of the Association to serve as Officers, Directors, and State Directors for the next elective term.

PERSONNEL COMMITTEE

Composition: President, Immediate Past President and KWAOR Officers if necessary.

Committee Charge/Goal:

1. Conducts an annual review of job performance, salaries, benefits, and other terms and conditions of employment offered to Association Chief Executive Officer. The immediate Past President serves as Chair. A job performance review may be conducted more frequently if necessary.

PROFESSIONAL STANDARDS COMMITTEE

Composition: Three years of REALTOR® membership required.

Committee Charge/Goal:

1. To conduct Ethics Hearings on alleged violations of the Code of Ethics.
2. Recommend to Board of Directors discipline of members who violate the Code of Ethics.
3. Arbitrate monetary disputes concerning brokerage fees between REALTOR® Principals arising out of real estate transactions or as outlined in the NAR Code of Ethics and Arbitration Manual.
4. Attend Professional Standards training offered by RIAR or KWAOR annually/when provided.

PROGRAMS/MEMBERSHIP/FUNDRAISING COMMITTEE

Committee Charge/Goal:

1. To plan and coordinate General Membership meetings, the annual President's Charity, December holiday party, and any other special events.
2. Establish dates and location of these events as soon as possible.
3. Consider offering more raffles when legal and appropriate.
4. Help develop and coordinate membership activities that promote communication between members.
5. Encourage member participation for all activities.
6. Help coordinate New Member Orientation.

REALTOR® OF THE YEAR COMMITTEE

Composition The committee is comprised of the five (5) past REALTORS® of the Year. The immediate past REALTOR® of the year will chair the committee and serve on the state committee for selection of the state REALTOR® of the year.

Committee Charge/Goal:

1. Select a REALTOR® of the Year.
2. Solicit and receive nominations from the membership recognizing an individual for outstanding contributions in accordance with the criteria set forth in the appendix
3. Provide information to RIAR regarding the KWAOR REALTOR® of the Year.

RPAC COMMITTEE

Committee Charge/Goal:

1. Explain and promote the importance and value of RPAC, its purpose, its recognized presence as a national lobbying organization, and how it benefits REALTORS® on a local, statewide, and national level.
2. Attain the goals set by NAR, RIAR and KWAOR.
3. Understand legal limitations, procedures and consequences of RPAC fundraising activities.
4. Encourage participation from every member, through fundraising, no matter how small the actual contribution.

STRATEGIC PLANNING

Charge/Goal:

1. Implement and monitor a plan for the Association which sets forth a course for the Association for the next one to three years.

COMMITTEE CHAIR/VICE CHAIR RESPONSIBILITIES:

President should meet at the very least annually with Chairs/Vice Chairs to review the following:

1. Commitment - In your role, you have the privilege and the responsibility of leadership for the Association. Your commitment to this leadership role is essential to the Association's success in serving our membership.
2. Plan of Action - A plan of action should be in place in order to ensure expected results. A plan of action may be determined by mutual consent of the Association Directors, Officers, Committee Chairs, Co-Chairs, and Vice-Chairs.
3. Preparation for meetings - In order to achieve the maximum contribution from the committee, it is imperative that the committee chairperson prepare an agenda before each meeting. The chairperson should review the objectives for the committee and consider timeframes. The chairperson should be prepared to assist the committee members to effectively and efficiently accomplish the meeting objectives.

4. Management of Effective Meetings
   a. Follow the agenda
   b. Begin and end on time
   c. Encourage discussion
   d. Discourage domination by one or two persons
   e. Keep discussion on track and recognize limits of the committee's authority
   f. Do not attempt to promote your individual philosophy, ideas or attitudes
5. Follow Up and Follow Through - Follow up with committee members and staff to monitor progress toward the achievement of the committee's objectives is essential. From time to time, committee members will be asked to perform an activity. Although most members will follow through, it is important that they be contacted by the chairperson periodically to discuss progress. An interested team leader will cause a member to be more motivated. Keeping everyone involved will aid in motivation levels.
6. Budget and Financials
   a. For those committees where planned events, fundraising, or Association monies are involved, a budget must be formulated and submitted as a guide to ensure success of the committee goal.
   b. When a committee charge includes the handling of incoming or outgoing monies to/from the Association, details of such shall be presented to the Executive Committee for review prior to execution of the program.
7. Ethical Considerations – Committees are comprised of a diverse membership group from different real estate committees as well as affiliate companies. This benefits the committees in combining varied outlooks and perspectives in achieving the end result. Committees must not be utilized as an opportunity to promote one's individual business or services, and it is the responsibility of the chair and co-chair to ensure compliance from all members accordingly.

MEETINGS

BOARD OF DIRECTORS

1. Regular - Board of Directors shall meet at least four times a year.
2. Special - Special meetings of the Board of Directors may be called at the request of the President or 2 or more Directors. Those persons authorized to call special meetings may set the agenda. Notice must be given 7 days in advance of such meetings, except in the case of an emergency for which as much advance notice as possible shall be given.

EXECUTIVE COMMITTEE

The Executive Committee meets at the request of the President or any two members of the committee, to review and discuss items to be brought to the attention of Directors. The Executive Committee shall meet as required to transact the business of an emergency or routine nature between meetings of the Board of Directors and shall report such actions in full to the Board of Directors at its next meeting.

COMMITTEES

Committee meetings are at the call of the committee chairperson and occur on an "as needed" basis.

GENERAL MEMBERSHIP

General membership meetings are called by the President on an "as needed" basis.

ANNUAL MEETING

The Annual Meeting is held in either September or October of each year. Installation of Officers and Directors shall take place at the Annual Meeting.

GUESTS OF THE ASSOCIATION

The Guests of the Association for the following meetings are as follows:

1. General Member Meetings: President, Chief Executive Officer, Guest Speaker(s), and KWAOR staff

2. Annual Meeting: President and guest, President Elect and guest, KWAOR Directors, Chief Executive Officer, Installing Officer and guest, KWAOR staff, local board President Elects, RIAR President, RIAR President Elect, RIAR Chief Executive Officer, RIAR legal counsel, StateWide MLS President Elect, and all local board AEs
3. Holiday Party: President and guest, Association Legal Counsel and guest, RIAR President and guest, RIAR Chief Executive Officer and guest, and KWAOR staff.

MEETING AND SPECIAL EVENTS RESERVATIONS

1. All reservations for a KWAOR program, general meeting or event must be made by e-mail, and confirmation will be sent in return.
2. All "no shows" for any KWAOR event requiring a reservation with payment due will be billed.
3. KWAOR maintains a "No walk-ins" policy. Reservations taken within 72 hours of an event are at the discretion of the events coordinator for that event and must be paid at the time of reservation.
4. Cancellations must be received at least 72 hours of the reserved event in the order to receive a refund.

FINANCIAL POLICIES

CAPITAL EXPENDITURES POLICY
Any capital expenditure over $2500 shall require a minimum of 3 bids, whenever possible, before being submitted for approval by the Board of Directors.

CHECK WRITING AUTHORIZATION
All checks, drafts, or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Association shall be signed by such officer(s) or agent(s) of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors. Two of the following three signatures are required on all checks over $500: President, Treasurer, Chief Executive Officer.

CONTRACTS
All contracts approved by the Board of Directors, on the advice and consent of the Association's legal counsel, are signed by the President.

CREDIT CARD
Credit cards are issued to the President, President Elect, and the Chief Executive Officer for their use for all Association expenditures authorized by the Board of Directors.

Cardholder will be personally responsible for any unauthorized expenditures charged to their card including but not limited to all interest, penalties, and/or legal fees that may be incurred as a result of these actions. Unauthorized use of Association credit cards must be promptly reported to the Board of Directors.

DEPOSITS
All funds of the Association shall be deposited to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select. No account shall contain funds in excess of FDIC insured limits.

DISSOLUTION (as noted in Bylaws)
Upon the dissolution of this Association, the Board of Directors, after providing for the payment of all obligations, shall distribute any remaining assets to the Rhode Island Association of REALTORS® or, within its discretion, to any other non-profit tax-exempt organization.

EXPENSE REIMBURSEMENT POLICY
Requests for reimbursement for all expenses must be on an expense report with attached receipts and received in the Association office within 60 days to be eligible for reimbursement. The request must be explained on the expense report and approved by the Chief Executive Officer.

FINANCIAL WAIVERS
1. Sitting President's Annual dues, including the National Association of REALTORS®, the Rhode Island Association of REALTORS® and the Kent Washington Association of REALTORS® shall be waived.

2. Sitting Directors attending Annual Meeting and the Annual Installation Event will not be required to pay the Meeting fee.

3. REALTOR® of the Year Board Event fees will be waived for the REALTOR® of the Year for that award year.

INVESTMENT POLICY
Objective:
To obtain a high yield on investments while maintaining adequate liquidity and a low-risk posture with respect to principal. This policy seeks to establish an investment return by taking a consistent but flexible approach in evaluating reasonable risk against current market conditions. This policy fulfills the fiduciary obligations and the

fiscal obligations imposed on leadership of the Kent Washington Association of REALTORS® to use the resources of the Association wisely and well.

Authorized Investments:
The following inclusive list of investments is authorized:
1. U.S. Treasury Bills, Notes and Bonds.
2. U.S. Government backed obligations and/or Mutual Funds.
3. Certificates of Deposit insured by FDIC.
4. Money Market Funds that invest solely in U.S. Government Securities.
5. Banker's Acceptances and short-term investment grade commercial obligations.
6. Investment grade Corporate Bonds and/or mutual funds.
   a. Bond specifications. Fixed-income investments may include U.S. Government obligations and their agencies or corporate debt securities rated BAA or better by Moody's or S&P. The weighted average maturity of the portfolio will be at the discretion of the manager but in keeping with the conservatively oriented portfolio. The fix-income portfolio should be diversified with no investment in a single issuer to exceed 10 percent of the portfolio at cost, with the exception of U.S. Government bonds and its agencies. Municipal bonds and foreign bonds are prohibited.
7. Equity Mutual funds.
8. Individual Equities.
   a. Stock specifications. Equities may be chosen from the New York Stock Exchange, American Stock Exchange, and National Market System. No minimum market capitalization is required. However, securities should be invested in highly capitalized companies. No more than 5 percent of the portfolio (at cost) should be invested in any one security or more than 15 percent of the portfolio (at cost) in any one industry.

Implementation:
The composition of the investment portfolio shall be limited to the following ratios of investments:
1. 5% Min. or $10,000 whichever is less Cash 100% Max.
2. 0% Min. Bonds 95% Max.
3. 0% Min. Government 95% Max.
4. 0% Min. Preferred 30% Max.
5. 0% Min. Equity 60% Max.

NON-BUDGETED EXPENDITURES
All non-budgeted expenditures in excess of $500 must be approved by the Executive Committee.

PETTY CASH
A maximum of $100 will be available to be used at Chief Executive Officer's discretion.

PERIODIC REVIEWED AND AUDITED FINANCIAL STATEMENTS
Kent Washington Association of REALTORS® will have reviewed financial statements prepared annually. Every third year an Audited Financial Statement will be prepared in lieu of a Reviewed Financial Statement.

OPERATIONAL AND RESERVE FUNDS
Operational Funds
The Association shall maintain safety of principal for current year operational funds while providing sufficient liquidity to meet cash needs. Investments shall be limited to instruments that are backed or underwritten by the U.S. government or its agencies. Changes in the Investment Policy or the investment institutions used for operational funds shall be made at the direction of the President, Treasurer and Chief Executive Officer, with review by the Executive Committee and approval of the Board of Directors.

Reserve Funds
The Association shall achieve the highest rate of return for reserve funds, while avoiding risk in order to maintain safety of principal through investment practices, as approved by the Board of Directors and as identified in the current Association Investment Policy.

RETURNED CHECKS

1. Upon notification from a bank of any returned check, a letter will be sent to the individual, and the check will be redeposited, if possible. Additional fees will be assessed.
2. If check is returned a second time, second notice will be mailed, and it will be the individual's responsibility to deliver to the Association a cashier's check, money order, cash or the individual can pay by credit card. Additional fees will be assessed.
3. If payment is not made in thirty (30) days (three days (3) if dues related) from the date of the second notice, a certified letter (third notice) will be sent to the individual stating that failure to pay could result in prosecution. In addition, a regular first-class letter will be sent simultaneously. Letters to be sent in plain envelopes.

Note: If the individual is a member, attempt will be made to personally call the individual prior to the 9-day period when police department must be notified. Member will be given every opportunity to pay outstanding amount.

REALTOR® DUES COLLECTION POLICIES

RENEWING MEMBERS

1. Annually on or about September 15, an electronic notification of REALTOR® membership dues renewal will be sent to all active members with instructions on how to make payment. Annual dues notices and dues invoices will post the consequences for nonpayment of dues as noted in these policies.
2. Annually on October 31 dues are owed.
3. A late fee of $25 will be assessed on a date in November determined by the Board Of Directors through December 31.
4. On January 1 of each year, all inactive members will be assessed a reinstatement fee of $125 to dues owed in order to be reactivated.
5. Dues may be paid by check or credit card.
6. Refund of dues may be made only if requested in writing prior to December 31.

NEW MEMBER DUES

1. Upon notification from DR or from RIAR of a new licensee, an e-mail or letter is sent to the DR with a bill for DR dues. That same day, a letter with an application is sent to the new agent inviting them to join the Association.
2. Thirty days later, if the application and dues owed are not received from the licensee, or the DR's check for DR dues, a second notice is sent to the DR by e-mail.
3. Thirty days after that, if there is still no response from either one, a third notice is sent by e-mail.
4. Final notice is sent to the DR notifying them that, if dues are not paid in 30 days, the DR's membership and that of the entire office will be terminated.
5. Upon acceptance of membership, KWAOR Membership Director will notify electronically appropriate RIAR and MLS staff.
6. New member dues will be prorated on a monthly basis beginning on the first day of the month in which a member shall be accepted.
7. Proration: New member dues are prorated on monthly basis. Dues shall begin on the 1st day of the month in which a member is accepted and shall be prorated for the year.

ADDITIONAL DUES & FEES

1. New Members joining on November 1
   a. Pay application fee and pro-rated dues
   b. Invoiced for coming year due by December 31
      1. If not paid by December 31: Reinstatement Fee of $125 plus one full year of dues
2. New Members joining in December
   a. Pay application and pro-rated amounts
   b. Invoice for coming year dues must be paid no later than January 31 of the coming year
      1. After January 31: Late fee of $25 plus full year of dues
      2. After March 1: Inactivate member (follow fees for Inactive REALTOR® Member Feb. – Dec.)
3. Transfers from other Boards
   a. No charge for December KWAOR dues
   b. No application fee (use "Notes" section in RAMCO to say they are transferring from one to another)
   c. Transfers in same year must pay following year's dues by December 31
4. Transfers January 1 - 31 (unless paid in other board before transfer)
   a. Reinstatement of $125
   b. Full year of dues
5. Inactive REALTOR® Members January 1-31 (if worked the previous year)
   a. Reinstatement of $125
   b. Full year of dues
6. Inactive REALTOR® Members February - December (if worked the previous year)
   a. Application Fee of $100
   b. Full year of dues
7. Inactive & Disaffiliated (by DR) REALTOR® Members before December 31st, and returning at any point in current year
   a. Pay full years dues only
8. Disaffiliated after January 1st, and returning at any point in current year
   a. Application Fee of $100

Code of Ethics Noncompliance

Any member terminated due to a lack of NAR's 3 Year Cycle Code of Ethics training requirement will be assessed a New Application Fee of $100 on the 1st of March following the last year of the most recent training cycle.

OTHER POLICIES

ANTITRUST

All Association meetings and events shall be conducted in compliance with antitrust laws. Officers, Directors, Committee Chairs, members, and staff shall refrain from discussing any of the following topics formally or informally:

1. Discussion and/or criticizing individual company policies that relate to compensation or cooperation with competitors.
2. Criticizing a competitor's business model.
3. Proposing that real estate licensees be excluded from being Association members based on their business model or innovative business practices.

If any of these inappropriate topics is raised at any Association meeting or event, all members present shall remove themselves from such discussions. If the discussion does not end immediately, the meeting should be brought to a prompt adjournment by the person in charge of the conduct of the meeting.

ASSOCIATION SPOKESPERSON
The President or other authorized designee shall be the only person allowed to speak as the official representative of the Association.

CLASSROOM RENTAL
The classroom may be available to be rented for a fee, established by the Board of Directors.

CONFLICT OF INTEREST
The purpose of the conflict of interest policy is to protect the interests of the Association when it is contemplating entering into a transaction or arrangement that may benefit the private interest of an Officer, Director, or agent of the Association, or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

1. Definitions:
   a. *Interested Person:* Any Director, Officer, or member of a committee with Board of Directors delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

   b. *Financial Interest:* A person has a financial interest if the person has, directly or indirectly, through business, investment, or family member and as it relates to an Officer and Director:

      1) An ownership or investment interest in any entity with which the Association has a transaction or arrangement,

      2) A compensation arrangement with the Association or with any entity or individual with which the Association has a transaction or arrangement, or

      3) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Association is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors which exceed twenty dollars ($20.00) in value.

      A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

2. Procedures:
   a. Duty to Disclose: In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors considering the proposed transaction or arrangement.

   b. Determining Whether a Conflict of Interest Exists: After disclosure of the financial interest and all material facts, and after any discussion with the interested person, they shall leave the Board of Directors meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Directors shall decide if a conflict of interest exists.

   c. Procedures for Addressing the Conflict of Interest:
      1) An interested person may make a presentation at the Board of Directors meeting, but after the presentation, they shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

      2) The Board President shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

      3) After exercising due diligence, the Board of Directors shall determine whether the Association can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

      4) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Directors shall determine by a majority vote of the disinterested Directors whether the transaction or arrangement is in the Association's best interest,

for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

d. Violations of the Conflicts of Interest Policy:
   1) If the Board of Directors has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
   2) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board of Directors determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

3. Records of Proceedings: The minutes of the Board of Directors and all committees with Board delegated powers shall contain:

   a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's or committee's decision as to whether a conflict of interest in fact existed.

   b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Compensation:

a. A voting member of the Board of Directors who receives compensation, directly or indirectly, from the Association for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Association for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the Board of Directors or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Association, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

HARRASSMENT

Any member of the Association may be reprimanded, placed on probation, suspended or expelled for harassment of an Association or MLS employee or Association officer or director after an investigation in accordance with the procedures of the Association. As used in this section, harassment means any verbal or physical conduct including threatening or obscene language, unwelcome sexual advances, stalking, actions including strikes, shoves, kicks, or other similar physical contact, or threats to do the same, or any other conduct with the purpose or effect of unreasonably interfering with an individual's work performance by creating a hostile, intimidating or offensive work environment. The decision of the appropriate disciplinary action to be taken shall be made by the investigatory team comprised of the President, President Elect and/or Vice President and one member of the Board of Directors selected by the highest ranking officer not named in the complaint, upon consultation with legal counsel for the Association. Disciplinary action may include any sanction authorized in the Association's Code of Ethics and Arbitration Manual. If the complaint names the President, President Elect or Vice President, they may not participate in the proceedings and shall be replaced by the Immediate Past President or, alternatively, by another member of the Board of Directors selected by the highest ranking officer not named in the complaint.

REVIEW OF KWAOR DOCUMENTS BY MEMBERS IN GOOD STANDING

The Board of Directors of the Kent Washington Association of REALTORS® (the "Association") has established a procedure for a member (in good standing) to request to inspect any documents owned by the Association. Disclosure of information will not occur if, in the opinion of the Association, applicable laws prohibit such

disclosure. All records are proprietary to the Association and disclosure is not - without consent of the Board of Directors - deemed in the best interest of the Association. While not required, the Association has established a set of procedural requirements, should a member, in good standing, of the Association request, in good faith and for a demonstrated reasonable purpose, access to any documents owned and maintained by the Association. The procedure is as follows:

1. An appointment should be made by written notification containing the request and outlining what documents they would like access to.
2. The member requesting the review will sign a confidentiality agreement stating the subject matter and results of the review will not be discussed or in any way disseminated outside the Association office, except with legal counsel of the member and the Association.*
3. The items will be reviewed on the Association property only.
4. There will be a Board Member or Committee Chair in attendance during the review.
5. Absolutely no copies of the inspected information may be made or removed from the Association property without the consent of the Association Board of Directors.
6. Any costs incurred other than the overhead of the Executive staff of the Association and the time of the attending board member will be borne by the member requesting the review or access to the information.

* See Appendix for Kent Washington Association of REALTORS® Member Confidentiality Agreement.

RECORDS/DOCUMENTATION RETENTION

These policies cover all records regardless of physical form or characteristics which have been made or received by the Kent Washington Association of REALTORS® in the course of doing business. These policies provide for the systematic review, retention and destruction of records received or created by the Kent Washington Association of REALTORS® in connection with the transaction of business. These policies cover all records, regardless of physical form, contain guidelines for how long certain records should be kept and how records should be destroyed. These policies are designed to ensure compliance with federal and state laws and regulations, to eliminate accidental or innocent destruction of records and to facilitate the Kent Washington Association of REALTORS® operations by promoting efficiency and freeing up valuable storage space. These policies apply to all records in any form, including electronic documents. A record is any material that contains information about the Kent Washington Association of REALTORS® plans, results, policies, or performance. Anything that can be represented with words or numbers is a business record for purposes of these policies. Electronic documents must be retained as if they were paper documents. Therefore, any electronic files, including information received online, that fall into one of the document types on the schedule must be maintained for the appropriate amount of time. [For example, if a user has sufficient reason to keep an email message, the message should be printed in hard copy and kept in the appropriate file or moved to an "archive" computer file folder.] [Backup and recovery methods will be tested on a regular basis.] The Kent Washington Association of REALTORS® follows the document retention procedures outlined. Documents that are not listed, but are substantially similar to those listed in the schedule, will be retained for the appropriate length of time. All confidential information will be stored by the Association in a safe, secure, password protected location.

A. General and Financial

Corporate records, minutes, etc.	Permanently
Titles, mortgages, etc.	Permanently
Contracts & agreements, expired	7 years
General ledger & trial balance, year-end	Permanently
Records of securities owned, canceled	7 years
Journals	Permanently
Insurance records:	
Fidelity bonds	3 years

Inspectors reports	Permanently
Schedules, claims, permanent records	7 years
Fire, liability, auto, etc. policies expired	Optional
Record of policies in force	3 years
Tax records of fixed assets, appraisals, additions, retirement	Permanently
Accountants' audit reports	Permanently

B. Sales and Accounts Receivable

Accounts receivable ledgers and subsidiaries	7 years
Accounts receivable trial balances	3 years
Sales journals	7 years
Copies of invoices and supporting data	3 years
Uncollectible account files, including authorization for write–offs	7 years
Records relating to sales to affiliated or associated companies	7 years
Notes receivable and trial balances, canceled	7 years

C. Payrolls

Payroll journals and summaries	7 years
Receipted pay checks, time tickets, etc.	7 years
Records pertaining to payroll deductions	7 years
Files, assignments, attachments, garnish	7 years
Individual earnings records	Permanently
Form W-2	3 years
Form W-4	Permanently

D. Cash and Collections

Cash books - receipts and disbursements	Permanently
Bank deposit slips	1 year
Deposit books and stubs	7 years
Bank reconciliation papers	1 year
Records of outstanding checks, drafts, etc.	7 years
Daily or periodic cash reports	3 years
Canceled checks, paid drafts	7 years
Canceled payroll checks	7 years
Bank statements (after audit)	7 years
Petty cash vouchers	3 years

E. Inventories

General inventory with adjustment records	Permanently
Store requisitions	3 years

F. Purchases and Accounts Payable

Accounts payable ledgers	7 years
Accounts payable trial balances	7 years
Voucher register or purchase journals	Permanently
Paid bills and vouchers	7 years
Copies of purchase orders:	
Purchasing department copy	3 years
Others	1 year
Bids and offers	7 years
Price records of purchases	Permanently
Purchase contracts	7 years
Bills of lading	3 years

G. Miscellaneous Correspondence:

Legal and important matters only	Permanently
Financial Statements (interim)	Permanently
Social Security return:	
State	Permanently
Federal	Permanently
Sales tax – State	Permanently
Excise tax – Federal	Permanently
Trial balances – monthly	5 years
Equipment records	Permanently
Leases – expired	7 years

H. Professional Standards Records:

Professional Standards Hearing Records [Ethics] Absent a threat of litigation, retain ethics hearing records [complete file] - for at least one year after compliance with any discipline.

If any threat of litigation, retain ethics hearing records [complete file] - for a period of three years.

Professional Standards Hearing Records [Arbitration/Mediation] Absent any threat of litigation, retain arbitration hearing records [complete file] - for at least one year after the award has been paid.

If any threat of litigation, retain arbitration hearing records [complete file] - for a period of three years.

Hearing Outcomes [Permanent Records]

Ethics - Retain all final Board of Director's Decisions, including Hearing Panel Decision and Findings of Fact.

Arbitration – Retain Award of Arbitrators, and Board of Director's Decision, if applicable.

REQUESTS FOR MEMBERSHIP ROSTER

Membership Rosters will be available only to REALTOR® members and Affiliate members, without a charge, and will include names, business addresses and business phone numbers only. Rosters are not available to non-members.

SOCIAL MEDIA

A. Introduction

This policy outlines important social media procedures for the leadership of the Association including but not limited to Association Officers, the Executive Committee, Association Directors, committee chairs, and task force chairs, collectively "Association Leaders."

B. KWAOR Social Media Policy

For the purpose of this policy, "engaging in social media" means posting or uploading content to all types of interactive electronic communications including but not limited to websites, blogs, social networks, discussion boards, and listservs.

1. Leadership:
   The Association reserves the right to monitor its social media channels and platforms, including setting Google alerts. Association Leaders shall not disclose any information that is confidential or proprietary to the Association, or to any third party that has disclosed information to the Association. Association Leaders shall not use social media to communicate untruthful, derogatory, or other information that is harmful to the Association, its employees, or its members, unless the communication in question is protected by the federal, state, or local law.

C. Guidelines

Participation in any type of social media could be visible to the Association membership and the public. When speaking about issues relating to the Association (real estate, property rights, interest rate tax deductions, etc.) Association Leaders shall clarify that any personal opinions that they express may not be the same as those of the Association. Association Leaders are encouraged to write a personal opinion disclaimer in the bio of their

social media network profiles. An example: "I'm the _____ (e.g., President of the Kent Washington Association of REALTORS® and these are my personal opinions only, and not those of the Kent Washington Association of REALTORS®."

1. Participating in social media on behalf of the Association:
   When authorized to speak for the Association on industry-related topics, it is the Association Leader's responsibility to be familiar with the Association's position. Association Leaders are encouraged not to become involved in a legal, public, or political dispute between members, or between Association and members. Association Leaders should avoid making any statement that can be viewed as preferential to one member or association over another. Association Leaders shall ask permission of the subjects before publishing a picture, tagging, photo/geotagging, tweeting, "checking in" via location of a member, Association employee, or anyone with a professional relationship with the Association in a non-professional setting.

D. Blog/Website/Social Media Requirements
An Association Leader or member shall obtain prior written approval from the Association Executive Committee or Association Chief Executive Officer prior to creating a blog, website or social media in the Kent Washington Association of REALTORS® name.

E. Leadership Participation on ASSOCIATION Social Media
An Association Leader or member may request that the Association post Association or industry information, by sending a request to the CEO. The Association reserves the right to edit or revise wording, length of posting, and links.

1. General Rules for Social Media/Online Messaging
   The Association reserves the right to remove comments from its social media channels that are considered inappropriate, off-topic, abusive, not reflective of the Association's standards, rules, regulations, and/or policies, or are being used to promote and solicit for third-party sites, initiatives or products.

Also, please be mindful of the following guidelines:

- Respect copyright: Use caution when publishing text, pictures, video, or other content that was not created by the Association. Almost all written content is protected by copyright laws and requires third parties to obtain a permission or license from the content's author prior to using it in any manner.
- Linking vs. republishing: Whenever possible, link to content elsewhere on the Web instead of republishing it. Excerpt or quote whenever possible with a link back to the original materials.
- Creative Commons: In most cases, content created under a Creative Commons license is still protected from commercial use. Do not republish Creative Commons content unless that content is specifically licensed for commercial use.

F. Management of Association blogs/websites/social media channels
The Association Staff is responsible for creating and administering the Association's social media accounts, websites, web pages and blogs.

1. Disclaimers should be noted on Association sites/social media channels.
   a. Association Comments Policy:

   All comments are published unless they violate the Association Comments Policy, below.

   This blog/website is provided by the X, i.e., KENT WASHINGTON ASSOCIATION OF REALTORS®.

   X disclaims responsibility for any of the content or opinions expressed on this platform including, but not limited to, content or opinions regarding any products or service mentioned on the platform.

   X disclaims liability for any damages or losses - direct or indirect - that may result from use of or reliance on information contained on the site. This blog may contain links to other web sites operated by third parties. These links are provided as a convenience to access the information contained therein. Inclusion of a link to another site does not indicate any endorsement or approval of the site or its content by the Association, its

officers, employees, members, subsidiaries, and/or affiliates. The Association reserves the right to edit, remove or deny access to individuals or content that it determines to be unacceptable, including, but not limited to, any abusive, profane, obscene, defamatory, or anonymous comments. The Association reserves the right to reproduce posts and comments in other of its online and print communication mediums. Comments or posts that are published elsewhere may be edited for space and clarity to fit stylistically with the other medium.

Moderators reserve the right to delete comments that:
- contain language that we consider offensive or inappropriate
- are not relevant to the post they are responding to
- are purely commercial endorsements, including spam
- infringe the trademarks or copyrights of the Association or any third parties

Association members who submit their comments to any blog/website published by the Association, grant the Association a perpetual, irrevocable, royalty-free license and right to use and/or display such comments at the discretion of the Association and in any medium now existing or hereafter created. Comments to Association blogs/websites must be approved by the site's owner before being posted, to ensure that they comply with the above guidelines.

b. General Information to add to blog/website:
The information provided on this page is for educational and informational purposes only. The information should not be construed as a recommendation by the Association, including without limitation, any course of action regarding investment (real estate or otherwise), financial, legal, or accounting matters. It is not meant as a substitute for professional advice from a qualified legal, accounting, financial, or other professional.

The Association does not represent, warrant, or endorse the accuracy or reliability of any information displayed, uploaded, downloaded, or distributed through this page, site, or links by any user, or any other person or entity. The Association disclaims liability for any damages or losses, direct or indirect, that may result from use of or reliance on information contained on this page, site, or links.

G. Rules for Social Media REALTORS® Political Action Committee (RPAC) Posts
Under federal campaign finance law, an association is permitted to solicit contributions for its federal Political Action Committee (PAC) only from its restricted class, which includes its members, executive and administrative personnel, and their families. Because the poster cannot ensure that all of their social media followers are members, it is illegal to solicit RPAC investments via a status update or tweet or Instagram photo.

Association Leaders and members who use Facebook and other social media for RPAC shall follow these guidelines:

1. RPAC Solicitation is Not Allowed on Social Media

Association Leaders and members shall not post anything that could be considered a "solicitation" for an RPAC contribution on any on-line media platform that is open to the public. Terms such as donate, invest, contribute, participate, give, join, etc., in your communications are clear solicitations, but so are posts that encourage contributions simply by pointing out the benefit of RPAC to the real estate industry or to members' businesses. For example, if you post the names of Sterling R contributors and describe them as ensuring the future of the industry, then you are encouraging others to do the same. However, you can simply post the names of Sterling R contributors and congratulate them on their participation.

Association Leaders and members may post general RPAC facts and financial information, such as how much has been contributed or the number of contributors to RPAC in a given period.

Association Leaders and members may not post anything that expressly encourages attendance at an RPAC fundraising event. For example, tweeting: "Our RPAC Casino Night Sept. 12 will be the event of the year!" is

encouraging attendance. Association Leaders may, however, post information and photos after the RPAC event and mention how much money was raised for RPAC.

2. Restrict member RPAC posts

Federal campaign finance law also covers the posts and tweets that Association Leaders and members make about RPAC. Although members can post factual information about themselves such as being a Major Investor, they cannot write posts encouraging others to make similar RPAC contributions. If a member posts and RPAC solicitation on the Facebook page of an Association Leader, their shall delete it immediately.

The Association can post any RPAC information it wants in a Facebook Group, as long as it is closed to just members.

H. Issues Resolution

Violations of the above social media policies should be reported to the Association's Chief Executive Officer.

SOLICITATIONS

1. Solicitations shall be reviewed by Chief Executive Officer and President and presented to Board of Directors if deemed appropriate for consideration.
2. Charitable donation requests will be submitted to KWAOR Foundation, Inc., a subsidiary charitable non-profit of the Association.

TRAVEL

The Travel Policy of Kent Washington Association of REALTORS® is intended to cover the President and/or President Elect and/or Chief Executive Officer. However, if any officer, director, committee chair or co-chair is personally asked by the President or Board of Directors to attend a meeting outside of Rhode Island, the travel policy will be applicable.

1. CONVENTIONS AND CONFERENCES

Attendance at conferences and conventions will be reviewed annually by the Finance Committee.
The President will attend the following conferences/conventions/meetings that include, but are not limited to, the following:

- The NAR Legislative Meetings
- RIAR Meetings/Conferences (if applicable)
- The New England REALTORS® Conference (NERC)
- The NAR Annual Conference and Trade Expo.

The President Elect will attend the following conferences/conventions/meetings that include but are not limited to the following:

- The NAR Legislative Meetings
- RIAR Meetings/Conferences (if applicable)
- The New England REALTORS® Conference (NERC)
- The NAR Annual Conference and Trade Expo.
- The NAR Leadership Summit

The Chief Executive Officer will attend all of the above plus the NAR Association Executives Institute. Each year attendance will be subject to review by the Finance Committee.

2. EXPENSES

The Association will reimburse actual costs for all of above as follows. An expense form, as provided by the Association, must be submitted with the request along with all receipts attached. Receipts are required only for expenses over $25.

a. Transportation to and from conferences. Travel by car will be reimbursed at the current IRS guidelines.

b. Hotel Room

c. Conference Registration

d. An allowance of up to $125 per day for miscellaneous expenses.

3. REIMBURSEMENT

a. All unused monies (cash advances) will be returned within thirty (30) days after receiving the advance.

b. Requests for reimbursement must be made within sixty (60) days of the meeting.

c. Travel will not be reimbursed to anyone who is being reimbursed by another source.

d. Any members holding National positions as committee Chair or Vice-chair may apply for reimbursement of expenses to a maximum of $500 per calendar year.

USE OF KWAOR EQUIPMENT

All Association equipment is primarily for KWAOR use. Under certain conditions, arrangements may be made for non-Association use. A fee may be charged.

WHISTLEBLOWER

Purpose - The purpose of this Whistleblower Policy is to: (1) encourage Association staff and members to report illegal practices or serious violations of adopted policies of the Association or its subsidiaries; (2) specify that the Association will protect the person from retaliation; and (3) identify where such information can be reported.

Encouragement of reporting - The Association encourages complaints, reports or inquiries about illegal practices or serious violations of its policies, including illegal or improper conduct by the Association itself whether by its leadership, or by others on its behalf. Appropriate subjects to raise under this policy would include financial improprieties, accounting or audit matters, ethical violations, or other similar illegal or improper practices or policies. Other subjects on which the Association has existing complaint mechanisms should be addressed through channels described in those mechanisms, such as raising matters of alleged discrimination or harassment, unless those channels are themselves implicated in the wrongdoing. This policy is not intended to provide a means of appeal from outcomes in those other mechanisms.

Protection from retaliation - The Association prohibits retaliation by or on behalf of the Association against staff or volunteers for making good faith complaints, reports or inquiries under this policy or for participating in a review or investigation under this policy. This protection extends to those whose allegations are made in good faith but prove to be mistaken. The Association reserves the right to discipline persons who make bad faith, knowingly false, or vexatious complaints, reports or inquiries or who otherwise abuse this policy.

Where to report - Complaints, reports or inquiries may be made under this policy on a confidential or anonymous basis. They should describe in detail the specific facts demonstrating the basis for the complaints, reports, or inquiries. They should be directed to the Association Chief Executive Officer or the Association President; if both of those persons are implicated in the complaint, report, or inquiry, it should be directed to the Association President Elect. The Association will conduct a prompt, discreet, and objective review, or investigation. Staff or volunteers must recognize that the Association may be unable to fully evaluate a vague or general complaint, report or inquiry that is made anonymously.

AWARDS

AFFILIATE OF THE YEAR
The Outstanding Affiliate Award is presented to an Affiliate member in appreciation and recognition of unselfish commitment to Kent Washington Association of REALTORS® and its members. The award is presented at the Annual Meeting at the discretion of the President and may or may not be presented annually.

KWAOR REALTOR HERO/GOOD NEIGHBOR AWARD
This award was established in 2018 to recognize REALTOR members for their volunteer service on behalf of others. Recipients are nominated by the membership and selected by a committee of their peers for recognition of a KWAOR Realtor member who extends their arms beyond their job into their community and is making a difference.

LIFETIME ACHIEVEMENT AWARD
Shall be those REALTOR® Members who have been REALTORS® for thirty (30) continuous years and have served as an officer or director of either the Kent County or Washington County Boards or of the Kent Washington Association OF REALTORS®.

OUTGOING PRESIDENT & RETIRED OFFICER/DIRECTOR
The outgoing President and retiring officer or director shall be presented with an award of appreciation for service at the Annual Meeting.

REALTOR® OF THE YEAR
The REALTOR® of the Year Award is presented at the Annual meeting to a REALTOR® member selected by the REALTOR® of the Year Committee. The REALTOR® of the Year represents the Kent Washington Association of REALTORS® as nominee for the Rhode Island Association of REALTORS® REALTOR® of the Year.

RICHARD L. PHIPPS DISTINGUISHED SERVICE AWARD
The Richard L. Phipps Distinguished Service Award is presented to a REALTOR® member in recognition of outstanding and unselfish dedication of time, talent, and energy to the Kent Washington Association of REALTORS® and its members. This award is presented at the Annual Meeting at the discretion of the President and may or may not be presented annually.

APPENDIX

AGREEMENT TO SERVE AND PLEDGE OF FIDUCIARY DUTY

As a Director of the Kent Washington Association of REALTORS® ("Association"), you owe fiduciary duties to the Association. Fiduciary duties are owed to the Association and not to the Association's members. In general, fiduciary duties as described below, require Directors to act in good faith, in the best interest of the Association at all times, and to never make decisions based on furthering a personal or outside business interest. As a Director and REALTOR®, you agree to abide by the Code of Ethics of the National Association of REALTORS®, including Standard of Practice 10-5: REALTORS® must not use harassing speech, hate speech, epithets, or slurs based on race, color, religion, sex, handicap, familial status, national origin, sexual orientation, or gender identity.

Duty of Care *- requires Directors to exhibit honesty, act in good faith, and exercise ordinary and reasonable care in the discharge of their duties. Directors must attend, thoroughly prepare for, and actively engage in deliberations during meetings, and when necessary, seek advice from third-party experts, such as attorneys or accountants.*

Duty of Confidentiality *- requires Directors to maintain the confidentiality of board discussions and deliberations and prohibits the disclosure of any non-public information a Director may be privy to by virtue of their position. The Association's best interests will be served when healthy debate, and candid conversations take place, which requires Directors to have confidence that their colleagues will also uphold their duty of confidentiality.*

Duty of Loyalty *- requires an undivided allegiance and duty of faithfulness to the Association. The best interests of the Association must prevail over any individual interest, and the use of a Director's position, or information gained through such position for any personal benefit is prohibited. Directors must avoid, disclose, and resolve any conflicts of interest. If a conflict of interest is not resolved, the duty of loyalty may require a Director to abstain from voting, participating in discussion, and potentially from hearing debate.*

Duty of Obedience *– requires Directors to act in accordance with, and in furtherance of, the Association's mission and governing documents, as well as applicable laws and regulations. The duty of obedience requires Directors to support, help implement, and carry out the actions taken by the Association's Board of Directors. Directors must avoid undermining a decision of the Board of Directors, even if a Director disagrees with the action taken on a particular issue.*

Duty of Accounting *- requires Directors to safeguard, protect, and preserve Association assets by adopting, and following, proper accounting procedures and controls. Directors should ensure Association funds are used for lawful purposes.*

I understand that email communication is the primary form of communication for this Association. I will read my email and promptly notify the KWAOR office if my email address changes. I further agree to participate, to the best of my ability, in general membership meetings as well as fundraising and social events sponsored by the Association.

I pledge to faithfully execute the responsibilities of the position for which I have been elected. I will serve as an example of this Association's Code of Ethics in all my actions as a Director of the Association and as a REALTOR®. I will uphold and support the decisions made by the majority of the Directors of the Kent Washington Association of REALTORS®. I further pledge to uphold the bylaws of the NATIONAL ASSOCIATION OF REALTORS®, the Rhode Island Association of REALTORS®, and the Kent Washington Association of REALTORS®.

I acknowledge that I am eligible for errors and omission insurance coverage for my acts as a Director, and have not, am not currently, and will not violate my fiduciary duty to the Kent Washington Association of REALTORS®. I acknowledge that any failure by me to abide by this Agreement may result in action by the Board of Directors including, but not necessarily limited to, removal from this position. I further acknowledge that this agreement is binding, nonnegotiable and not subject to appeal before immediate removal if any laws duties, conduct, policies, or other governing documents are violated.

By: _____ **Date:** _____

PRINT NAME **SIGNATURE**

Kent Washington Association of REALTORS® Member Confidentiality Agreement

In the course of accessing and/or reviewing the documents, records, and/or other information of the Kent Washington Association of REALTORS®, you may obtain or have access to the Association's material, confidential and non-public information ("Confidential Information").

Association members will have access to Confidential Information, that if revealed to outsiders, could be damaging or sensitive to other members or staff, harmful to the best interests of the Association, or even create legal liability. Documents, records, and/or other information provided or available to a member accessing, or requesting access to, Association documents, records, and/or other information may constitute, contain, and/or concern Confidential Information, which may include personnel, financial, contractual, membership or legal matters. Association documents, records, and/or other information will often constitute, contain, or concern Confidential Information, which is intended for use in decision making and governance. Confidential Information shall be held in the strictest of confidence and shall not be divulged to any outside party, including other members, without express written authorization of the Association's President, Board of Directors, or Executive Director. If you have any question whatsoever if any documents, records, and/or other information accessed or obtained from the Association constitutes, contains, or concerns Confidential Information, you must seek guidance and express written authorization from the Association's President, Board of Directors, or Chief Executive Officer before disclosing or disseminating the same in any manner whatsoever.

I acknowledge that I have received and read a copy of the Confidentiality Agreement and that I am responsible for compliance.

_____ _____

Signature Date