**03/26/2024**

# DRAFT 3:

**Amendment Proposals**

# ARTICLE X

**SECTION 10: Officer Eligibility**. Every officer must be a member of the Board in good standing for at least one (1) calendar year prior to his/her election. No elected officer may hold two (2) elected offices at one time. The following qualifications are required of candidates to the offices listed below:

(a) \*\*\*PROPOSED\*\*\*President –As prerequisites to candidacy/appointment to the Office of President: a candidate must have served as the 1st or 2nd Vice President in the last 6 years, held an elective executive office on the Association Board of Directors and shall have served as chairperson of at least one (1) standing committee; within the last 4 years. Said candidate shall have demonstrated outstanding leadership, decision-making, strategic planning, analytical, business and/or administrative/management skills during their active membership in the Association;

# ARTICLE XI -A

**Credentialing & Validating Committee**

\*\*\*(PROPOSED NEW COMMITTEE)\*\*\* It shall be the responsibility of the Credentialing and Validating Committee to verify that members who voted in the election were eligible to vote according to Article 5 Section 6 (Member in Good Standing). It shall also be the Credentialing and Validating Committee responsibility to verify that qualifications and the vetting of the credentials of members as nominees running from the floor for each elected position meet the criteria outlined in Article X, Section 10.

Prior to all elections a member from the Credentialing and Validating Committee shall announce to the membership that all elected Officer positions are subject to the Credentialing and Validating Committee’s findings and Board of Directors acceptance and adoption of those findings.

After every election, the Credentialing and Validating Committee will convene a special meeting within 5 business days of the election to validate the votes cast in the election and vet the candidate’s running from the floor qualifications if required.

In the event a member who ran from the floor and who won the vote is found not to be in good standing their election is invalidated based on Article 5 Section 6. The member will be provisionally disqualified from taking office and the member and shall be given notice of the Credentialing and Validating Committee's findings in writing within 2 business days of such findings.

Furthermore, in the event a winning candidate's running from the floor qualifications and credentials do not meet the criteria outlined in Article X, Section 10, the candidate shall be given notice of the Credentialing and Validating Committee's findings in writing within 2 business days of such findings.

In addition, if the winning member not in good standing disputes the accuracy of the Credentialing and Validating Committee findings, that candidate must respond in writing within 5 business days with supporting documentation that refutes the Credentialing and Validating Committee's findings.

The Credentialing and Validating Committee shall present all documentation to the Board of Directors who shall make the final decision whether or not the candidate running from the floor has met the qualifications in accordance with Article X, Section 10 within 5 business days of receiving the documentation. The Board will give notice of its findings to the member that he or she has been found to be in good standing or not to be in good standing within 2 business days of its final decision\*\*\*.

Finally, if the Credentialing and Validating Committee ascertain that members not in good standing casted votes, those votes shall be invalidated and or the winning candidate running from the floor has not met required qualifications outlined in Article X, Section 10, the next 2 candidates with the next highest votes shall be presented to the entire membership for a special election meeting.

The Board of Directors shall communicate its findings to the general membership electronically. Two weeks notice shall be given to the membership to attend a special in person election for the invalidated offices only. The candidate with the highest number of votes shall be installed into office. In the event only there were only 2 candidates running for office and one of the candidates has not met the qualifications outlined in Article X Section 10, the candidate with the 2nd highest votes will be elected and no special election shall be required\*\*\*

# ARTICLE XVII

**Dissolution**

\*\*\*SECTION 1 (PROPOSED)\*\*\* Upon the dissolution or winding up of the affairs of this Association, the Board of Directors, after providing for payment of all obligations, shall distribute any remaining assets to certified members (confirmed by membership rolls) for the last 10 years in equal amounts. There will be an 18-month winding up period to locate and verify certified members. At the conclusion of the 18-month period all certified and located members for the last 10 years will be issued an equal share of the remaining assets.

**Policy Statement Synopsis**

**Section 2:** Legal Proceedings.

1. Any CBR Member who initiates legal proceedings against the NAREB, CAREB or the CBR, whether directly, indirectly, or participates in any legal proceedings against NAREB, CAREB or CBR may be subject to removal, recusal, or suspension from their duties with or without cause, which may also include the denial of their access meetings or to the Board of Directors or privy to information that may compromise the confidentiality, integrity and best interest of the Board of Directors.
2. The decision to remove, recuse, or suspend a Member and to deny access membership meetings or to the Board of Directors information shall be by a majority vote of Directors then in office with a quorum present in accordance with the applicable Federal, State and Local laws. The affected Member shall be notified of such action in writing and shall have the opportunity to present their case in writing, with legal representation if they so choose thirty (30) days before the vote for removal, recusal, or suspension and the Member shall have the opportunity to present their case in person, with legal representation if they so choose, prior to the final vote of the Board of Directors.
3. Upon the resolution or settlement of the legal proceedings, the Board of Directors may reconsider the status of the affected Member and take appropriate action, including reinstatement if deemed in the best interest of the NAREB organization . . .