POLICY MANUAL

Approved by the HAAR Board of Directors

September 16, 2026

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SECTION 1: HISTORY AND ORGANIZATION

101. HISTORY

In 1909, 100 years after the first land sales, with Huntsville City limits being 31 square miles and a city population of just over 7,000, four Huntsville real estate dealers came together in the office of R.P. Weeden and formed the Huntsville Real Estate Board. Those four members were W.H. Bickley, John T. Jones, A. W. Newson, and R.P. Weeden. Ed Jones and S.O. Holmes joined the group later. There were very few real estate sales during the early period. Not until World War I did Huntsville begin to show marked improvement in real estate transactions and development. The Alabama Real Estate Association (later the Alabama Association of REALTORS®) was founded on January 1, 1922.

In 1929, the Huntsville Real Estate Board joined the Alabama Real Estate Association and the National Real Estate Association. In that same year, real estate signs were made displaying the names of the Huntsville Real Estate Board Members.

The Huntsville Real Estate Board was incorporated on December 2, 1948.

Somewhere between September of 1951 and June of 1953, the Huntsville Real Estate Board officially changed their name to the Huntsville Board of Realtors.

The first Multiple Listing Service bulletin, with listings, went out on May 1, 1967. This year was also the introduction of the first lockbox system. There were 13 companies participating with 32 licensees associated with these companies. The Charter Companies were:

Baker Real Estate	Butler Real Estate	Five Points Realty	Bill Smith Real Estate
Bauman Realty	Conner & Company	Landmark Realty	Joe Steele Realty
Broyles Realty	Cummings Agency	Sam Realty	Tillman Williams Realty

By the end of the first year, there were 22 companies and 47 licensees participating. By the end of 1968, there were 33 companies and 97 licensees. At the end of 1969, there were 45 companies and 212 licensees belonging to the Multiple Listing Service. By 1972, there were 68 companies and 176 members. In 1974, the Board published the first MLS book, with pictures, on a weekly basis.

In 1977, the Huntsville Board of REALTORS® became an all-REALTOR® Board, with 439 REALTOR® members, making the Huntsville Board the largest in the State. In 1978, there were 124 companies and 710 members of the Huntsville Board of REALTORS®.

In July of 1980, the Huntsville Board of REALTORS® purchased from the City of Huntsville the property at the corner of Holmes and Monroe at a cost of $130,700 and began construction of their own building. The building was occupied on June 25, 1981.

1986 was a landmark year for technology. The Huntsville Board of REALTORS® purchased a computer system that allowed real estate agents to access the Multiple Listing Service from a remote location. Around this time, it became apparent the Board building was too small. A committee was formed to plan an addition to the existing structure. The new addition was occupied in December of 1988.

In 1999, the Huntsville Board of REALTORS® went online with a state-of-the-art internet-based MLS system. Later that year, the Multiple Listing Service became known as NARIS, North Alabama Real Estate Information Services. That is also the year that the public-facing MLS site was established, ValleyMLS.com (ValleyMLS). The agent-facing side of the MLS changed its name from NARIS to NALMLS, the North Alabama Multiple Listing

Service and then finally to ValleyMLS, which is the name it still holds today. In 2001 the Huntsville Board of REALTORS® changed its name to the Huntsville Area Association of REALTORS® (HAAR). In 2016, the Jackson County Board of REALTORS® was acquired by HAAR.

ValleyMLS has a user count of approximately 5,100 and includes Participants and Subscribers from the Athens-Limestone Association of REALTORS®, Huntsville Area Association of REALTORS®, Marshall County Board of REALTORS®, and Morgan County Association of REALTORS®. These various Boards and Associations hold seats on the ValleyMLS Board of Directors.

102. ORGANIZATION

The Huntsville Area Association of REALTORS® (HAAR) is a trade organization whose primary members are licensed real estate professionals. As a primary member of HAAR, each REALTOR® also belongs to the Alabama Association of REALTORS® and the National Association of REALTORS®.

Membership in HAAR is voluntary and is open to active real estate licensees in the State of Alabama. As of September 2026, HAAR has approximately 3,800 members and is the second-largest association in the state. The total Membership consists of primary REALTOR® members, secondary REALTOR® members, primary affiliate members, secondary affiliate members, and appraiser members. The approximate numbers for each as of September 2026

- 3,301 primary REALTORS®
- 286 secondary REALTORS®
- 176 primary Affiliates
- 14 secondary Affiliates

There are approximately 190 companies which offer services to real estate practitioners as affiliate members of HAAR. These members may take advantage of many of the programs and services offered to REALTOR® members.

Members of HAAR subscribe to and uphold a strict Code of Ethics that governs their business behavior in all real estate transactions. The term “REALTOR®” is a licensed collective trademark which may be used only by members of the National Association of REALTORS® and its local associations.

ValleyMLS has become the most accurate and comprehensive home search site in North Alabama. Its aim is to efficiently provide Participants with innovative technology, accurate information, exceptional education, and superior support to facilitate consumers' real estate needs in a professional manner. ValleyMLS is routinely listed among the top and most-trafficked home search sites.

103. SERVICES

At all three levels of the REALTOR® organization, a variety of services are provided to members, including:

- Education Programs and Professional Designations
- Forms and Contracts
- Information Services: Websites, Publications, and Research Data
- Legislative and Political Advocacy
- Multiple Listing Services
- Dispute Resolution Programs
- Networking and Special Events
- Key and Lockbox Services

104. GOVERNANCE

HAAR is governed by a Board of Directors, elected by the membership. Programs are managed by Committees and Work Groups comprised of real estate professionals and staff.

105. CORPORATE STRUCTURE

Current corporations include:

• The Huntsville Area Association of REALTORS®	Charter: November 17, 1948
• Valley Multiple Listing Service	Incorporated: January 21, 1977
• 535 Monroe Street, LLC	Organized: February 16, 2024

106. HAAR 2020 – 2023 STRATEGIC PLAN (Approved February 2019)

MISSION STATEMENT
To inform, influence, and empower a thriving real estate market by focusing on education, advocacy, and connections.

GUIDING PRINCIPLES
HAAR

- Is the *Voice for Real Estate™* in Huntsville and the areas its members serve.
- Protects private property ownership and its associated rights.
- Commits to the highest standards of professional service.
- Recognizes that there are differences in business practices, real estate specialties, markets, and cultures within the Membership and is committed to respecting those differences.
- Govern and make decisions openly, inclusively, and transparently.
- Manages HAAR, ValleyMLS, and 535 Monroe resources effectively and transparently.
- Strives at all times to be a strategic, adaptive, and innovative organization.

STRATEGIC GOALS
HAAR strategic goals:

<u>KNOWLEDGE</u>

- Design advanced systems and programs to meet the evolving educational needs of members.

<u>PROFESSIONALISM</u>

- Develop and execute a plan to elevate professionalism beyond established ethical and regulatory requirements.

<u>HOUSING</u>

- Foster attainable housing by enriching partnerships with universities, businesses, and community organizations.

<u>COMMUNITY</u>

- Promote members' community engagement and volunteerism to strengthen consumer and community connections.

<u>EFFICIENCY</u>

- Explore collaborative approaches for Core Service delivery to enhance value and partnership opportunities

107. TERMINOLOGY AND DEFINITIONS

ORGANIZATIONS	
HAAR	Huntsville Area Association of REALTORS®, Inc., an Alabama non-profit corporation. (HAAR)
ValleyMLS	ValleyMLS is a separately incorporated Multiple Listing Service, the shares of stock of which are solely and wholly owned by HAAR
535 Monroe	A wholly owned entity of HAAR
AAR	The Alabama Association of REALTORS®, an Alabama non-profit corporation.
NAR	The National Association of REALTORS®, Inc., an Illinois corporation.
GENERAL	
Articles and Bylaws	Essential governing rules of HAAR and/or ValleyMLS adopted by Membership at-large (with the advice and/or recommendations of the Board of Directors).
Policy Manual	The Policy Manual is adopted and approved by the Board of Directors and contains various rules, regulations, policies, and procedures of HAAR and/or ValleyMLS, and may be, from time to time amended. In the event of a conflict between the provisions of the Bylaws and the provisions of the Policy Manual, the provisions of the Bylaws shall control to the extent of any such conflict. Ideally, the Policy Manual should be reviewed annually.
Rules of Order and Standing Rules	General rules governing the operation of HAAR and/or ValleyMLS are adopted by the Board of Directors (with the advice and/or recommendation of staff). HAAR recognizes the latest edition of *Robert's Rules of Order* as the authority governing all HAAR meetings. See Section 202.
Fiduciary Duties	The fiduciary duties of Directors of a non-profit corporation are the legal and ethical responsibilities that they have towards the organization. These duties include the duty of care, the duty of loyalty, the duty of obedience, the duty of accounting, the duty to maintain confidentiality, and the duty to act in good faith. Fiduciary responsibility is the legal and ethical obligation of the Board of Directors to act in the best interest of the organization they serve. • Duty of Care: Officers and Directors must act with the level of care that a reasonably prudent person would use in similar circumstances. This includes being informed before making decisions, reviewing relevant materials, participating in meetings, and asking questions when necessary. • Duty of Loyalty: Officers and Directors must act in the best interest of the Association rather than for personal benefit or the benefit of others. Conflicts of interest should be disclosed, and individuals should recuse themselves from decisions where they may have personal or financial interests. • Duty of Obedience: Officers and Directors are required to follow the Association's governing documents, including bylaws and policies, and ensure actions comply with applicable laws and regulations. They must ensure that the organization stays true to its mission and stated purposes. • Duty of Accounting: Officers and Directors are required to accurately track, record, and report all financial transactions, assets, and income/expenses for the organization. This ensures transparency, proper management of funds, and adherence to legal standards. • Duty to Maintain Confidentiality: Information obtained through Board service should be treated as confidential and not shared outside the organization unless authorized. This protects the integrity and trust necessary for organizational governance.

	• Duty to Act in Good Faith: All decisions should be made honestly, fairly, and with the belief that they are in the best interest of the Association. Officers and Directors should avoid actions that could harm the organization's reputation or functioning. By adhering to these fiduciary duties, Officers and Directors help ensure that the Association is well-governed, legally compliant, and aligned with its mission. Strong governance builds credibility, trust, and long-term organizational success.
Position Statements	Descriptive narratives, sometimes including recommendations outlining the concerns and/or views of the Association members on current issues adopted by the Board of Directors in session (with the advice and/or recommendation of the staff).
Programs	Events or activities relating to the Association adopted by the Board of Directors and aligned with the Strategic Plan (with the advice and/or recommendation of staff).
Policies	General or fundamental principles relating to Association and/or MLS involvement adopted by the members of the Board of Directors (with the advice and/or recommendation of staff). Policies provide prescribed governance guidance to the Board's decision-making.
Procedures	The detailed explanations, directions or actions created and applied by staff to implement Board or Membership adopted articles, Bylaws, rules, positions, programs, and Policies. They address how, when, by whom, and the cost to accomplish these efforts.
MEMBERSHIP	
Primary Member	A member who pays NAR, State, and Local dues through one association. Should the member choose to join as a secondary member (below), the member pays local dues only to the secondary association.
Secondary Member	Membership shall be available in a secondary association on terms and conditions no more stringent than the requirements established in the Association's Bylaws for REALTOR® membership. The privileges of membership shall be the same including the right to vote and hold office. Membership will be granted to individuals who hold REALTOR® membership in their primary board without any requirement that the designated REALTOR® they are licensed or affiliated with hold membership in the secondary board. However, MLS services will only be available if the designated REALTOR® participates in the MLS. Board dues shall not include a national allocation since NAR dues have been paid through the member's primary board. A state allocation may only be included if the member's primary board is in a different state.
Member in Good Standing	A member in good standing means member satisfies the "Obligations of REALTOR® Members," is current with all financial and disciplinary obligations to the association and MLS, has completed any new member requirements, and complies with NAR's trademark rules.
Business Days	Business days are defined as Monday-Friday from 9:00 am - 5:00 pm Central Time, excluding all holidays that fall on Monday - Friday.
BOARD OF DIRECTORS	
Directors	Generally, under state corporate laws, a director is a member of the Board of Directors and has a vote on each matter before the board. Individually, a Director has almost no inherent powers, except for the right to vote, to inspect the corporation's documents and properties, and to receive certain reports.

	Collectively, Directors are the ultimate authority of the corporation. While an individual Director may have limited powers with respect to controlling the affairs and activities of the corporation, a Director has substantial responsibilities with respect to contributing to the collective board's control of the corporation's affairs and activities. These responsibilities arise from a Director's fiduciary duties as codified in a state's corporate laws.
OFFICERS	In addition to being a Director with voting rights, Officers each have individual duties related to overseeing some aspects of the corporation's activities and affairs. Such duties are described in this Policy Manual and/or a written position description and defined in part by custom.
Chief Executive Officer	The Chief Executive Officer (CEO) is the highest-ranking staff executive in the organization. The CEO oversees the organization's administrative staff, operations, finances, strategic planning, member services, and public relations. The CEO reports to the Board of Directors, and implements the Policies and Directives authorized by the Board of Directors. The CEO serves as an ex officio, non-voting member of the Board of Directors.
Executive Committee	The Executive Committee is comprised of the HAAR President, HAAR President-Elect, HAAR Immediate Past President, HAAR & ValleyMLS Treasurer, and the ValleyMLS President. The CEO shall be an ex-officio, non-voting member.
COMMITTEES	
Standing Committee - Permanent	A group that addresses overarching goals, strategies, programs, and basic capacities through its own direct action or by the creation of subcommittees or Work Groups to accomplish its work. Specified in the Bylaws
Ad-hoc Committee - or Task Force	A temporary group of people who are brought together to perform a specific task or solve a problem. The term "ad hoc" means "as needed."
Subcommittee	A group within a Standing Committee that performs an ongoing function with a specific objective or issue in mind.
Work Group	A group of members that are called together for a limited period to address a specific issue, trend, strategy, or problem of immediate consequence to the members, the Association, or the local industry.
Presidential Advisory Group	A group to consider an issue and make recommendations to the President when a specific need for research or other information arises. The President may or may not act resulting from the group's report. A PAG may also be called together for a limited time to provide research, guidance or support on activities primarily handled by staff.
Committee Chair	The presiding Officer of a Committee (standing or ad hoc). Appointed by the incoming President for the year they will be serving.
Committee Co-Chair	Handles Committee governance when the Chair is unable to or delegates responsibilities to the Co-Chair. Appointed by the incoming President-Elect, subject to ratification by the Board.
Committee Reports	Committee reports and recommendations are to be presented directly to the Board of Directors in-person by a designated member of the committee.

SECTION 2. GOVERNANCE POLICIES

In addition to being a Director with voting rights, Officers each have individual duties related to overseeing some aspects of the corporation’s activities and affairs. Such duties are described in this Policy Manual and/or a written position description and defined in part by custom.

201. DEFINITION AND ROLE OF THE HAAR BOARD OF DIRECTORS

The Bylaws of the Huntsville Area Association of REALTORS® define the HAAR Board of Directors as the association's governing body.

A basic rule is that the legal entity, rather than the Board of Directors, is the holder of legal power. The powers of the Directors are not inherent in them but in the organization of such. The principle exists that Directors exercise the powers of the organization, but do not own it. Thus, the Board of Directors has the power and duty to carry on whatever transactions the Association or corporation itself has the power to carry on, so long as it is exercised lawfully and in lawful transactions.

In extraordinary matters, the Board of Directors may not govern, and the will of the General Membership must rule. In such matters as amendments to the Articles of Incorporation, dissolution, merger of the corporation, or matters of like importance, the power of decision usually rests with the voting members.

Within the respective purpose and power of HAAR, the Directors are free to change the Bylaws, subject to approval by the members, in compliance with the HAAR Bylaws. NAR-mandated Bylaws and NAR-mandated Policy amendments do not require membership ratification.

The HAAR Board of Directors shall always have the utmost interests of HAAR in mind. The HAAR Board shall avoid any activity that may serve their personal interests and should never assume any position that brings their personal interests into conflict or competition with the interests of HAAR.

The HAAR Board of Directors shall strictly adhere to the HAAR Officers and Directors' Responsibilities, HAAR Directors Code of Conduct, and Agreement to Serve documents. Members of the Board of Directors are required to sign these documents to serve.

The Board of Directors of HAAR serves several critical functions:

1. Setting policies and strategic direction
2. allocating resources effectively and efficiently and
3. evaluating the progress being made to ensure that the Policies are adhered to and that the desired outcomes are achieved.

The Board of Directors of HAAR further endeavors to:

- Understand and follow all legal requirements of the organization, including adherence to fiduciary duties. Understand that non-compliance may be a cause of action for removal from the Board as outlined in Section 9.6 in the HAAR Bylaws.
- Communicate with the members to ensure an understanding of members’ business requirements and the need for enhancement of member benefits.
- Define, communicate, monitor, and refine organizational values, policies, goals, and objectives.
- Define the essential deliverable products and services.
- Operate within the limits defined by relevant statutes and each organization’s Bylaws.
- Plan for volunteer succession.
- Demonstrate leadership by embracing the spirit of volunteerism.
- Promote the real estate industry and organized real estate.

In carrying out the duties of an Officer or Director, the person holding that office will receive, review, and possess sensitive and confidential information regarding various financial, legal, and other aspects of the

Association and its affiliated entities. The Officer or Director shall have a duty not to disclose confidential information and shall memorialize these confidentiality obligations by executing a confidentiality agreement before commencing service as an Officer or Director.

202. STANDING RULES OF THE BOARD OF DIRECTORS

The HAAR Bylaws are adopted and are amended by the Board of Directors and ratified by the Membership, as required. HAAR recognizes the latest edition of *Robert's Rules of Order* as the authority governing all HAAR meetings in all instances wherein its provisions do not conflict with the governing documents.

Standing rules may also be adopted at any regular or special meeting. These are rules which relate to the details of the Board of Directors meetings of HAAR, rather than to parliamentary procedure.

HAAR is subject to all provisions of local, state, and national law and regulation applying to professional, trade, tax-exempt, non-profit 501c (6) corporations.

Additional NAR organizational documents of particular significance to HAAR include the following Membership-related statements: NAR mandatory Bylaws provisions or Policies (as amended), Code of Ethics (as amended), and Core Standards (as amended). The composition and the general authority of the HAAR Boards of Directors shall be as specified in their Bylaws.

A. Meetings of the Board of Directors shall be held monthly at designated times and places, as specified in the Bylaws, and set by the Executive Committee. The President shall prepare Board of Directors meeting agendas with input from the assigned staff liaison.
B. The HAAR President shall be the presiding officer of the HAAR Board of Directors meetings. The presiding officer only votes in the event of a tie.
C. Only the Officers and voting Directors of the Board of Directors may vote on issues at their meetings. Visitors may participate in discussions on issues only when recognized by the HAAR President.
D. Only voting Board members, the Chief Executive Officer (CEO), and Association Counsel may attend Executive Sessions, unless the Executive Committee grants an exception. The CEO, as an ex-officio non-voting member of the Board, shall attend Executive Sessions unless the session pertains to the CEO's performance, compensation, conduct, or unless the Board votes otherwise. Association Counsel may attend Executive Sessions at the discretion of the Board, particularly when legal advice or guidance is required. If an Executive Session is convened without staff present, the Treasurer shall record the confidential minutes and submit them to Association Counsel within 48 hours of the meeting.
E. Minutes shall be required for all meetings of the Boards of Directors. Minutes of all meetings will be recorded, approved by the Board of Directors at the next meeting, and kept on record.
F. Policies may be adopted, revised, deleted, or suspended by the Board of Directors in a meeting with advance notice. Non-mandatory changes to Bylaws (those not mandated by NAR) are subject to approval/ratification by the Membership. Adopted policies shall not conflict with the Bylaws and shall be immediately included in the Policy Manual. The updated Policy Manual shall be published to the membership within two (2) business days of approval by the Board of Directors.
G. Elections for Officers and Directors shall be as specified in the Bylaws and/or this Policy Manual.
H. Any vacancy of a sitting Director during a calendar year shall first be offered to the candidate who received the next highest number of votes in the most recent election for the same category of director, provided they remain eligible and willing to serve. If no such candidate is available, the President shall appoint, with approval of the Board of Directors, a person to fill the open position for the unexpired portion of the term.
I. In the case of a vacancy of the President, the President-Elect becomes the acting President and will fulfill the unexpired term and then ascend to the role of President for the term for which they were elected. Should the President-Elect become acting President, the office of President-Elect will remain vacant for the duration of the acting Presidency.
J. A vacancy in the President-Elect and/or Treasurer position, the President shall appoint, with approval of the Board of Directors, a person to fill the open position for the unexpired portion of the term.

K. The Officers, and on occasion, the Directors, may be asked to serve as official spokespersons for the organizations. As such, every volunteer leader can be embarrassed or enhance the reputation of HAAR and therefore has an important responsibility not to speak on behalf of either organization without permission from the Executive Committee to do so.
L. All Officers and Directors must sign the HAAR Officers and Directors' Responsibilities, HAAR Code of Conduct, and Agreement to Serve documents in order to serve.
M. All Officers and Directors must sign a Confidentiality Agreement which outlines a volunteer leader's fiduciary duties to the organization. The Confidentiality Agreement includes policy statements on the Non-Use of Confidential Information, Return of Business Records and Property, Conflict of Interest, Antitrust, Harassment, Volunteer Code of Conduct, Whistleblower, Substance Abuse on Company Property, and Third-Party Information.

203. COMPOSITION AND RESPONSIBILITIES OF THE HAAR EXECUTIVE COMMITTEE

In 2026, the Executive Committee shall be comprised of the elected and appointed Officers: HAAR President, HAAR Immediate Past President, HAAR President-Elect, HAAR Vice-President, Treasurer, ValleyMLS Chair, and ValleyMLS Co-Chair. The CEO is an ex officio, non-voting member of the Executive Committee and Board of Directors.

Effective 2027 and thereafter, the Executive Committee is comprised of the elected Officers: HAAR President, HAAR President-Elect, HAAR Immediate Past President, Treasurer, ValleyMLS President, and the Chief Executive Officer. The Officers are voting members of the Executive Committee. The Chief Executive Officer is an ex-officio, non-voting member of the Executive Committee and Board of Directors.

The Executive Committee shall have such authority as the HAAR Boards of Directors may, from time to time, grant it, consistent with the Bylaws and these Policies. The President shall serve as the Chair of the Executive Committee.

Responsibilities:

1. The Executive Committee shall appoint and remove the Chief Executive Officer subject to the terms of any employment agreement entered into between the Association and the CEO. The Board of Directors shall ratify any appointment or removal.
2. It is part of the Executive Committee's fiduciary responsibility to monitor and evaluate the CEO's performance. Monitoring and evaluating the CEO's performance is synonymous with assessing the organization's performance against the Association's Governing Policies, Strategic Plan, Annual Budget and other Association policies and objectives. The monitoring and evaluation shall be conducted in accordance with good governance, appropriate legal standards and relevant standards of fiscal accountability.
3. Pursuant to the Association's policies and procedures, and the CEO's employment agreement; and to provide timely and focused input to the CEO, each year the Executive Committee shall evaluate the CEO's progress towards the Association's key performance areas, with input from the Board of Directors, including but not limited to the Association's Strategic Plan, Annual Budget, and Governing Policies.
4. The CEO's employment agreement is reviewed and adjusted, as needed, by the Executive Committee. Any extensions of the contract must be ratified by the Board of Directors.

204. COMPOSITION OF THE HAAR BOARD OF DIRECTORS

The HAAR Board of Directors is composed of the following members:

A. Officers (5):
The Officers of HAAR shall consist of a HAAR President, HAAR President-Elect, Treasurer, ValleyMLS President, and the HAAR Immediate Past President. The duties and responsibilities of the ValleyMLS President are spelled out in the ValleyMLS Policy Manual.

The Officers are voting members of the Board of Directors. No Officer shall be permitted to hold more than one HAAR or ValleyMLS office at any one time.

B. HAAR Directors

- 12 at-large Directors (elected, voting)
- Association Chapter Directors (appointed by the Chapter, voting)
- Affiliate Director: (appointed by incoming president with approval by the Board of Directors, voting)
- Huntsville/Madison Co. Builders Association Director (ex-officio, non-voting)
- Chief Executive Officer (ex-officio, non-voting)

205. DUTIES AND RESPONSIBILITIES OF THE HAAR PRESIDENT

TERM OF SERVICE: One (1) Year, commencing on January 1 after election.

STAFF LIAISON: CEO

SELECTION: The HAAR President automatically ascends from the office of President-Elect.

BASIC ELIGIBILITY: Must be a Primary REALTOR® member in "good standing" with both HAAR and ValleyMLS for the entirety of their term.

BASIC FUNCTION: The HAAR President provides leadership and guidance for the Board in aligning all decisions and actions with the association's mission, vision, and values.

The President makes sure the association complies with relevant laws, regulations as well as the association's own policy and bylaws.

The HAAR President shall preside at Executive Committee meetings and those of the HAAR Board of Directors and shall perform all the duties of the President in line with declared Policies. The President shall serve as a voting Officer of the HAAR & ValleyMLS Boards of Directors and adhere to all duties and responsibilities of holding such office. The President shall serve as a Director for the Alabama Association of REALTORS® and as a Director for the National Association of REALTORS® during his or her term of office.

SPECIFIC RESPONSIBILITIES:

1. The President shall preside at all meetings of the Board of Directors and the membership. The president shall not vote on any matter except in the case of a tie, wherein the President may cast the deciding vote.
2. The President provides leadership and guidance for the Board to reach HAAR's strategic goals.
3. The President should be familiar with the HAAR Bylaws, Policies, strategic plan, and annual budget.
4. The President may serve as one of the authorized signatories for the financial accounts, if needed.
5. The President shall develop the draft agenda with input from the assigned staff liaison.
6. The President attends and presides at all Executive Committee meetings, General Membership meetings, and Board of Directors meetings.
7. The President shall serve as an ex-officio, voting member of the HAAR & ValleyMLS Finance Committee.
8. The President shall serve as an ex-officio, non-voting, Officer liaison to the Awards Work Group.

9. The President may appoint any HAAR Work Group or PAG they deem necessary. Work Groups are subject to ratification by the HAAR Board of Directors.
10. The Executive Committee shall annually oversee the CEO performance evaluation in consultation with the Board of Directors.
11. The President must attend the annual Leadership Training and Development.
12. The President assists in preparing the President-Elect to ascend to the Presidency the following year.
13. The President shall attend and represent HAAR at meetings of the State Association, National Association, Industry Conferences, and any other meetings approved by the Officers and Directors, pursuant to the travel policy and within the constraints of the budget.
14. The President should have a working knowledge of parliamentary rules, as outlined in *Robert's Rules of Order.*
15. The incoming President shall appoint the committee chairs, and the incoming President-Elect shall appoint co-chairs that will serve during their term as president. All appointments are subject to confirmation by the Board of Directors.
16. The President shall perform all other duties prescribed by the Bylaws, Policies, the Board of Directors, and applicable laws.

206. DUTIES AND RESPONSIBILITIES OF THE HAAR PRESIDENT-ELECT

TERM OF SERVICE: One (1) Year, commencing on January 1 after election.

STAFF LIAISON: Director of Communications & Government Affairs

SELECTION: The HAAR President-Elect is elected annually by the REALTOR® Membership.

BASIC ELIGIBILITY: At the time of induction, must have served for one (1) year on the HAAR or ValleyMLS Board of Directors out of the last three (3) years or four (4) full years out of the last six (6) as a Director for the HAAR or ValleyMLS Board of Directors. Must have served on a HAAR committee or workgroup one (1) out of the last five (5) years and must be a Primary REALTOR® member in "good standing" with both HAAR and ValleyMLS for the entirety of their term.

BASIC FUNCTION: Assumes all responsibilities of the President in his or her absence and assists the President in carrying out the functions of that office and performs specific duties delegated by the President or assigned by the HAAR Board of Directors. The President-Elect shall serve as a voting Officer of the HAAR & ValleyMLS Boards of Directors and adhere to all duties and responsibilities of holding such office. The President-Elect shall serve as a Director for the Alabama Association of REALTORS® during his or her term of office.

SPECIFIC RESPONSIBILITIES:

1. The President-Elect shall serve on the Executive Committee as a voting Officer.
2. The President-Elect should be familiar with the HAAR Bylaws, Policies, strategic plan, and annual budget.
3. The President-Elect shall perform all duties assigned by the President.
4. The President-Elect should be involved in as many HAAR Work Groups as possible to gain an understanding of how the Association works.
5. The President-Elect shall serve as a voting member of the Finance & Budget Committee.
6. The President-Elect shall serve as the voting Chair of the REALTOR® Gala Work Group.
7. The President-Elect shall serve as an ex-officio, non-voting, Officer liaison to the ARPAC Committee.
8. The President-Elect shall serve as an ex-officio, non-voting, Officer liaison to the Education Committee.
9. The President-Elect attends all Executive Committee meetings, General Membership meetings, Board of Directors meetings, and any meetings requested by the President.
10. The President-Elect may provide input to the CEO on the selection of speakers for Membership Meetings.

11. The President-Elect meets and introduces guest speakers at Association Meetings.
12. The President-Elect shall attend meetings of the State Association, National Association, Industry Conferences, and any other meetings approved by the Officers and Directors, pursuant to the travel policy and within the constraints of the budget.
13. The President-Elect must attend the annual Leadership Training and Development.
14. The President-Elect should have a working knowledge of parliamentary rules, as outlined in *Robert's Rules of Order.*
15. The President-Elect shall have input into crafting the agenda for Board of Director meetings.
17. The President-Elect shall perform all other duties prescribed by the Bylaws, Policies, the Board of Directors, and applicable laws.

207. DUTIES AND RESPONSIBILITIES OF THE HAAR & VALLEYMLS TREASURER

TERM OF SERVICE: One (1) Year, commencing on January 1 after election.

STAFF LIAISONS: CEO and Director of Finance

SELECTION: The HAAR & ValleyMLS Treasurer is elected every year by the General Membership

BASIC ELIGIBILITY: At the time of induction, the Treasurer must have served for two (2) full years as a Director of the HAAR and/or ValleyMLS Board of Directors out of the last five (5) years and served for one (1) full year out of the last two (2) years as a member of the Finance Committee. They must be a Primary REALTOR® member in "good standing" with both HAAR and ValleyMLS for the entirety of their term.

BASIC FUNCTION: The Treasurer is responsible for reviewing the financial statements of HAAR, ValleyMLS, and 535 Monroe to ensure the financial health of the organizations. The Treasurer shall serve as a voting Officer of the HAAR & ValleyMLS Boards of Directors and adhere to all duties and responsibilities of holding such an office.

SPECIFIC RESPONSIBILITIES:

1. The Treasurer shall serve on the Executive Committee as a voting Officer.
2. The Treasurer shall serve as the voting Chair of the Finance & Budget Committee.
3. The Treasurer should be familiar with the HAAR Bylaws, HAAR Policy, ValleyMLS Bylaws, ValleyMLS Policy, ValleyMLS Rules & Regulations, strategic plans, and annual budgets.
4. The Treasurer, with input from the Finance Committee and staff, prepares a budget for the upcoming year for:
   - Presentation to the Board of Directors at the August or September meeting.
   - Presentation to the General Membership at the annual meeting in October.
5. The Treasurer works with the CEO, the Director of Finance, and the Finance & Budget Committee to review the annual budget for HAAR and present it to the HAAR Boards of Directors and membership for approval at the annual meeting.
6. The Treasurer shall present a written Treasurer's Report at each regularly scheduled Board of Directors meeting.
7. The Treasurer will present a written quarterly financial report for approval at the next monthly Board of Directors meeting following the end of the quarter.
8. The Treasurer may serve as one of the authorized signatories for the financial accounts, if needed.
9. The Treasurer attends all Executive Committee meetings, General Membership meetings, Board of Directors meetings, and any meetings requested by the President.
10. The Treasurer shall attend meetings of the State Association, National Association, Industry Conferences, and any other meetings approved by the Officers and Directors pursuant to the travel policy and within the budget constraints.
11. The Treasurer must attend the annual Leadership Training and Development.

12. The Treasurer should have a working knowledge of parliamentary rules, as outlined in *Robert's Rules of Order.*
13. The Treasurer shall perform all other duties prescribed by the Bylaws, Policies, the Board of Directors, and applicable laws.
14. The Treasurer shall record confidential minutes during Executive Sessions and submit for approval at the next Board of Directors meeting. Minutes are kept on file at the HAAR Office.

208. DUTIES AND RESPONSIBILITIES OF THE HAAR IMMEDIATE PAST PRESIDENT

TERM OF SERVICE: One (1) Year, commencing on January 1 after election.

BASIC ELIGIBILITY: Must be a Primary REALTOR® member in "good standing" with both HAAR and ValleyMLS for the entirety of their term.

BASIC FUNCTION: The Immediate Past President shall serve on the HAAR Executive Committee and serve in an advisory and supportive capacity, ensuring leadership continuity and offering institutional knowledge.

SPECIFIC RESPONSIBILITIES: Attend all scheduled Board Meetings.

209. DUTIES AND RESPONSIBILITIES OF HAAR AT-LARGE ELECTED DIRECTORS

TERM OF SERVICE: Two (2) Year staggered terms, commencing on January 1 after election.

SELECTION: Twelve (12) At-Large Directors shall be elected from the HAAR Membership. Each At-Large Director shall serve in such office for a staggered term of two (2) years. One-half of the Directors at-large shall be elected each year.

BASIC ELIGIBILITY: At the time of induction, each at-large Director candidate must have served on a HAAR or ValleyMLS committee or workgroup one (1) out of the past five (5) years. They must be a Primary REALTOR® member of HAAR in "good standing" with both HAAR and ValleyMLS for the entirety of their term.

BASIC FUNCTION: An At-Large Director shall represent the interests of HAAR's members and key stakeholders to the Board of Directors, and vice versa. The At-Large Directors are voting members of the Board of Directors.

SPECIFIC RESPONSIBILITIES:

1. Prepare for, attend, and participate in all meetings of the HAAR Board of Directors.
2. Approve the strategic plan, annual budget, and governance Policies.
3. Promote the value of the REALTOR® organization to members and key stakeholders.
4. Volunteer and accept assignments as prescribed by the President and the Board of Directors, and complete them in a thorough, timely manner.
5. Attend all General Membership meetings, Board of Directors meetings, and any meetings requested by the President.
6. Assess his or her own performance as a Board member.
7. Review all communications received pertaining to HAAR, ValleyMLS, and 535 Monroe.
8. Assist in the identification of new volunteers.
9. Respond promptly and in an appropriate manner to all communications pertaining to HAAR.
10. Have a working knowledge of parliamentary rules, as outlined in *Robert's Rules of Order.*
11. Must attend the annual Leadership Training and Development.
12. Shall perform all other duties prescribed by the Bylaws, Policies, the Board of Directors, and applicable laws.
13. Act in good faith, with ordinary care in the best interests of the Association.
14. Take a substantial role in monitoring and evaluating organizational performance and effectiveness.
15. Promote interest, engagement, and active participation in the Association by the Association's members.

16. Maintain a working knowledge of the Bylaws, Governing Policies and Strategic Plan.
17. Make a reasonable effort to attend Association-sponsored events within the industry, including but not limited to general membership meetings, forums, Realtor EXPO, and Realtor Gala.
18. Respect the majority decision of the Board of Directors.
19. Comply with the confidentiality provisions of these Governing Policies.
20. The Board of Directors will govern with a style that emphasizes outward vision, diversity of viewpoints, strategic thinking, and proactive thinking.
21. The Board of Directors will recognize the relationship between volunteers and staff where Directors make policy decisions, and the staff has the responsibility of ensuring the policies and directives are carried out according to the Association's Strategic Plan

210. DUTIES AND RESPONSIBILITIES OF APPOINTED AND EX-OFFICIO DIRECTORS

TERMS OF SERVICE: 1 Year

SELECTION:

A. **Affiliate Director**: One (1) At-Large Director shall be appointed by the incoming President, and ratified by the Board of Directors, from the Affiliate members of HAAR for a one (1) year term, commencing on January 1 after appointment. The Affiliate Director shall be a voting Director.

B. **Association Chapter Directors**: Annually, each Chapter that has merged their Association with HAAR will appoint an ex-officio Director to serve a one (1) year term, commencing on January 1 after appointment. A Chapter Director shall be a voting member of the Board.

C. **Huntsville/Madison Co. Builders Association Director:** There shall be one (1) non-voting reciprocal Director between HAAR and the Huntsville/Madison County Builder's Association with each organization selecting such Director.

D. **Chief Executive Officer of HAAR and ValleyMLS**: The Chief Executive Officer shall serve on the HAAR Board of Directors as an ex-officio, non-voting member.

SPECIFIC RESPONSIBILITIES: See *Specific Responsibilities of an At-Large Director in section 209.*

211. RESPONSIBILITIES OF THE CHIEF EXECUTIVE OFFICER

Purpose:

The purpose of the Chief Executive Officer (the CEO) is to:

1. Serve as the most senior staff person of the Association charged to promote the efficient and full operations of the Association and establish sound internal controls to carry out the Board of Directors' written policies and established objectives, including that the Association meets its vision as defined in the Strategic Plan. The CEO shall have the right to appoint and remove all other Association Staff.
2. Establish personnel policies applicable to Association staff that include policies prohibiting unlawful discrimination, harassment and retaliation and provide a process for staff to report concerns or complaints.
3. Ensure that the Association has adequate human resources support to ensure compliance with legal and regulatory requirements.
4. Operate with personnel procedures to clarify employment rules for staff, provide for effective handling of grievances, and protect against wrongful conditions.
5. Consistent with the Association's Whistleblower Protection Policies, create an environment that allows staff to come forward with credible information on illegal practices or serious violations of adopted

policies of the organization, protects the person from retaliation, discrimination, harassment and identifies where or to whom such information can be reported.

6. Perform all other duties required pursuant to the HAAR and ValleyMLS Bylaws and Policies.
7. Implement policies, plans, and procedures for the administration, organization, and operation of HAAR, ValleyMLS and 535 Monroe.
8. Supervise and direct all staff, consultants, and professional services providers of HAAR, ValleyMLS and 535 Monroe.
9. Purchase materials and services according to applicable laws and HAAR, ValleyMLS, and 535 Monroe procedures.
10. Oversee the facilities of HAAR, ValleyMLS, and 535 Monroe and safeguard all corporate assets.
11. Put in place and maintain effective security measures to ensure the safety of the staff.
12. Execute all vendor contracts and other documents for the transaction of business on behalf of HAAR, ValleyMLS, and 535 Monroe, with approval by the Board of Directors.
13. With input from the HAAR President and/or ValleyMLS President, prepare the respective agendas for Board of Directors and Executive Committee meetings; when possible, attend meetings of HAAR and ValleyMLS Committees and Work Groups.
14. Supervise, manage, and maintain the offices of HAAR, ValleyMLS, and 535 Monroe.
15. Plan the annual Leadership Training and Development, in consultation with the Executive Committee.
16. Attend meetings of the State Association, National Association, Industry Conferences, and any other meetings and/or educational conferences approved by the Officers and Directors, pursuant to the travel policy and within the constraints of the budget.
17. Be one of the signatories on all bank accounts of the Association.
18. Provide guidance to the Executive Committee, the Boards of Directors, and the Membership of HAAR, ValleyMLS, and 535 Monroe on matters of business, corporate strategy, and industry best practices.
19. Cause the Association to obtain and maintain insurance against theft and casualty losses consistent with usual and customary practices to ensure replacement value and against liability losses to the Association, Directors, Officers, and staff in amounts greater than the average for comparable organizations based on the advice of the Association's outside insurance specialists selected with Board of Directors' approval or authorization.
20. The Chief Executive Officer shall report to the Board of Directors and serve as the Chief Executive Officer of the Association and shall attend all meetings of the Board of Directors. The Chief Executive Officer shall have the right to appoint and remove all Association staff. The Chief Executive Officer shall also have such other duties as are set forth in the Bylaws and the governing policies of the Association and as may be assigned by the Board of Directors from time to time.

Delegation of Authority:

1. Perform, personally or through appropriate delegation to staff, the duties set forth in Bylaws, Policies, the Strategic Plan, the CEO's written contract for employment, and any written policy or directive adopted or amended from time to time by the Board of Directors.
2. Report to and be accountable and responsible to the Board of Directors. The Board of Directors may continue to exercise all powers and authority available to it.
3. All directives and authority given to the CEO by the Board of Directors shall be delegated to the Association staff only as appropriate, in the CEO's reasonable judgment, and the CEO shall be responsible for any such actions delegated to the Association staff.
4. The Board of Directors may amend or adopt changes to the Strategic Plan, Annual Budget and these Governing Policies from time to time which may result in changes in the CEO's responsibilities and authority.

5. Only decisions of the Board of Directors acting as a body are binding upon the CEO. Directives or instructions of individual Directors, Officers or Committee/Task Forces are not binding on the CEO except in rare instances when the Board of Directors has specifically authorized such exercise of authority and the CEO has so been informed.

212. NOMINATIONS AND ELECTION OF HAAR OFFICERS AND AT-LARGE DIRECTORS

The election or appointment of the HAAR Officers and Directors is as specified in the HAAR Bylaws 9.4 and expounded below.

The Nominating Committee shall interview all eligible candidates and select one (1) or more qualified members for each open Officer and At-Large Director position to be filled on their respective Board of Directors. No individual may be placed in nomination unless and until that individual has been approved for such nomination by the Nominating Committee and has agreed to serve if elected. Only members of the Nominating Committee and interviewees are to be present during the nomination process and interview.

In event there is not enough qualified members who have agreed to serve for the open positions, the incoming President shall appoint, with approval of the Board of Directors, a person to fill the open position prior to the induction of Officers and Directors.

A. <u>Nominating Committee Appointment by the Board of Directors</u>

The Nominating Committee shall be composed of the following seven (7) members:

- Three (3) Past Presidents of HAAR
- Two (2) Qualifying Brokers: one representing a firm with 75 or more agents and one representing a firm with less than 75 agents.
- Two (2) At-Large Members elected by the general Membership prior to June 15

At least two (2) Months before the annual election, the Board of Directors shall vote to appoint the three (3) Past Presidents and the two (2) Brokers from the list who have submitted their names and a desire to serve. The two (2) at-large members shall be nominated and elected by membership prior to June 15.

The at-large members shall not be from the same company. Once selected, the Nominating Committee will select their chair. Any candidates seeking office are not eligible to serve on the Nominating Committee.

Additionally, if a Nominating and Election Committee member has any conflict of interest with any of the potential candidates, they must immediately disclose this and recuse themselves from any interview or discussion with that candidate.

B. <u>Election Committee Appointment by the Board of Directors</u>

An Election Committee within a Board of REALTORS® is crucial in ensuring that elections for board positions are conducted fairly, transparently, and in alignment with the organization's governing documents. The specific duties of this committee typically include:

- Review upcoming expiring terms to determine the seats on the Board of Directors.
- Supervise the voting process to ensure adherence to established procedures.
- Reporting Election Results and communicating results to the board and membership.

Three (3) at-large members are selected and voted on by the HAAR Board of Directors at the same meeting when selecting the Nominating Committee. The committee shall name their chair.

The Election Committee will meet two (2) months (mid-July) before the annual election to discuss the opening seats on the Board of Directors and the expiring terms of directors. They will also review those who are not eligible to run for re-election. The findings will be presented to the Nominating Committee.

An email will be sent to all HAAR members who are eligible to vote. This email will inform the membership of the upcoming two-week period that will allow them to submit applications to the designated staff member for consideration to be nominated and be placed on the Board Election Slates. This email shall also notify the members of the election timeline. This email must be emailed by the third Friday in July to stay within the election timeline.

C. <u>Submission of Applications</u>
All eligible members may submit an application, either for themselves or another eligible member willing to serve, to the Association office in the first two weeks of August. These applications will be forwarded to a designated member of staff. Once all applications have been received, they will be submitted to the Nominating Committee for official review.

D. <u>Access to Volunteer Records for Candidates</u>
Transparency and fairness are core to our election process. Any member seeking election to any position within HAAR and/or ValleyMLS shall be granted full and accurate access to their volunteer service records maintained by the Association for the previous 3 years.

- This includes documented participation in committees, leadership roles, and any other official volunteer engagement.
- Requests will be processed promptly upon request to ensure candidates are accurately represented.
- No candidate shall be denied access to their own records under any circumstances.

This policy is designed to promote equal opportunity, factual representation, and confidence in the integrity of the election process.

E. <u>Nominating Committee Report and Notice</u>
The Nominating Committee aims to identify, vet, and nominate one (1) or more qualified candidates on the board for open leadership positions (officers, directors, etc.). Only members of the Nominating Committee and interviewees are to be present during the nomination process and interview.

Key Responsibilities

- Evaluate leadership potential, ethics, experience, and involvement in the association.
- Recommend a slate of officers and a slate of directors.
- Ensure diversity, transparency, and compliance with association rules, policies and bylaws.

Timeline

1. The Nominating Committee will meet in mid-August to review the submitted applications and verify eligibility to serve in preparation for candidate interviews.
2. The Nominating Committee will hold candidate interviews for all applicants the following week. Interviews will be held in-person unless otherwise approved by the committee in the event of extenuating circumstances.

3. The Nominating Committee will meet the following week to determine the slates of Officer candidates, which will be presented to a designated member of staff and the Election Committee Chair. Candidates will be notified of selection at this time.
4. On the Friday following the Nominating Committee meeting, an email will be sent to HAAR Primary and Secondary REALTOR members eligible to vote, announcing the slate of Officers and reminding them of the upcoming Officer election. This email must be sent to members at least three weeks before the start of the Officer election.
5. The Nominating Committee will meet within four (4) business days of the Officer election to determine the slate of Director candidates, which will be presented to a designated member of staff and the Election Committee Chair. Candidates will be notified of selection at this time.
6. On the Friday following the Nominating Committee meeting, an email will be sent to the HAAR Primary and Secondary REALTOR members eligible to vote, announcing the final slate of Directors and reminding them of the upcoming Director election. This email must be sent to members at least three weeks before the start of the Director election.

F. <u>Petition</u>

A Petition Period for additional candidates will be open for one (1) week after the email of the slate for each election has been sent.

Additional candidates for the offices to be filled may be placed in nomination by petition signed by at least ten percent (10%) of the REALTOR® Members. Not more than thirty percent (30%) of the file required signatories may be Members of the same company. The petition shall be filed with the designated staff member and Nominating Committee Chair at least fourteen days (14) days before the election, with no less than one (1) week written notification to the membership. Petition results will not be allowed to override the minimum eligibility standards. No member shall be denied the right to petition should they meet the minimum eligibility standards. The Nominating Committee shall verify the Petitioner meets the minimum eligibility standards prior to notification to the membership.

- **Second Email to Membership**
  The second email will be sent to all HAAR members eligible to vote and will serve as a reminder about the upcoming election (it must be sent two weeks before the start of the election).
- **The third and final email to the Membership**
  The third and final email will be sent to all HAAR Members eligible to vote and will serve as the final reminder of the upcoming election. This email must be sent out one week before the start of the election. This email will also contain the final slate of candidates, including those who filed a petition.

G. <u>Board Neutrality</u>.

Acting in their official capacity, the HAAR and ValleyMLS Boards of Directors shall take no action or position in support of or against any Officer or Director candidate or slate of candidates for election.

H. <u>Elections Period of the Officers</u>

1. September: Staff will work with a third-party vendor to create the electronic ballot.
2. Voting will launch at 9:00 am CST on a Friday. Voting will close on the following Monday at 5:00 pm CST.
3. Members will vote electronically for candidates from the ballot.
4. Paper ballots will be available during the election period during regular association hours.

5. The ballot shall contain the names of all nominees and the offices for which they have been nominated.
6. Members are not required to vote for every open position on the ballot.
7. Voters may choose to cast votes only for the candidates or positions they feel informed and confident about.
8. Any race left blank will be recorded as an abstention and will not invalidate the rest of the ballot.

I. <u>Election Period of the Directors</u>

1. October: Staff will work with the third-party vendor to create the electronic ballot.
2. Voting will launch at 9:00 am CST on a Friday. Voting will close on the following Monday at 5:00 pm CST.
3. Members will vote electronically for candidates from the ballot.
4. Paper ballots will be available during the election period during regular association hours.
5. The ballot shall contain the names of all nominees and the offices for which they have been nominated.
6. Members are not required to vote for every open position on the ballot.
7. Voters may choose to cast votes only for the candidates or positions they feel informed and confident about.
8. Any race left blank will be recorded as an abstention and will not invalidate the rest of the ballot.

J. <u>Voter Engagement & Education Initiative during Election Period</u>

A dedicated election landing page will be launched under a unique web domain to promote transparency, increase voter turnout, and strengthen members' understanding of the governance process.

Election Website

The website will serve as the central hub for all things election related. Features will include:

- **Candidate Profiles**: Bios, photos, and candidate statements.
- **Governance Overview**: Explain the board's structure and why your vote matters.
- **Voting Instructions**: Clear steps on how and when to vote.
- **Accessibility**: A dedicated QR code will link directly to the site. This code can be reused annually and embedded in:
    - MLS internal banners
    - Flyers
    - Email campaigns
    - Social media graphics and reels

K. <u>Run-off Elections</u>

In the event of a tie, a run-off election will be held. The members who are eligible to vote will be provided a 24-hour notice of a new election. Re-balloting/Run-off elections will occur within one (1) week of election certification. The morning following the run-off election, the Election Committee Chair shall review online results and any paper ballots and certify the run-off election results. All candidates who were on the run-off ballot will be notified of the results prior to the results being announced to the Membership.

L. <u>Certification of Election</u>

The Election Committee will meet on Tuesday after the election to certify the results and notify the candidates. The candidates who are elected as Officers will be announced at the October Membership Meeting. The candidates who are elected as Directors will be announced to the membership within seven (7) days after the certification of election and candidates have been notified. Full election results will be available on file at the HAAR office for viewing.

M. Qualifications of an Officer

1. HAAR President
   The person elected as President-elect shall automatically ascend to the office of President for a one (1) year term thereafter and must continue as a Primary REALTOR® member of HAAR in "good standing" with both HAAR and ValleyMLS for the duration of their term.

2. HAAR President-Elect
   a. At the time of induction, the President-elect must have served for one (1) full year out of the last three (3) years as an Officer OR four (4) full years out of the last six (6) years as a Director on the HAAR and/or ValleyMLS Board of Directors. They must have served on a HAAR committee or work group one (1) year out of the last five (5) years.
   b. The person elected as President-elect shall serve as President-elect for a term of one year commencing on January 1 after election, shall automatically ascend to the office of President for a one-year term thereafter and must be a Primary REALTOR® member of HAAR and maintain "good standing" with both HAAR and ValleyMLS for the entirety of their term.

3. Treasurer
   a. At the time of induction, the Treasurer must have served for two (2) full years as a Director of the HAAR Board of Directors out of the last five (5) years, and has served for one (1) full year out of the last two (2) years as a member of the HAAR and ValleyMLS Finance Committee.
   b. The person elected as Treasurer shall serve in such office for a term of one (1) year commencing on January 1 after the election. They must be a Primary or Secondary REALTOR® member in "good standing" with both HAAR and ValleyMLS for the entirety of their term.

4. ValleyMLS President
   a. At the time of induction, the ValleyMLS President must have served four (4) full years out of the last six (6) years as a Director on the HAAR and/or ValleyMLS Board of Directors. They must have served on a ValleyMLS committee or workgroup one (1) full year out of the last five (5) years.
   b. The person elected as ValleyMLS President shall serve in such office for a term of one (1) year commencing on January 1 after the election. They must be a primary or secondary member of HAAR in "good standing" with both HAAR and ValleyMLS for the duration of their term.

N. Qualifications of at-large Director Candidates
   At the time of induction, each at-large Director candidate must have served on a HAAR or ValleyMLS committee or workgroup one (1) out of the past five (5) years. They must be a Primary REALTOR® member of HAAR in "good standing" with both HAAR and ValleyMLS for the entirety of their term.

213. REMOVAL OF AN OFFICER OR DIRECTOR

Any Officer or Director found to be in violation of their duty to HAAR will be called before the Executive Committee. They will be given a warning, or the procedure for removal of an Officer or Director shall be initiated if deemed necessary.

Violations include but are not limited to:

- Breach of confidentiality

- Acting against the best interests of HAAR or ValleyMLS
- Violation of fiduciary duties
- Inappropriate behavior at meetings and/or events
- Harassment or abusive treatment of HAAR and ValleyMLS staff and/or volunteers

The expectation is that the first warning by the Executive Committee will inspire corrective action on the part of the offending Officer or Director.

In the event an Officer or Director receives a second violation or is deemed to be incapable of fulfilling the duties for which elected, but will not resign from office voluntarily, they may be removed from office under the following procedure:

A petition requesting the removal of an Officer/Director, signed by not less than one-fourth (¼) of the voting membership or a majority of all Directors, shall be filed with the President. If the President is the subject of the petition, it shall be filed with the next ranking Officer. The petition shall specifically set forth the reasons for disqualification of further service.

Upon receipt of the petition, the Board of Directors shall appoint a committee of five (5) Past Presidents, proposed by the Executive Committee and confirmed by the Board of Directors, willing to serve as a Hearing Panel. Their duty shall be to study the charges as set forth in the petition to determine the validity of such charges. The person who is the subject of the petition shall have the right to be heard by the Hearing Panel. Upon hearing the charges, the Hearing Panel may do one (1) of the following:

A. Dismiss the charges that the Hearing Panel deems to be unjustifiable.
B. Recommend disciplinary action for the person who is the subject of the petition.
C. Recommend removal from office for the person who is the subject of the petition.

Within thirty (30) days' notice to the President or ranking Officer that the panel is ready to present their findings, a special meeting of the Board of Directors shall be held where the sole business of the meeting shall be to consider the panel findings against the Officer/Director who is the subject of the petition and to render decision on such petition.

The special meeting shall be conducted by the President of the Board unless the President's continued service in the office is being considered at the meeting. In such case, the next ranking Officer will conduct the meeting. Provided a quorum is present, a two-thirds (2/3) majority vote of the Directors present shall be required for disciplinary action or removal from office.

The decision of the Board of Directors shall be final.

214. VACANCY OF OFFICERS OR DIRECTORS

A. <u>At-Large Director Vacancy</u>

A vacancy in a Director position shall occur upon the resignation or disqualification of a sitting Director. Any such vacancy shall first be offered to the candidate who received the next highest number of votes in the most recent election for the same category of director, provided they remain eligible and willing to serve.

If no such candidate is available, the President shall appoint, with approval of the Board of Directors, a person to fill the open position for the unexpired portion of the term. Appointments to fill a vacancy shall be for the unexpired portion of the term.

B. <u>Officer Vacancy</u>

1. In the case of a vacancy of the HAAR President, the HAAR President-elect becomes the acting President and will fulfill the unexpired term and then ascend to the role of President for the term for which they were elected. Should the President-Elect become acting President, the office of President-Elect will remain vacant for the duration of the acting Presidency.
2. A vacancy in the President-Elect and/or Treasurer position, the President shall appoint, with approval of the Board of Directors, a person to fill the open position for the unexpired portion of the term.

C. All individuals appointed under this section must meet the eligibility requirements for Officers and Directors as set forth in governing documents.

SECTION 3: MEETING POLICIES

301. GENERAL MEETINGS

General membership meetings should be held at a minimum of once per quarter.

302. ANNUAL MEETINGS.

A. The Annual fall meeting of HAAR shall be held during October of each year. The President, in consultation with the Executive Committee, shall designate the date, place, and hour.
B. The HAAR financials, budget, and any proposed bylaw changes are to be presented at this meeting for approval by the members.

303. NOTICE OF GENERAL AND ANNUAL MEMBERSHIP MEETINGS

A. Notice shall be given to every REALTOR® member entitled to participate in the meeting at least seven (7) days prior to all meetings, via phone, text, or other electronic means.
B. For the Annual Meeting, all members shall be provided with copies of the agenda, and all pertinent materials related to items scheduled for a vote no later than seven (7) days prior to the meeting. These materials are intended to ensure members have sufficient time to review and consider the matters of decision.

304. SPECIAL MEETINGS OF HAAR

Special Meetings of the Members may be called from time to time by the Chair, a majority of the Board of Directors, or by ten percent (10%) of the REALTOR® Membership. Written notice of the day, place, and hour of the meeting, the purpose(s) for which the meeting is called shall be delivered to all the members not less than seven (7) days prior to said meeting.

On the vote of three-fourths (¾) of the Board of Directors that time is critical, a special meeting of the membership may be called on twenty-four (24) hour notice. Written notice shall be made by phone, text, or other electronic means.

305. STANDING RULES FOR ALL MEMBERSHIP MEETINGS

A. Meetings shall be called and conducted in accordance with HAAR Bylaws.
B. The Chair shall prepare agendas, in consultation with the Executive Committee
C. Non-members, by invitation, may attend such meetings as observers. They shall have no right to speak to or address the assemblage regarding matters under consideration unless and except when they are specifically granted such permission by the presiding Officer, nor shall they have voting privileges.

D. Minutes of all meetings will be recorded, approved by the membership at the next meeting, and kept on record.

306. QUORUM AND VOTING AT MEETINGS OF HAAR

A quorum for the transaction of business at a general, annual, or special membership meeting will be the REALTOR® Members present at said meeting. A majority vote by the members in attendance is required for the passage of motions.

307. MEETINGS OF THE BOARD OF DIRECTORS

A. The President, in consultation with the Executive Committee, shall determine the place, dates, and times of all regular and special meetings of the Board of Directors and ensure proper notice is given.
B. If time is of the essence, the Board of Directors may meet at any time it deems advisable on the call of the Chair or a majority of the Board of Directors.
C. A majority of the Officers and Directors shall constitute a quorum. A majority vote by the Officers and Directors present at a meeting attended by a quorum shall be required for the passage of motions.
D. The Board of Directors requires in-person attendance at all regular and special meetings. Virtual participation shall not be permitted except in emergency situations, as approved by the Chair or unless a member travels more than 50 miles from the meeting location.
E. The Board of Directors shall be provided with copies of the agenda, written financial reports, written quarterly reports, and all pertinent materials related to items scheduled for a vote no later than seven (7) days prior to the meeting. These materials are intended to ensure members have sufficient time to review and consider the matters of decision.

308. ABSENCES FROM HAAR BOARD OF DIRECTOR MEETINGS

Any absence from two (2) regular meetings of the Board of Directors (whether in-person or virtual and including the annual Leadership Training) shall be construed as resignation from that point forward. Board of Directors members repeatedly arriving after the meeting has been called to order or departing before the meeting is adjourned will constitute an absence.

309. ZOOM MEETING POLICY

This policy governs using Zoom for board meetings to maintain the confidentiality and integrity of board discussions. Ensure secure access to sensitive strategic matters and promote effective remote participation. Board confidentiality agreements bind all participants. Discussions, votes, and decisions are to be treated as confidential regardless of meeting format. Zoom does not lessen an Officer or Director's legal or fiduciary duties.

Required meeting etiquette:

- Be on time
- Use real name
- Camera must always be on
- Remain present for the entirety of the meeting
- Mute when not speaking
- Be in a private setting with no one else present
- No recording

Failure to adhere to this policy may result in exclusion from the meeting.

310. PRESIDING OFFICER

At all meetings, the President shall serve as the Chair. In the absence of the President, the President-Elect shall perform all the duties of the Chair. If both the President and the President-Elect are absent, the Treasurer shall perform all the duties of the Chair. The Chair only votes in the event of a tie. Should the Chair choose to debate a motion, they must relinquish the gavel to the Vice President or another member until the specific piece of business is resolved.

311. ANNUAL BOARD TRAINING

To promote strong, informed, and effective leadership, all elected and appointed Directors of ValleyMLS and HAAR are required to participate in annual Board Training. This policy supports the organizations' commitment to governance excellence, accountability, and compliance with applicable governing documents, laws, regulations, and REALTOR® standards.

The training shall include, at a minimum, the following topics:

- Governing Documents
- Fiduciary Duties
- Confidentiality and Conflict of Interest
- Antitrust Compliance
- Meeting Protocols and Decision-Making
- Professional Conduct and Board Etiquette

The training shall be facilitated by an industry specialist or other qualified professional. Participation is open to the incoming Boards of Directors of HAAR and ValleyMLS, Committee Chairs and Co-Chairs, and representatives of other boards or associations, as invited.

SECTION 4: COMMITTEES / WORK GROUP POLICIES

401. STANDING RULES FOR COMMITTEE AND WORK GROUP MEETINGS

A. Meetings shall be conducted in accordance with HAAR Bylaws and these Standing Rules.
The composition of all Committee Chair and Co-Chairs and Work Groups shall be appointed by the President and ratified by the Board of Directors. The Committee members will be selected by the Chair and Co-Chairs with input from the assigned staff liaison.
B. The Chair will call meetings, in consultation with staff liaisons, as necessary to carry out the Board-assigned activities under the Strategic Plan. Meeting agendas shall be prepared by staff with the Chair's input.
C. Notice of Committee meetings will be distributed to Committee members and any ex-officio members (such as the HAAR President least two (2) business days before the meeting.
D. Unless specified otherwise, HAAR Committee and Work Group members shall be REALTOR® and Affiliate members in good standing.
E. Any absence from two (2) regular meetings of a Committee or Work Group (whether in-person or virtual) shall be construed as resignation from that point forward.
F. To the fullest extent permitted by law, all Committees may conduct business by electronic means instead of meeting in person.
G. The HAAR President shall be an ex-officio, non-voting member of all HAAR Standing Committees, except for the Nominating Committee, Diversity Committee, Grievance Committee, and Professional Standards Committee and shall be notified of their meetings.
H. All HAAR Committee Chairs must hold Primary Membership with HAAR.

402. STANDING COMMITTEES, WORK GROUPS, TASK FORCES, AND ADVISORY GROUPS

A. <u>Standing Committees:</u>

Chairs, Co-Chairs, and members of Standing Committees shall be Primary HAAR members in good standing. A Standing Committee is a group that addresses strategies, programs, and basic capacities through its own direct action or by creating and authorizing Work Groups or Task Forces to accomplish the work.

The Standing Committees of HAAR can be established or abolished by the Board of Directors and ratified by the General Membership. Standing Committees receive their charges from the HAAR President and report to the Board of Directors. They carry out assigned activities aligned with the strategic plan, with the approval of the Board of Directors. All Standing Committees shall be assigned a staff liaison, who, with input of the Chair, shall prepare the agendas and minutes, and shall staff all meetings/activities of the Committee. Some Standing Committees utilize Sub-Committees to carry out specific components of the work of the Committee. Typically, the Sub-Committee is comprised of members of the Standing Committee, which has an ongoing purpose. Sub-Committees are not specified in the Bylaws.

B. <u>Work Groups:</u>

Work Groups may be authorized by the HAAR President, the Board of Directors, or a Standing Committee. The Board of Directors may abolish any such Work Group. A Work Group shall be evaluated annually and is not mentioned in the organization's Bylaws. Chairs of Work Groups shall be members in good standing. A Work Group shall serve to be defined as a group of members and non-members that performs a function with a specific objective or issue in mind or a group of members and non-members that is called together for a limited period of time to address a specific issue, trend, strategy or problem of immediate consequence to the members, the organization, or the local industry. The Work Group's findings may include recommendations.

Work Groups shall report to the body that authorized them to be formed. All Work Groups shall be assigned a staff liaison(s), who, with input from the Chair, shall prepare the agendas and minutes and staff all meetings/activities of the Work Group with key aspects of implementing initiatives under the Business Plans.

C. <u>Task Forces:</u>

A Task Force is a temporary group of people (members and non-members) who are brought together to perform a specific task or solve a problem. The President may appoint a single-issue task force group as he or she may deem necessary. A Committee Chair may also appoint a single-issue task force that reports to the Committee.

D. <u>Presidential Advisory Group (PAG):</u>

An advisory group that is authorized by and reports directly to the President. It may be formed to consider an issue and make recommendations to the President when a specific need for research or other information arises. The President may <u>or may not</u> act as a result of the group's report.

403. DUTIES AND RESPONSIBILITIES OF A COMMITTEE OR WORK GROUP CHAIR AND CO-CHAIR

TERM OF SERVICE: A one (1) year term beginning January 1 immediately following selection, unless otherwise noted for a specific committee.

SELECTION: The Incoming President appoints the Committee Chair, and the Incoming President-Elect appoints the Co-Chair of a Committee. Both appointments are subject to ratification by the Board of Directors. The Committee Chair & Co-Chair shall appoint their committee members with input from the assigned staff liaison.

BASIC ELIGIBILITY: Must be a Primary REALTOR® member in "good standing" with HAAR.

BASIC FUNCTION: The Chair, along with assigned staff and the support of the Co-Chair, is responsible for the effective oversight of the Committee or Work Group's activities consistent with its Board-assigned work tied to the Strategic Plan.

SPECIFIC RESPONSIBILITIES:

1. Consult with the assigned staff in planning the Committee's or Work Group's annual programs.
2. Be familiar with annual operational plans and budget for the Committee or Work Group.
3. Motivate the members toward the attainment of the Committee's or Work Group's strategies and activities.
4. The Chair presides at all meetings, keep the discussion on topic, and encourage member participation. The Co-Chair preside at all meetings should the chair be absent or unable.
5. Remain informed regarding the progress of Committee or Work Group members' work assignments.
6. Ensure that accurate minutes are kept, motions recorded, necessary reports prepared, and a record of Committee work is maintained.
7. Report the Committee or Work Group's progress to the Executive Committee through written reports.
8. Attend any Committee-related functions and make every attempt to attend major functions of HAAR.
9. Have a working knowledge of *Robert's Rules of Order*.
10. Attend annual Leadership Training and Development.
11. Perform all other duties prescribed by the Bylaws, Policies, Board of Directors, or applicable laws.

404. DUTIES AND RESPONSIBILITIES OF A COMMITTEE OR WORK GROUP MEMBER

TERM OF SERVICE: A one (1) year term beginning January 1 immediately following selection, unless otherwise noted for a specific committee.

SELECTION: The Committee Chair & Co-Chair shall appoint their committee members with input from the assigned staff liaison.

BASIC ELIGIBILITY: Must be a Primary or Secondary REALTOR® member or Subscriber in "good standing" with HAAR.

BASIC FUNCTION: The member is to participate in the implementation of Board-approved activities aligned with the Strategic Plan for the assigned Committee or Work Group.

SPECIFIC RESPONSIBILITIES:

1. Review the charges of the Committee as outlined by the Board of Directors.
2. Prepare for, attend, and actively participate in all meetings of the Committee.
3. Attend any Committee-related functions.
4. Have a working knowledge of *Robert's Rules of Order*.
5. Perform all other duties prescribed by the Bylaws, Policies, Board of Directors, and applicable laws.

405. HAAR STANDING COMMITTEES AND WORK GROUPS

The HAAR President and President-Elect shall appoint from among Primary REALTOR® and Affiliate Members, in consultation with the Board of Directors, the following Standing Committees and Work Groups:

STANDING COMMITTEES

STANDING COMMITTEES		WORK GROUPS
406. ARPAC	414. Investment Policy	422. Awards Work Group
407. Bylaws & Policy	415. Leadership Training &Development	423. REALTOR Gala
408. Diversity	416. Nominating	424. Strategic Planning
409. Education	417. Past Presidents Advisory Council	425. Others as needed
410. Elections	418. Professional Standards	
411. Finance & Budget	419. REALTORS in Action	
412. Government Affairs	421. REALTOR EXPO	
413. Grievance		

406.	ARPAC Committee
Group Type	Standing Committee
Open or Closed Meeting	Open
Purpose	1. The **ARPAC Committee** (Alabama REALTORS® Political Action Committee – Local Chapter) exists to support REALTOR® advocacy by raising and distributing funds to promote REALTOR®-supported candidates and issues that protect private property rights, homeownership, and the real estate industry. 2. This committee serves as the grassroots fundraising and education arm of HAAR, aligning local efforts with the Alabama REALTORS® and National Association of REALTORS® PAC programs.
Strategic Plan Assignment	Housing Pillar
Duties and Responsibilities	• Develop and implement an annual ARPAC fundraising plan in coordination with the Association's strategic priorities. • Encourage 100% participation among HAAR members, affiliates, and the Board of Directors. • Organize special events, challenges, and recognition programs to increase member engagement and contributions. • Educate members about the importance of ARPAC contributions and their direct impact on legislative and regulatory issues affecting real estate. • Promote awareness of REALTOR® Party initiatives and mobilize member participation in Calls for Action. • Ensure all fundraising activities and contributions comply with state and federal election laws, as well as NAR and AAR ARPAC guidelines. • Work closely with Alabama REALTORS® Government Affairs staff to ensure proper reporting and remittance of funds
Size and Composition	A minimum of ten (10) REALTOR® members and Subscribers, including the Chair and Co-Chair.
Term(s)	One year
Appointment for Chair and Co-Chair	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by the Chair and Co-Chair with input from assigned staff liaison
Reports to	The HAAR Board of Directors
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Chair and Co-Chair must attend the annual Leadership Training and Development. 3. Must complete a Member Engagement Profile
Absences	Per Committee Absence Policy (Section 401)
Staff Liaison	Director of Communications and Government Affairs
Officer Liaison	President-Elect as non-voting member

407.	Bylaws and Policy Committee
Group Type	Standing Committee
Open or Closed Meeting	Open
Purpose	The **Bylaws & Policy Committee** is responsible for maintaining the integrity, clarity, and consistency of the governing documents of ValleyMLS and HAAR. The Committee ensures that all Bylaws, Policies, and related governance provisions reflect current legal requirements, REALTOR® standards, and the strategic direction established by the Boards of Directors.
Duties and Responsibilities	• Conduct regular reviews of the Association Bylaws and Policies and MLS Bylaws and Policies to ensure compliance with NAR mandates, state and federal law, and best practices in association governance. • Recommend amendments, additions, or deletions to the Boards of Directors for consideration and approval. • Ensure all governing documents (Bylaws and Policies) are internally consistent and aligned between the Association and MLS structures. • Coordinate with other committees and staff when policy or procedural changes impact operations or member services. • Serve as an advisory body to the Boards of Directors and staff on governance matters, interpretation of bylaws, and procedural questions. • Support leadership succession and Board structure transitions when bylaw amendments affect elections, terms, or officer roles. • Ensure that any proposed amendments requiring member approval are clearly communicated, with adequate notice and rationale provided to the membership. • Maintain historical documentation of bylaw and policy amendments for institutional continuity and reference. • When changes are necessary—whether due to updates in law or regulation, adjustments in Association or MLS structure, or identification of outdated or unclear provisions—the Committee shall draft proposed amendments for review and recommendation to the Board of Directors.
Size and Composition	A minimum of nine (9) REALTOR® members and Subscribers, including the Chair and Co-Chair.
Term(s)	Staggered 3-year terms. Each member is eligible to serve one additional consecutive three (3) year term.
Appointment for Chair and Co-Chair	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by the Chair and Co-Chair with input from the assigned staff liaison.
Reports to	The Boards of Directors of HAAR and ValleyMLS.
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Must have a minimum of three (3) years of real estate experience. 3. Chair and Co-Chair must attend the annual Leadership Training and Development. 4. Must complete a Member Engagement Profile
Absences	Per Committee Absence Policy (Section 401)
Staff Liaisons	Designated Staff
Officer Liaison	HAAR Immediate Past-President as a non-voting member

408.	Diversity Committee
Group Type	Standing Committee
Open or Closed Meeting	Open
Purpose	Cultivate an inclusive and equitable association where every voice is heard, valued and empowered. Ensuring our organization thrives through the richness of diverse perspectives.
Strategic Plan Assignment	Knowledge, Professionalism, Community, Advocacy, and Housing Pillars
Duties and Responsibilities	• Develop and recommend programs, events, and resources that increase cultural awareness, fair housing understanding, and inclusive business practices among members. • Encourage participation in NAR's "At Home With Diversity" certification and other diversity education initiatives. • Promote recognition of cultural observances and community heritage celebrations that reflect the diverse population of the North Alabama region. • Develop mentorship and outreach opportunities for new and emerging leaders. • Strengthen relationships with local organizations, civic groups, and chambers of commerce that serve diverse communities. • Represent the Association at local and state diversity-focused events to foster connection and inclusion within the broader community.
Size and Composition	A minimum of twelve (12) members, including chair and co-chair.
Term(s)	One (1) year term.
Appointment for Chair and Co-Chair	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by the Chair and Co-Chair with input from the assigned staff liaison.
Reports to	The Executive Committee and the Board of Directors of HAAR.
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Chair and Co-Chair must attend the annual Leadership Training and Development. 3. Must complete a Member Engagement Profile
Absences	Per Committee Absence Policy (Section 401)
Staff Liaison	Assigned Staff
Officer Liaison	The president-elect will serve as a non-voting member.

409.	Education Committee
Type	Standing Committee
Open or Closed Meeting	Open
Purpose	The **Education Committee** is responsible for identifying, developing, and promoting educational opportunities that enhance the professionalism, competency, and ethical standards of all members. The Committee ensures that HAAR's education and orientation programs align with state licensing requirements, NAR standards, and the evolving needs of real estate professionals in North Alabama.
Strategic Plan Assignment	Professionalism Pillar
Duties and Responsibilities	• Recommend and assist in the creation of continuing education (CE) and professional development courses that address industry trends, legal updates, technology, and best practices. • Support innovative learning opportunities, including designations, certifications, and specialized training offered through NAR, AAR, and ValleyMLS. • Review and evaluate new course proposals for relevance, timeliness, and value to members. • Monitor course content and instructor performance to ensure consistency, accuracy, and compliance with Alabama Real Estate Commission (AREC) standards. • Recommend qualified instructors and subject matter experts for Board approval. • Provide feedback to staff regarding course evaluations and suggested improvements. • Serve as ambassadors for HAAR's education mission within the membership and community. • Support staff in aligning education initiatives with the Association's Strategic Plan and Core Standards compliance.
Size and Composition	A minimum of ten (10) REALTOR® members and/or Subscribers, including the Chair and Co-Chair.
Term(s)	One (1) year
Chair & Co- Chair Appointment	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by the Chair and Co-Chair with input of the assigned staff liaison.
Reports to	The Board of Directors
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Chair and Co-Chair must attend the annual Leadership Training and Development. 3. Must complete a Member Engagement Profile.
Absences	Per Committee Absence Policy (Section 401)
Staff Liaison	Director of Education
Officer Liaison	President-Elect as non-voting member

410.	Election Committee
Type	Standing Committee
Open or Closed Meeting	Closed
Purpose	An **Election Committee** within a Board of REALTORS® is crucial in ensuring that elections for board positions are conducted fairly, transparently, and in alignment with the organization's governing documents. The specific responsibilities of this committee typically include:
Key Responsibilities	• Review upcoming expiring terms to determine the seats on the Board of Directors. • Supervise the voting process to ensure adherence to established procedures. • Reporting Election Results and communicating results to the board and membership.
Size and Composition	Three (3) at-large members are selected and voted on by the HAAR Board of Directors at the same meeting at which the Nominating Committee is selected.
Term(s)	One year
Appointment for Chair	The committee will name its Chair, there is no co-chair.
Duties	The Election Committee will meet two (2) months (mid-July) before the annual election to discuss the opening seats on the Board of Directors and the expiring terms of directors. They will also review those who are not eligible to run for re-election. The findings will be presented to the Nominating Committee.
Reports to	The HAAR Board of Directors
Qualifications to Serve	Primary REALTOR® Member in good standing with HAAR. Required to sign a confidentiality agreement.
Absences	Per Committee Absence Policy (Section 401)
Staff Liaison	Director of Communications and Government Affairs
Officer Liaison	President as a non-voting member

411.	HAAR & ValleyMLS Finance & Budget Committee (FBC)
Group Type	Standing Committee
Open or Closed Meeting	Closed
Purpose	The purpose of the Finance & Budget Committee is to provide financial oversight over the Association and MLS, including budgeting, financial planning, financial reporting, and risk management. The Committee ensures fiscal responsibility, transparency, and accountability in all financial matters and supports the Board of Directors in fulfilling its fiduciary duties.
Strategic Plan Assignment	Efficiency Pillar
Duties and Responsibilities	1. Be familiar with the organization's Strategic Plan and, specifically, objectives related to financial management, budgeting, and long-term sustainability. 2. Ensure that financial decisions and resource allocation support the organization's mission and strategic priorities. 3. Ensure the Committee's charter clearly defines its role, scope, authority, and relationship with staff and the Board. 4. Ensure accurate and timely preparation and review of financial records and statements, including income statements, balance sheets, and cash-flow reports. 5. Develop, monitor, and enforce internal controls, policies, and risk-management practices, including fraud prevention, segregation of duties, and documentation standards. 6. Oversee audits or coordinate with external auditors to review findings and ensure timely implementation of recommendations. 7. Work with the Board to establish, review, and update financial policies, including investment, reserve, gift acceptance, and expense reimbursement policies. 8. Work with staff to develop the annual operating budget aligned with the organization's mission and strategic plan for presentation to the Board of Directors. 9. Set long-range financial goals, including reserve funds, cash-flow cushions, and capital/equipment replacement, and prepare multi-year financial forecasts. 10. Monitor budget versus actual results, identify variances, and recommend corrective actions to the Board of Directors as needed. 11. Provide guidance to staff on structuring budgets, contracts, and expenditures to comply with thresholds and internal approval requirements. 12. Present financial information and analysis to the Board in an understandable format to support informed decision-making. 13. Highlight key financial issues, including cash-flow concerns, budget deviations, funding shortfalls, and program cost versus benefit. 14. Ensure the Board is informed of all external reporting responsibilities, including tax compliance, donor reporting, and regulatory filings. 15. Monitor all budgeted and non-budgeted expenditures and multi-year contractual commitments that fall below Board or Membership approval thresholds to ensure they are properly approved by the CEO or designated staff, aligned with the approved budget, and compliant with organizational policies. 16. Ensure all below-threshold expenditures are properly documented and reported to the Finance Committee and Board as part of regular financial oversight. 17. Identify and report any financial risks, cumulative exposures, or budgetary concerns related to below-threshold items to the Board or President/CEO as appropriate. 18. Other finance-related duties as assigned by the President and/or CEO.
Size and Composition	The Committee shall be composed of ten (10) members: the Treasurer, President, President-Elect, ValleyMLS President, plus six (6) at-large members.
Term(s)	Chair: Treasurer – one (1) year term. Members: Staggered three (3) year terms, except for Officers who shall serve concurrently with their term of office. Each member is eligible to serve one additional consecutive three (3) year term.

Appointment for Chair	The Treasurer serves as the Chair for one (1) year. There is no Co-Chair.
Appointment for Committee Members	The six (6) at-large members shall be selected by the Chair with input from the staff liaison, subject to ratification by the Board.
Reports to	The Boards of Directors of HAAR and ValleyMLS.
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Must have a minimum of three (3) years of real estate experience. 3. Required to sign a confidentiality agreement. 4. Chair must attend the annual Leadership Training and Development. 5. Must complete a Member Engagement Profile
Absences	Per Committee Absence Policy (Section 401)
Staff Liaisons	CEO and Director of Finance
Officer Liaison	Treasurer as voting Chair

412.	Government Affairs Committee
Group Type	Standing Committee
Open or Closed Meeting	Open
Purpose	The Government Affairs Committee monitors, analyzes, and influences legislative and regulatory activity at the local, state, and federal levels to protect private property rights and promote a favorable business environment for the real estate industry. The Committee serves in an advisory capacity to the Board of Directors by recommending positions on public policy issues, supporting advocacy initiatives, and fostering relationships with elected officials and key stakeholders. The Committee also works to keep members informed and engaged on legislative matters impacting the industry, in coordination with the Alabama Association of REALTORS and the National Association of REALTORS.
Strategic Plan Assignment	Knowledge, Professionalism, Community, Advocacy, and Housing Pillars
Duties and Responsibilities of the Committee	The Government Affairs Committee shall: 1. Track local, state, and national legislation, regulations, and public policy issues affecting real estate and private property rights. 2. Provide regular updates and recommendations to the Board of Directors and membership. 3. Advocate for REALTOR® interests on issues impacting the industry and the communities served. 4. Educate and mobilize members regarding legislative and regulatory matters. 5. Build and maintain relationships with elected officials, policymakers, and community stakeholders. 6. Support smart growth, infrastructure improvements, housing opportunities, and policies that promote sustainable community and economic development. 7. Coordinate, when appropriate, with state and national association legislative staff. 8. Review candidates for public office and make recommendations regarding endorsement or support through the approved selection process. **Note:** Being a REALTOR® or Association member does not guarantee endorsement or support by HAAR
Role of the Committee Chair	The Chair provides leadership, direction, and member-driven perspective to the Committee. The Chair shall: 1. Preside over Committee meetings and maintain productive, professional discussion. 2. Work with staff and the Co-Chair to identify priorities and shape the Committee's direction. 3. Help guide the Committee in identifying emerging legislative, regulatory, and policy issues. 4. Keep the Committee focused on strategic matters within its scope and authority. **Policy and Advocacy Oversight** The Chair shall: 1. Lead discussion of policy positions, recommendations, and advocacy priorities. 2. Help ensure Committee recommendations reflect the interests of the membership and align with the Association's mission. 3. Present Committee recommendations to the Board of Directors when appropriate or designated. **Member Engagement** The Chair shall: 1. Encourage participation and discussion among Committee members. 2. Serve as a liaison between the Committee and the membership. 3. Promote awareness of key advocacy issues affecting the membership 4. Serve as an ambassador for the Association in government, industry, or community settings when appropriate.

	5. Participate in meetings with elected officials, candidates, and external partners alongside staff, when requested or authorized.
Role of the Co-Chair	The Co-Chair is an active leadership partner and is expected to remain informed and engaged so they can step in when necessary. The Co-Chair shall: 1. Assist the Chair in leadership of the Committee. 2. Participate in agenda review, planning discussions, and priority-setting. 3. Remain informed on Committee activities, initiatives, and substantive communications. 4. Assist in interviews, evaluations, recommendations, and related Committee processes when applicable. 5. Preside over meetings and perform leadership duties in the Chair's absence or as otherwise needed.
Size and Composition	A minimum of twelve (12) members, including the Chair and Co-Chair.
Term(s)	One year
Appointment for Chair and Co-Chair	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by the Chair and Co-Chair with input from the appointed staff liaison.
Reports to	The HAAR Board of Directors
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Must have a minimum of three (3) years of real estate experience. 3. Chair and Co-Chair must attend the annual Leadership Training and Development. 4. Must complete a Member Engagement Profile
Absences	Per Committee Absence Policy (Section 401)
Staff Liaison	Director of Communications and Government Affairs
The Role of the Staff Liaison	Staff provides operational support, implementation, continuity, and compliance oversight. **A. Administration and Coordination** Staff shall: 1. Schedule meetings and coordinate meeting logistics. 2. Prepare and distribute agendas, materials, minutes, and supporting documentation. 3. Maintain official records and Committee documentation. 4. Track deadlines, carryover items, assignments, and follow-up items. 5. Ensure Committee processes align with Association bylaws, policies, and applicable law. **B. Legislative Monitoring and Research** Staff shall: 1. Monitor local, state, and national legislative and regulatory activity. 2. Provide research, background information, and issue summaries. 3. Coordinate with state and national associations, legal counsel, consultants, lobbyists, and other professional resources as appropriate. **C. Implementation and Operational Support** Staff shall: 1. Carry out Committee and Board-approved initiatives. 2. Coordinate advocacy activities, communications, events, calls to action, and outreach efforts. 3. Manage logistical coordination with lobbyists, consultants, candidates, elected officials, and external stakeholders.

4. Serve as the primary administrative point of contact for Committee operations and external coordination unless otherwise directed.

D. Communication

Staff shall:

1. Draft communications for Committee review and leadership awareness as appropriate.
2. Ensure messaging is accurate, consistent, timely, and aligned with approved positions.
3. Manage routine communication and operational follow-up.

E. Compliance and Risk Management

Staff shall:

1. Help ensure advocacy efforts and related activities comply with legal, regulatory, and policy requirements.
2. Monitor political activity guidelines, RPAC-related procedures if applicable, and confidentiality expectations.
3. Flag issues requiring leadership awareness, legal review, or Board action.

Staff shall manage all administrative and logistical aspects of the candidate process, including:

1. Scheduling interviews.
2. Communicating with candidates.
3. Coordinating materials and documentation.
4. Organizing scoring sheets, packets, and interview logistics.
5. Serving as the centralized point of contact for candidates.

F. Communication Standards

The Chair and Co-Chair do not need to be copied on every candidate-related communication.
Instead, they should be kept appropriately informed through:

1. Confirmed interview schedules.
2. Final candidate pools.
3. Evaluation materials.
4. Updates that affect decision-making, participation, or recommendations.

G. Neutrality and Risk Management

Candidate communications should remain centralized through staff to:

1. Preserve neutrality.
2. Avoid perceived bias.
3. Prevent inconsistent messaging.
4. Reduce the risk of backchannel communication.
5. Protect the integrity of the selection and recommendation process.

H. Meaning of "Administrative Communication" and "Vetting Discussions"

For purposes of this policy:

Administrative Communication

Administrative communication includes routine coordination that does not require leadership input or decision-making, such as:

1. Scheduling meetings or interviews.
2. Sending invitations or reminders.
3. Distributing approved materials.
4. Confirming logistics, attendance, access, or setup.
5. Following up on approved tasks.

I. Vetting Discussions

Vetting discussions are early-stage or preliminary conversations used to gather information, research options, or develop materials before formal Committee review.

Examples include:

1. Internal staff conversations regarding draft policy language.
2. Preliminary consultation with legal counsel, consultants, or external advisors.

	3. Early information gathering regarding candidates, issues, or proposals. 4. Background review conducted before a matter is ready for Committee consideration. These discussions may be handled by staff until leadership input is needed or the matter is ready for formal review.
Responsibilities shared by Chair/Co-Chair and Staff	The Chair, Co-Chair, and staff liaison share responsibility for maintaining an effective and informed Committee. Shared responsibilities include: 1. Establishing annual goals, priorities, and workflow expectations. 2. Identifying emerging issues affecting the industry and membership. 3. Coordinating Committee presentations, reports, and recommendations to the Board of Directors. 4. Supporting member education and awareness regarding legislative and policy matters. 5. Maintaining communication between meetings to support continuity and engagement. 6. Ensuring the Committee remains informed on significant developments, pending matters, and required follow-up.
	Start-of-Term Planning Meeting At the beginning of each term, staff, the Chair, and the Co-Chair shall meet to: 1. Review Committee roles and responsibilities. 2. Confirm expectations, workflow, and communication practices. 3. Establish goals and priorities for the year. 4. Review pending or carryover matters from the prior term. 5. Identify important deadlines, annual events, advocacy priorities, and known action items. This meeting should occur early enough to prevent the annual tradition of “Wait, who was supposed to do that?”
	Agenda Development and Meeting Preparation Staff shall take the lead in drafting and maintaining the working agenda, including tracking topics, carryover items, deadlines, and supporting materials. The Chair and Co-Chair shall review the draft agenda, provide input, prioritize items, and assist in refining the agenda before final distribution. Final agenda approval should reflect collaboration between staff and Committee leadership. If the Chair is unavailable, the Co-Chair may review and finalize the agenda with staff.
	Communication Between Meetings Communication between meetings is encouraged and expected when needed to: 1. Provide updates on legislative or advocacy matters. 2. Keep Committee leadership informed of developments affecting pending work. 3. Maintain momentum on approved initiatives, events, and planning. 4. Ensure the Chair and Co-Chair are not surprised at the Board table like it’s a bad plot twist. Routine updates may be communicated by staff. Substantive updates affecting strategy, policy direction, public representation, or Committee recommendations shall be shared with the Chair and Co-Chair.
	Authority and Decision-Making 1. The Committee recommends positions, priorities, and actions to the Board of Directors unless expressly authorized to act otherwise. 2. The Board of Directors retains final decision-making authority. 3. Staff may address urgent administrative or operational matters within established authority, but shall elevate substantive matters requiring leadership input, policy direction, or Board action.

4. No individual Committee member, including the Chair or Co-Chair, may independently establish Association policy unless authorized by the Board.

Communications Protocol

When the Chair and Co-Chair Should Be Included

The Chair and Co-Chair should be included in communications involving:

1. Policy positions or recommendations.
2. Advocacy strategy or direction changes.
3. Outreach to elected officials, candidates, or external partners where leadership awareness or participation is needed.
4. Board-facing materials, summaries, or recommendations.
5. Matters where Committee leadership is expected to represent the Committee or the Association.
6. Issues requiring leadership judgment, decision-making, or input.

When Routine Inclusion Is Not Required

The Chair and Co-Chair do not need to be copied on every administrative or operational communication. Examples include:

1. Scheduling meetings or interviews.
2. Sending calendar invites, Zoom links, or location details.
3. Confirming attendance, quorum, or availability.
4. Distributing agendas, minutes, or already-approved materials.
5. Basic logistical coordination.
6. Routine follow-up on approved assignments.
7. Preliminary draft work, background research, or internal coordination not yet ready for leadership or Committee review.

If no decision, leadership guidance, or representation is needed, the communication is generally administrative in nature and may be handled by staff.

Candidate Interviews, Candidate Review, and Vetting Process

Because candidate review and endorsement matters require fairness, consistency, and neutrality, communications and process responsibilities must be clearly separated.

Chair and Co-Chair Involvement

The Chair and Co-Chair are active participants in the candidate process, including:

1. Participating in interviews where applicable.
2. Taking part in evaluation and discussion.
3. Assisting in development of final recommendations.
4. Helping ensure the process remains aligned with Committee objectives and approved procedures.

Committee Communication Protocol

When communicating with members or external audiences, references to the Committee should be clear, appropriate, and used consistently.

When applicable, communications may include attribution such as:

"Presented by the Government Affairs Committee of HAAR."

Use of the Committee name should always be determined based on:

- Context of the communication
- Branding and messaging strategy
- Sponsorship or partnership considerations

In certain situations, it may be more appropriate to reference:

- HAAR
- HAAR/ValleyMLS

- The Association as a whole

The decision should align with the intended audience, purpose of the communication, and overall organizational messaging.

Guiding Principle: Roles and Responsibilities

Clear role definition is essential to ensure efficiency, accountability, and consistency in Committee operations.

- **Committee Leadership (Chair & Co-Chair):**
  Provides leadership, direction, and subject matter input.
  The Chair leads all Committee activities and represents the Committee as needed.
  The Co-Chair supports the Chair and assumes responsibilities when necessary.
- **Staff:**
  Responsible for operational execution, including coordination, implementation, compliance, and follow-through.
  Staff ensures continuity and alignment with organizational policies and strategic priorities.

Operating Standard

Effective Committee function is achieved when:

- Roles are clearly defined and respected
- Communication is intentional and aligned
- Responsibilities are executed without duplication or overlap

This structure minimizes confusion, reduces inefficiencies, and supports a productive working relationship between volunteer leadership and staff.

413.	Grievance Committee
Group Type	Standing Committee
Open or Closed Meeting	Closed
Purpose	The **Grievance Committee** is responsible for reviewing ethical complaints and arbitration requests submitted by members, clients, or the public to determine whether they meet the procedural requirements for a hearing before the **Professional Standards Committee**. The Committee does **not** determine guilt, innocence, or the merits of a case—it functions like a "grand jury," deciding only whether sufficient evidence or probable cause exists for a full hearing.
Duties and Responsibilities	Review ethics complaints and arbitration requests in accordance with the NAR Code of Ethics and Arbitration Manual and HAAR's adopted procedures. Determine whether: • The complaint or request is properly filed. • The respondent is a current REALTOR® member of the Association. • The alleged violation, if true, would constitute a potential violation of the Code of Ethics or an arbitrable issue. • The matter is timely filed under NAR's one-hundred-eighty (180) day rule or other applicable time limits. Forward cases that meet the criteria for a full hearing to the Professional Standards Committee for adjudication. • Dismiss cases that fail to meet procedural requirements or clearly lack substance, providing a written explanation to the complainant. • When appropriate, recommend ombudsman services or mediation as alternative dispute resolution paths. • Review arbitration requests between REALTORS® (and between REALTORS® and clients) to determine whether a contractual relationship exists and whether the dispute falls within the Association's jurisdiction. • Refer to qualifying arbitration cases to the Professional Standards Committee or to mediation, as required by policy.
Confidentiality & Integrity	• Maintain strict confidentiality of all proceedings, materials, and deliberations. • Ensure that all parties receive fair and impartial consideration. • Avoid discussing or disclosing any case details outside official committee meetings.
Size and Composition	The Grievance Committee shall be composed of up to twelve (12) members.
Term(s)	Appointments will be for staggered three (3) year terms.
Appointment for Chair and Co-Chair	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Committee Member Appointments	Committee members shall be selected by the Chair and Co-Chair with input from the assigned staff liaison, subject to ratification by the Board.
Reports to	Recommendations are forwarded to the Professional Standards Committee. In the case of appeals of dismissals (of either ethics complaints or arbitration requests), the process follows the procedures in the NAR Code of Ethics & Arbitration Manual.
Qualifications to Serve	1. REALTOR® Participant in good standing in HAAR and ValleyMLS. 2. Must have a minimum of three (3) years of real estate experience. 3. Required to sign a confidentiality agreement. 4. Chair and Co-Chair must attend the annual Leadership Training and Development. 5. Must complete a Member Engagement Profile
Staff Liaison	Director of Education

Officer Liaison	President as a non-voting member

414.	**Investment Committee**
Group Type	Standing Committee
Open or Closed Meeting	Closed
Purpose	To **oversee and manage the organization's investment portfolio and financial assets** in alignment with its goals, risk tolerance, and long-term sustainability.
Strategic Plan Assignment	Efficiency Pillar
Duties and Responsibilities	Develop and Maintain an Investment Policy Statement • Define Goals, risk tolerance, asset allocation, and performance benchmarks Select and oversee investment managers or advisors • Monitor performance and ensure fees are fair and services align with expectations Monitor Portfolio Performance • Review returns vs benchmarks regularly (typically quarterly) • Rebalance the portfolio when needed to stay aligned with policy and market conditions Ensure Liquidity for Operational Needs • Make sure the association and MLS have enough accessible funds for expenses, reserves, and emergencies. Advise the Board on Financial Strategy • Make recommendations about long-term reserves, capital improvements, or strategic initiatives that require funding. • Translate complex financial information into a language the board members will understand. Risk Management and Compliance • Ensure the organization isn't overexposed or violating policies or legal standards. Think, diversification, transparency and accountability.
Size and Composition	The Committee shall be composed of ten (10) members: the Treasurer, President, President-Elect, ValleyMLS President, plus six (6) at-large members.
Term(s)	Chair: Treasurer – one (1) year term. Members: Staggered three (3) year terms, except for Officers who shall serve concurrently with their term of office. Each member is eligible to serve one additional consecutive three (3) year term.
Appointment for Chair and Co-Chair	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by the Chair and Co-Chair with input from the assigned Staff Liaison.
Reports to	The Boards of Directors of HAAR and ValleyMLS.
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Must have a minimum of three (3) years of real estate experience. 3. Required to sign a confidentiality agreement. 4. Chair and Co-Chair must attend the annual Leadership Training and Development. 5. Must complete a Member Engagement Profile
Absences	Per Committee Absence Policy (Section 401)
Staff Liaisons	CEO and Director of Finance
Officer Liaison	Treasurer as voting chair

415.	**Leadership Orientation and Development**
Group Type	Standing Committee
Open or Closed Meeting	Open
Purpose	To create and maintain an educational program aimed at teaching interested Realtor members about HAAR, ValleyMLS, and the community they serve. The comprehensive program will reinforce the organization's commitment to governance excellence, accountability, and compliance with all applicable governing documents, laws, and Realtor standards.
Strategic Plan Assignment	Professionalism and Efficiency Pillars
Duties & Responsibilities	To create, maintain, and grow a comprehensive Leadership Academy curriculum that prepares future HAAR and ValleyMLS officers and directors for success in leadership. Topics to be included include, but are not limited to, *Introduction to the Governing Documents, Fiduciary Duties (Care, Loyalty, Obedience), Confidentiality & Conflict of Interest, Antitrust Compliance, Meeting Protocols & Decision Making (Roberts Rule of Order), Professional Conduct & Board Etiquette, and Past Presidents invited by the current President to provide perspective or mentorship.*
Size and Composition	Minimum of nine (9) members, including the Chair and Co-Chair
Appointment for Chair and Co-Chair	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by the Chair and Co-Chair with input from the assigned Staff Liaison.
Reports to	The HAAR Board of Directors
Attendance	Per Committee Absence Policy (Section 401)
Staff Liasion	Director of Education
Officer Liaison	The HAAR & ValleyMLS President-Elect

416.	The Nominating Committee
Group Type	Standing Committee
Open or Closed Meeting	Closed
Purpose	To determine both the qualifications of applicants for HAAR and ValleyMLS Officer and At-Large Board Director positions, and to determine the slate for members to vote upon.
Duties & Responsibilities	1. The Nominating Committee will meet in mid-August to review the submitted applications and verify eligibility to serve in preparation for candidate interviews. 2. The Nominating Committee will hold candidate interviews for all applicants the following week. Interviews will be held in person unless otherwise approved by the committee in the event of extenuating circumstances. 3. The Nominating Committee will meet the following week to determine the slates of Officer candidates, which will be presented to a designated member of staff and the Election Committee Chair. Candidates will be notified of selection at this time. 4. On the Friday following the Nominating Committee meeting, an email will be sent to HAAR Primary and Secondary REALTOR members eligible to vote, announcing the slate of Officers and reminding them of the upcoming Officer election. This email must be sent to members at least three weeks before the start of the Officer election. 5. The Nominating Committee will meet within four (4) business days of the Officer election to determine the slate of Director candidates, which will be presented to a designated member of staff and the Election Committee Chair. Candidates will be notified of selection at this time. 6. On Friday following the Nominating Committee meeting, an email will be sent to the HAAR Primary and Secondary REALTOR members eligible to vote, announcing the final slate of Directors and reminding them of the upcoming Director election. This email must be sent to members at least three weeks before the start of the Director election.
Size and Composition	The Nominating Committee shall be composed of the following seven (7) members: • Three (3) Past Presidents of HAAR • Two (2) Qualifying/Managing Brokers: one representing a firm with 75 or more agents and one representing a firm with less than 75 agents. • Two (2) At-Large Members elected by the general Membership prior to June 15th
Term(s)	One year
Appointment for Chair	The HAAR Board of Directors shall review and approve the Past Presidents and Brokers selected to serve on the committee. The full committee will be announced no later than June 30.
Reports to	The Board of Directors and the General Membership
Qualifications	1. REALTOR® member in good standing with HAAR. 2. Required to sign a confidentiality agreement.
Staff Liaison	Director of Communications and Government Affairs

417.	Past Presidents Advisory Council
Group Type	Committee
Open or Closed Meeting	Open to all past HAAR presidents
Purpose	To advise, mentor, and support the current leadership of the association by offering historical perspective, strategic insights, and continuity.
Strategic Plan Assignment	Professionalism Pillar
Duties and Responsibilities	• Act as Strategic Advisors by providing guidance on long-term planning, leadership succession, and major initiatives. Offer a "big picture" view based on lessons learned during their own terms. • Support Leadership Development: Mentor up-and-coming leaders, committee chairs, and incoming president. Help Identify, recruit, and encourage members for future leadership roles. • Provide Institutional Knowledge & Continuity by preserving organizational history, past decisions, and lessons learned. • Provide context during policy changes, governance updates, or major transitions.
Size and Composition	Any HAAR past president.
Term(s)	No Term Limit
Appointing the Chair	The HAAR immediate past president shall be the chair.
Reports to	The HAAR Board of Directors
Officer Liaison	President of HAAR

418.	Professional Standards Committee
Group Type	Standing Committee
Open or Closed Meeting	Closed
Purpose/Duties & Responsibilities	The **Professional Standards Committee** is responsible for conducting hearings on alleged violations of the **NAR Code of Ethics** and for resolving disputes involving members through **arbitration or mediation** when properly referred by the **Grievance Committee**. The Committee ensures that members of the Huntsville Area Association of REALTORS® (HAAR) uphold the highest standards of professionalism, integrity, and ethical conduct as required by the REALTOR® Code of Ethics.
Duties & Responsibilities	• Conduct hearings on alleged Code of Ethics violations in accordance with the **NAR Code of Ethics and Arbitration Manual** and HAAR's adopted procedures. • Provide both complainant(s) and respondent(s) an opportunity to be heard in a fair, impartial, and confidential process. • Determine findings of fact and recommend appropriate disciplinary actions, if warranted. • Ensure hearing panels are properly constituted, impartial, and adequately trained. • Conduct arbitration hearings involving contractual or commission disputes between REALTORS®, or between REALTORS® and clients, as referred by the Grievance Committee. • Evaluate evidence and testimony to render binding decisions consistent with NAR policy and Alabama law. • Uphold fairness, neutrality, and due process throughout proceedings.
Size and Composition	The Committee shall be composed of up to forty (40) members from whose membership hearing panels will be selected in accordance with the procedures established within the *Code of Ethics and Arbitration Manual* as said manual may, from time to time, be amended.
Term(s)	Appointments will be for staggered three (3) year terms.
Appointment for Chair and Co-Chair	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by the Chair and Co-Chair with input from the assigned Staff Liaison, subject to ratification by the Board.
Mediation	• Support and promote **mediation** as the preferred method of resolving business disputes between REALTORS®. • When both parties agree, they refer matters to mediation in accordance with HAAR's Mediation Policy.
Reports to	The Board of Directors or a panel thereof but only for the purpose of appeals of ethics hearings or reviews of arbitration hearings according to the Policies and procedures of the Code of Ethics and Arbitration Manual.
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Must have a minimum of three (3) years of real estate experience. 3. Required to sign a confidentiality agreement. 4. Chair and Co-Chair must attend the annual Leadership Training and Development. 5. Must complete a Member Engagement Profile
Absences	There shall be an alternate panel member selected for all hearings in the event a panel member cannot serve on an assigned hearing panel.
Staff Liaison	Director of Education

419.	REALTORS® In Action Committee
Group Type	Committee
Open or Closed Meeting	Open
Purpose	To assist REALTORS in need whether it is from a hardship, personal tragedy, illness, or as a result of a natural disaster.
Strategic Plan Assignment	Advocacy Pillar
Duties and Responsibilities	1. Accept applications from REALTORS® experiencing significant hardship and, based on established criteria, decide whether or not they are eligible to receive assistance from RIA. 2. Delivering assistance to those the Work Group determines by vote are eligible for such assistance. 3. Plan and execute Service Week by recruiting REALTOR® volunteers to donate their time to serve local non-profit organizations.
Size and Composition	Minimum of nine (9) members, including the Chair and Co-Chair
Term(s)	One year
Chair & Co-Chair Appointment	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by the Chair and Co-Chair with input from the assigned staff liaison.
Reports to	The Board of Directors
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Required to sign a confidentiality agreement. 3. Chair and Co-Chair must attend annual Leadership Training and Development, if held. 4. Must complete a Member Engagement Profile
Absences	Per Committee Absence Policy (Section 401)
Staff Liaison	Designated Staff Member
Officer Liaison	President-Elect

420.	REALTOR® EXPO Committee
Group Type	Committee
Open or Closed Meeting	Open
Purpose	The **REALTOR® Expo Committee** is responsible for planning, promoting, and executing the annual **HAAR REALTOR® Expo**, the Association's largest trade and networking event. The Committee's purpose is to provide members with access to industry partners, products, and services that support their real estate business while strengthening relationships among REALTORS®, Affiliates, and the broader community.
Strategic plan assignment	Knowledge Pillar
Duties and Responsibilities	• Develop the overall **theme, layout, and format** of the annual REALTOR® Expo. • Recommend event date, location, and structure for approval by staff and the Board of Directors. • Assist in selecting and coordinating vendors, sponsors, and exhibitors that add educational and business value to attendees. • Work with staff to ensure the Expo aligns with HAAR's brand standards and strategic objectives. • Review the proposed Expo budget in coordination with staff and the Finance Committee • Ensure the event operates within the approved budget while achieving maximum value for members and sponsors. • Conduct post-event evaluations to assess attendee satisfaction, exhibitor performance, and financial outcomes. • Provide recommendations for improvements and innovations for future events. • Collaborate with staff to identify sponsorship opportunities and help secure exhibitor and sponsor participation. • Ensure sponsorship packages are fair, transparent, and consistent with Association policies. • Encourage Affiliate engagement to promote strong member–business partnerships.
Size and Composition	Minimum of nine (9) members, including the Chair and Co-Chair
Term(s)	1 Year
Chair & Co-Chair Appointment	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by Chair and Co-Chair with input from the assigned staff liaison.
Reports to	The Board of Directors
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Chair and Co-Chair must attend the annual Leadership Training and Development. 3. Must complete a Member Engagement Profile
Staff Liaison	Education & Events Coordinator
Officer Liaison	None

421.	Awards Work Group (See Appendices for Award Criteria and Procedures)
Group Type	Work Group
Open or Closed Meeting	Closed
Purpose	• To determine award recipients for those requested by the Alabama Association of REALTORS® (AAR) • Affiliate of the Year • REALTOR® of the Year • Broker Excellence Award
Criteria	Section 7. Appendices
Duties and Responsibilities	1. The following are the awards and deadlines for which a nominee may be named for AAR award nominees: <u>Award Deadline to AAR</u> • David B. Roberts Award on/before 1 Aug • Robert Jemison Award on/before 1 Aug • Omega Tau Rho Award on/before 1 Aug • Mickey Phillips' REALTORS® for Children Award on/before 1 Aug • Harriett Isaacson Excellence in Education Award on/before 1 Aug • Robert C. Meeks ARPAC Award on/before 30 Nov 2. Review and follow the criteria for and select the award winner: • HAAR REALTOR® of the Year • HAAR Affiliate of the Year • HAAR Broker Excellence Award
Size and Composition	The Awards Work Group shall be comprised of five (5) to seven (7) HAAR at-large members.
Term(s)	One year
Chair & Co-Chair Appointment	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by Chair with input from the assigned staff liaison.
Reports to	1. The Alabama Association of REALTORS® for AAR awards. 2. The HAAR Board of Directors for HAAR awards.
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Must have a minimum of three (3) years of real estate experience. 3. Required to sign a confidentiality agreement. 4. Chair and Co-Chair must attend the annual Leadership Training and Development. 5. Must complete a Member Engagement Profile
Absences	Per Committee Absence Policy (Section 401)
Staff Liaison	Director of Communications and Government Affairs. The staff liaison will ensure the name of the honoree and the honoree's completed form is received by the Alabama Association of REALTORS® no later than August 1.
Officer Liaison	President as non-voting member

422.	REALTOR® Gala Work Group
Group Type	Work Group
Open or Closed Meeting	Open
Purpose	To plan and execute the annual REALTOR® Installation of Officers & Directors
Strategic Plan Assignment	Community Pillar
Duties and Responsibilities	To plan and execute the annual REALTOR® Gala.
Size and Composition	Minimum of nine (9) members, including the Chair and Co-Chair.
Term(s)	Temporary and concluded after the annual event.
Appointment for Chair & Co-Chair	The Chair shall be appointed by the incoming President, and the Co-Chair shall be appointed by the incoming President-Elect. Both appointments shall be subject to ratification by the Board.
Appointment for Committee Members	Selected by the Chair and Co-Chair with input from the assigned staff liaison.
Reports to	The Board of Directors
Qualifications to Serve	1. REALTOR® Participant or Subscriber in good standing in HAAR and ValleyMLS. 2. Chair and Co-Chair must attend the annual Leadership Training and Development. 3. Must complete a Member Engagement Profile
Absences	Per Committee Absence Policy (Section 401)
Staff Liaison	Education & Events Coordinator
Officer Liaison	Incoming President

SECTION 5: FINANCIAL POLICIES

501. INTRODUCTION

The following section is intended to provide an overview of the accounting and financial Policies and procedures applicable to HAAR, ValleyMLS, and 535 Monroe. This section will be reviewed at a minimum of every three (3) years.

This section shall document the accounting and financial operations of the HAAR, ValleyMLS, and 535 Monroe. Its primary purpose is to formalize accounting and financial Policies and select procedures for the accounting staff and to document internal control procedures.

All HAAR/ValleyMLS staff are bound by the Policies herein, and any deviation from established policy is prohibited.

502. ACCOUNTING DEPARTMENT OVERVIEW

HAAR, ValleyMLS, and 535 Monroe

The Accounting Department consists of staff that manage and process financial information for HAAR, ValleyMLS, and 535 Monroe. The Director of Finance leads the accounting department under the direction of the Chief Executive Officer (CEO).

Responsibilities

The primary responsibilities of the accounting department consist of:

- Accounts Payable
- Accounts Receivable
- Annual Audit
- Asset Management
- Bank Reconciliation
- Billing
- Budgeting
- Cash Disbursements
- Cash and Investment Management
- Cash Receipts
- Compliance with Government Reporting Requirements
- Contracts Administration
- External Reporting of Financial Information
- Financial Statement Preparation
- General Ledger Maintenance
- Payroll
- Prepare Sales and Use Taxes
- Procurement
- Reconciliation of Sub-Ledgers
- Remit Federal and State Taxes as prepared by the CPA

503. FINANCIAL STATEMENTS

HAAR, ValleyMLS, 535 Monroe’s fiscal year is January 1 through December 31.
HAAR, ValleyMLS, and 535 Monroe shall maintain a chart of accounts. All management staff involved with accounting coding responsibilities or budgetary responsibilities will be issued a chart of accounts. The chart of accounts must be updated annually upon approval of the Budget, and as needed throughout the fiscal year upon approval by the Director of Finance.

Financial Statements of HAAR, ValleyMLS, and 535 Monroe

Preparing financial statements and communicating key financial information is a necessary and critical accounting function. Financial statements are management tools used in making decisions, in monitoring the achievement of financial objectives, and as a standard method for providing information to interested parties external to HAAR, ValleyMLS, and 535 Monroe. Financial statements may reflect year-to-year historical comparisons or the current year's budget to actual comparisons. It is the policy of HAAR, ValleyMLS, and 535 Monroe to use Generally Accepted Accounting Practices (GAAP) for both non-profit and for-profit organizations to prepare financial statements on the accrual basis of accounting.

Frequency of Preparation

The objective of the accounting department is to prepare accurate financial statements in accordance with accepted accounting principles and distribute them in a timely manner. In meeting this responsibility, a standard set of financial statements described in the preceding section shall be provided monthly to the Board of Directors. The monthly set of financial statements shall be prepared on the accrual basis of accounting.

Annual Financial Statements

It is the policy of the organizations to arrange for an annual audit of the HAAR, ValleyMLS, and 535 Monroe financial statements to be conducted by an independent accountant. The independent accounting firm selected by the HAAR Board of Directors will be required to communicate directly with the Finance & Budget Committee upon completion of its audit. The audited financial statements, including the auditor's opinion thereon, will be submitted and presented to the Finance & Budget Committee. After the financial statements have been reviewed, they will be presented to the Board of Directors by the independent accounting firm. The results of the annual audits shall be presented at the next Membership Meeting after audit completion.

Treasurer’s Report

A monthly report shall be provided to the Board by the Treasurer. This report shall be prepared by the Director of Finance then reviewed by the Treasurer prior to the Board meeting. This report shall include any financial changes or updates made since the previous meeting.

All financial statements and supporting schedules shall be reviewed and approved by the Director of Finance prior to being issued by the Accounting Department. After preparation by the Director of Finance and review by the Treasurer, a complete set of written quarterly financial statements including a balance sheet, profit and loss statement, and comparison of budget to actuals quarter-to-date and year-to-date shall be presented to the:

- CEO
- Finance & Budget Committee
- Board of Directors for approval at the next monthly Board of Directors meeting following the end of the quarter.

504. BUDGETING

Overview

Budgeting is an integral part of managing HAAR, ValleyMLS, and 535 Monroe in that it is concerned with the translation of organizational goals and objectives into financial and human resource terms. A budget should be designed and prepared to direct the most efficient and prudent use of the organization's financial and human resources. A budget is a management commitment to a plan for present and future Association activities that will ensure survival. It provides an opportunity to examine the composition and viability of HAAR, ValleyMLS, and 535 Monroe programs and activities simultaneously in alignment with available resources.

Budget Preparation and Adoption
It is the policy of HAAR, ValleyMLS, and 535 Monroe to prepare an annual budget on the accrual basis of accounting and to adopt a final budget prior to the beginning of the HAAR, ValleyMLS, and 535 Monroe fiscal year.
The CEO, Director of Finance, and Treasurer shall prepare an annual budget with input from senior staff, staff liaison(s), and the Finance & Budget Committee. After the proposed budget is finalized by the Finance & Budget Committee, it will be presented to the Board of Directors a minimum of seven (7) working days prior to the Board meeting for review and approval.

The annual budget will be presented by the Treasurer for approval by membership at the October meeting. All members shall be provided with copies of the agenda and the full budget no later than seven (7) days prior to the meeting. These materials are intended to ensure members have sufficient time to review and consider the matters up for decision.

HAAR, ValleyMLS, 535 Monroe Budget Modifications
After the annual HAAR, ValleyMLS, and 535 Monroe budgets have been formally approved, reclassifications of budgeted expense amounts within the total approved annual budget can be made by the Finance & Budget Committee and approved by the Board of Directors. Such adjustments will not change the total approved expenses within the overall budget. See Article XI of the Bylaws for the procedure for handling non-budgeted expenses and multi-year contracts.

505. DUES AND ASSESSMENTS

HAAR Membership Dues Collections
The membership dues billing should be created by November 30 of the preceding year. Membership dues are due by January 1. If not paid by January 16, membership dues are considered late, and the member will receive a late fee. If dues and late fee are not paid by February 1, the membership is suspended with HAAR, and the Broker should return the agent's license to the Alabama Real Estate Commission. If the Broker has not returned the unpaid agents license to AREC by March 1, the Broker will be billed for the dues (HAAR, State, and National as well as the HAAR late fee).

If the licensee reapplies after March 15, they must remake the application to HAAR to include an application fee appropriate to the time inactive, the State's application fee, and the full year dues (the HAAR late fee will be written off at this time).

506. SIGNATORIES

All checks shall be signed by one authorized staff member and one authorized officer.

1. HAAR Signatories: The four (4) signatories shall be the President, Treasurer, CEO, and the Director of Finance.

2. ValleyMLS Signatories: The four (4) signatories shall be the MLS President, Treasurer, CEO, and the Director of Finance.

3. 535 Monroe Street Signatories: The four (4) signatories shall be the HAAR President, Treasurer, CEO, and the Director of Finance.

507. BUSINESS TRAVEL

In January of each year, the Executive Committee, CEO, and senior staff will set the business travel schedule and reimburse business travel expenses for HAAR, ValleyMLS, and 535 Monroe Executive Committee based on the budget, current priorities, and industry developments.

REIMBURSED EXPENSES

The following is to be used as a guideline for determining reimbursable expenses for HAAR personnel, officers, directors and others as noted while doing the work of, or representing, HAAR. Every effort should be made to be a good steward of the Association's resources. Travel expenses must be reasonable and adequately documented to satisfy the Association's policy and IRS regulations.

TRAVEL COSTS

Annual travel costs planned for within the budgets will be split equally between HAAR, ValleyMLS, and 535 Monroe. Staff will make every effort to pre-pay event/conference registrations and reserve accommodation in advance of any planned trip. It is the traveler's duty to minimize costs wherever possible by car-pooling, taking public transportation, splitting rideshares expenses, etc.

REIMBURSEMENT PROCEDURE

1. Prior to attending conventions, conferences, events or meetings, members that have received approval from the Officers and Directors for reimbursement should obtain an expense report form from the Association's Director of Finance.
2. The completed expense report form must be returned to the Director of Finance within 30 days of attending meetings and shall not extend into a new fiscal year.
3. In general, receipts should accompany each item on the expense report whenever possible. Receipts must accompany items such as lodging, parking, rideshare, etc., and should be well documented. Receipts are not required for meals covered by the per diem.
4. The daily rate for per diem is $100 for in-state, and $125 for out-of-state, regardless of whether or not it is a travel day. Per diem includes such things as meals, room service, cash tips, and other incidentals.
5. Hotel rooms shall be reimbursed beginning the night of the first meeting, unless the time of, and distance to, the first meeting requires the member to leave the day before. Hotel reimbursement shall end the morning of the last meeting, unless the time of, and distance from it, requires the member to stay over another night.
6. Each driver will be reimbursed at the current year's IRS mileage rate. These rates apply to electric and hybrid-electric automobiles, as well as gasoline and diesel-powered vehicles. Transportation costs are to be claimed by the driver only. Mileage for local driving to Huntsville International Airport can be included for flights from Huntsville.
7. Airfare costs are to be determined as the lowest-priced, refundable airline ticket 30 days prior to travel (to include one (1) checked bag and one (1) carry-on bag). Car-pooling is encouraged and will be considered when determining whether flying or driving is justifiable.

OTHER EXPENSES

Any other expense shall be submitted for approval on a case-by-case basis. ***The staff has the authority to question expenses that appear excessive or are unsubstantiated.***

STATE DIRECTORS

(**Note:** Amount is subject to annual revision)

- State Directors, unless otherwise reimbursed, shall be reimbursed for travel up to $2,230 per year per State Director, with receipts being required, provided they attend the State Directors' meeting in its entirety, and are present at the time of adjournment.
- Eligible travel allowances must be provided for in the annual budget or otherwise approved in advance in accordance with the Association's Financial Policies.

508. INVESTMENT POLICIES - HAAR

Scope of this Investment Policy

The Board of Directors has adopted this statement of Investment Management Procedures and Guidelines to provide guidelines and procedures for the investment of funds and assets held by HAAR, ValleyMLS, and 535 Monroe.

Definitions

1. "Operating Fund" shall mean the HAAR funds used in the daily operations of the organization.
2. "Board of Directors" shall refer to the governing board established to administer the Long-term Reserve as specified by applicable ordinance.
3. "Finance & Budget Committee" shall refer to the governing body appointed by the Board of Directors to make investment management recommendations and monitor those recommendations.
4. "Investment Committee" shall be a sub-Committee of the Finance & Budget Committee organized to ensure the Investment Policy is being properly executed upon, monitor investment results, and make recommendation to the Finance & Budget Committee regarding governance and management of the HAAR Long-term Reserves.
5. "HAAR Management" shall consist of the Investment Committee, the Finance & Budget Committee, and the HAAR Board of Directors.
6. "Fiduciary" shall mean any individual or group of individuals that exercise discretionary authority or control over Long-term Reserve management or any authority or control over management, disposition, or administration of the Long-term Reserve's assets.
7. "Investment Manager" shall mean any individual, or group of individuals, or fund, employed to manage the investments of all or part of the Long-term Reserve assets.
8. "Investment Management Consultant" shall mean any individual or organization employed to provide advisory services, including advice on investment objectives and/or asset allocation, investment manager search, and performance monitoring.
9. "Securities" shall refer to the marketable investment securities, which are defined as acceptable in this statement.
10. "Investment Horizon" shall be the time period over which the investment objectives, as set forth in this statement, are expected to be met. The investment horizon for this Long-term Reserve is perpetual with the existence of HAAR. However, for asset allocation purposes, a ten-year time horizon will be utilized.

Introduction

This policy will apply to HAAR and any of its owned entities, except where clearly stipulated or amended to reflect the objectives, needs, and organizational structure of that entity including 535 Monroe. All long-term reserve assets of HAAR, ValleyMLS, and 535 Monroe, including those funds that are legally unrestricted, are to be managed in a fiduciary capacity, with a high sense of stewardship and manner to accomplish the long-term investment objectives set forth in this policy. The funds designated for long-term investment will be separate and apart from the operating fund.

Purpose of this Investment Policy Statement

This statement of Investment Policy is set forth by the Board of Directors of the HAAR in order to:

1. Define and assign the responsibilities of all parties involved.
2. Establish a clear understanding for all involved parties of the investment goals and objectives of Long-term Reserve assets.
3. Offer guidance and limitations to all Investment Managers regarding the investment of the Long-term Reserve assets.
4. Establish a basis for evaluating investment results.
5. Manage Long-term Reserve assets according to prudent standards.

6. Establish the relevant investment horizon for which the Long-term Reserve assets will be managed.

In general, the purpose of this statement is to outline a philosophy and attitude, which will guide the investment management of the assets toward the desired results. It is intended to be sufficiently specific to be meaningful, yet flexible enough to be practical.

Delegation of Authority

The Board of Directors of HAAR serves in a fiduciary capacity and is responsible for directing and monitoring the investment management of the Association's assets, including any entities owned by HAAR and assets of the Long-term Reserve as approved by this policy. As such, with approval of the Board of Directors, the Finance & Budget Committee has oversight of the investment policy and can delegate certain responsibilities to professional experts in various fields, the selection of which includes (but not limited to):

Investment Management Consultants, who will assist in establishing the investment policy, objectives, and guidelines, as well as assist in selecting the Investment Manager, review of Investment Manager performance, and other tasks deemed necessary.

1. Investment Manager, who will undertake discretionary responsibility to buy, sell, and hold securities to meet the long-term investment objectives.

2. Custodian, who will maintain position of securities as well as facilitate transactions of securities purchased, sold, redeemed, and exchanged; take receipt of dividends interest payments, and provide regular accounting of positions and transactions into and out of the long-term reserve.

3. Any other specialists who may be employed to assist the Committee with its responsibilities related to managing the assets, including attorneys, accountants, auditors, and actuaries.

Investment Objectives of the Long-Term Reserve

The investment strategy of HAAR is to emphasize Total Return; that is, the aggregate return from capital appreciation and dividend and interest income.

Specifically, the primary objective for Long-term Reserve assets shall be:

- Long-Term Moderate Growth of Capital, emphasizing long-term growth of principal while avoiding excessive risk. Short-term volatility will be tolerated in as much as it is consistent with the volatility of a comparable market index.

Specific Investment Objectives of the Long-Term Reserve

The HAAR Board of Directors recognizes that by authorizing spending, HAAR's purchasing power *may* be subject to erosion unless the investment strategy implemented can support the current and future levels of spending.

Over the investment horizon of 10 years, the objective of the aggregate Long-term Reserve is to exceed an average target rate of return of 5% per year.

The investment goals above are the objectives of the aggregate Long-term Reserve and are not meant to be imposed on each investment account (if more than one account is used). The goal of each Investment Manager, over the investment horizon, is to:

1. Meet or exceed the market index, or blended market index, selected and agreed upon by the Finance & Budget Committee and the Investment Manager. The index will most closely correspond to the style of the Investment Manager.

2. Display an overall level of risk in the portfolio, which is no greater than the risk associated with the benchmark specified above. Risk will be measured by the standard deviation of quarterly returns.

Specific investment goals and constraints for each Investment Manager, if any, shall be incorporated as part of this statement of investment policy. Each Manager shall receive a written statement outlining his specific goals and constraints as they differ from those objectives of the entire Long-term Reserve.

Definition of Risk
The HAAR Board of Directors realizes that there are many ways to define risk. It believes that any person or organization involved in the process of managing the Long-term Reserve's assets should understand how it defines risk so that the assets are managed in a manner consistent with the Long-term Reserve's objectives and investment strategy as designed in this statement of Investment Policy. The Investment Committee defines risk as the probability of not meeting the Long-term Reserve's objectives.

Volatility of Returns
The Target Mix has an expected return in one year of 5%. The expected risk is the standard deviation from this mean return. The larger the standard deviation percentage, the greater the portfolio volatility.

The Time Horizon Target Mix will be obtained over a period of time based on cash demands on the portfolio and can be changed periodically by the Investment Committee, within the approved guidelines, and periodically reported to the Finance & Budget Committee.

Investment Guidelines
The Long-Term investments may be invested into any funds to achieve the objective except the following:

Prohibited Investments
- Private Placements
- Letter Stock
- Derivatives
- Commodities
- Short Sales
- Margin Transactions
- Residential Real Estate

Any changes to these guidelines must be approved by the Finance & Budget Committee and presented to the Board of Directors for approval, with the Investment Manager providing reasoning behind the recommendation, the expected returns, and risks associated with the specific investment.

Asset Allocation Guidelines
To maximize the probability of achieving a balanced portfolio, in line with risk parameters and tolerance for short-term volatility, the following asset allocation ranges are acceptable:

- Up to 60% of total account value can be held in fixed income securities, of which 70% or more must be "investment grade" (as determined by at least two ratings agencies).
- Up to 60% of equity securities, including mutual funds, can be held in exchange-traded funds.

- Cash or cash equivalents, when held by the Investment Manager, will be used productively to limit risk during periods of short-term volatility or rebalancing the portfolio of holdings to meet asset allocation guidelines.

The asset allocation will be set to limit the specific risk associated with any single security, mutual fund, or class of securities. The CEO will periodically review the overall asset allocation to ensure proper diversification and make recommendations to the Finance & Budget Committee. Any violations of the allocation mix must be cured as soon as possible.

Accounting Treatment
All purchased investments shall initially be recorded at cost. All investments acquired by donation to HAAR shall initially be recorded at their fair market value as of the date of donation. Donated investments shall be recorded as unrestricted, temporarily restricted, or permanently restricted income and net assets based on the existence or absence of such restrictions, as defined earlier.

Subsequent to acquisition, it shall be the policy of HAAR to carry all equity securities with readily determinable fair market values and all debt securities at their market values. Adjustments to market value shall be made monthly in the accounting records and financial statements of HAAR to be compliant with Generally Accepted Accounting Principles (GAAP).

Adjustments to market value result in unrealized gains and losses on investments. Such gains and losses resulting from contributed investments (or from investments purchased with contributed funds) shall be classified as unrestricted, temporarily restricted, or permanently restricted based on the existence or absence of explicit restrictions on such appreciation and depreciation from the donor, as defined earlier. Such unrealized gains and losses from investments purchased with unrestricted funds shall be classified as unrestricted.

Gifts Received
Any gifts received by the Finance & Budget Committee to the fund as securities must be readily liquid and not violate “prohibited securities” as listed in this policy.

Responsibility of the Investment Manager
The services of a registered investment advisor will be utilized to manage portions of the investment portfolios. Investment Managers being considered will be evaluated on several factors, including but not limited to the needs of HAAR, the pattern of the historical rates of return and the volatility to those returns, styles of management, adherence to style, research capability, staffing, fees, and other factors considered relevant and incorporating best practices. Each Investment Manager will have full discretion to make all investment decisions for the assets placed under his or her jurisdiction, while observing and operating within all Policies, guidelines, constraints, and philosophies outlined in this section.
The Investment Manager shall be responsible for:

1. Discretionary investment management, including decisions to buy, sell, or hold individual securities, and to alter asset allocation within the guidelines established in this statement.
2. Communicating to HAAR management of any major changes to economic outlook, investment strategy, or other factors that affect implementation of the investment process or fulfilling the HAAR investment objectives.
3. Informing the HAAR management within 30 days regarding any qualitative change to investment management organization. Examples include changes in portfolio management personnel, ownership structure, investment philosophy, etc.
4. Voting proxies on behalf of HAAR in its best interest.

Procedures
This investment policy shall be reviewed every two years at the beginning of the calendar year by the Finance & Budget Committee for any necessary revisions. Recommendations for any revisions or

modifications will be made by the Finance & Budget Committee to be approved by the Board of Directors.

509. INVESTMENT POLICIES – 535 Monroe Street, LLC

Scope and Purpose

The purpose of this statement is to provide guidelines and procedures for long-term investment funds held by 535 Monroe Street, LLC (a wholly owned entity of HAAR). This statement is meant to adopt and utilize the Investment Policy Statement, approved by the Finance & Budget Committee and the Board of Directors of HAAR, in its entirety, with respect to Long-term Investments and restricted reserves.

Asset Allocation Guidelines

1. Real Estate property will be permitted to be held as a long-term investment. The property will need to be evaluated annually for marketability, as determined by acceptable standards.

2. At least 5% of the total value of the assets held in the entity must be held in cash or cash equivalents, as defined in the Investment Policy Statement.

3. Tax-exempt securities, such as municipal notes or bonds, may be held to accommodate the entity's tax status.

Liquidity and Marketability

1. The Committee is permitted to contract with lenders, at current market rates, to create borrowing facilities against the properties held. Each new line created or marked to be closed must be approved by a majority vote of both the Finance & Budget Committee and the Board of Directors

2. Liquidation of any real estate property held must be approved by a majority vote of both the Finance & Budget Committee and the Board of Directors then ratified by the membership.

Property Management or Consultant

The Finance & Budget Committee, with approval by the Board of Directors, may choose to contract with a real estate management company for professional services or consultation regarding management, acquisition, or liquidation of property held in this entity.

510. INSURANCE

Overview

It is fiscally prudent to have an active risk management program that includes a comprehensive insurance package. This will ensure the viability and continued operations of HAAR. It is the policy of HAAR to maintain adequate insurance against general liability, as well as coverage for buildings, contents, computers, fine arts, equipment, machinery, and other items of value.

Coverage Guidelines

As a guideline, HAAR will arrange for the following types of insurance:

- LIABILITY AND DEFENSE EXPENSE
- ANTITRUST
- ASSET PROTECTION
- BUSINESSS PERSONAL PROPERTY
- EMPLOYMENT PRACTICES LIABILITY COVERAGE
- WORKERS COMPENSATION
- DIRECTORS AND OFFICERS
- FIDELITY BOND

511. RECORD RETENTION

HAAR shall have a system in place for maintaining and destroying information, including electronic information. Whenever possible, documents to be retained shall be reduced to an electronic format to save physical space. Since certain types of records, such as employment records, are governed by state and federal privacy laws, HAAR shall comply with these laws as they govern the confidentiality and destruction of these documents.
It is the policy of HAAR to retain records as required by law and to destroy them when appropriate. The CEO must approve the destruction of records. The financial records of the HAAR will be kept as dictated by the HAAR Record Retention Policy listed below. ***Note:*** *AT = after termination and AD = after disposal of asset.*

Corporate

Certificate and Articles of Incorporation	Permanent
Charter	Permanent
Minutes of Board of Director Meetings	Permanent
Annual Reports	Permanent
IRS Letter of Determination of Exempt Status	Permanent
Business Licenses	Permanent

Accounting Records

Accounts payable/receivable	7 years
Audit Reports	Permanent
Bank Statements, reconciliations, and cancelled checks and bank electronic payment records	7 years
Financial Statements – Annual Certified by CPA's	Permanent
General Ledger	Permanent
Inventory records	7 years AD
Purchase orders and Sales records	7 years

Tax Returns:

• Federal Income Tax Return & Work papers	Permanent
• State Income Tax Return & Work papers	Permanent
• Sales and Miscellaneous Tax Returns	10 years
• Payroll	7 years

Contracts

Major Contracts and Agreements	10 years AT
Minor Contracts	4 years AT
Patents/trademarks	Permanent
Shareholder records	Permanent
Stock certificates/register	Permanent
Surety bonds	3 years AT

Employee Records

Benefit plans	7 years
Contracts	7 years
Disability claims	7 AT
Travel and expense reports	7 years
Garnishments	3 years AT
Payroll records	7 years
Personnel files	7 years
Worker's Compensation reports	10 years
Withholding Tax Statements (W-2's)	7 years

Insurance	
Policies and declarations	7 years AT
Group Insurance Reports	5 years AT
Membership Applications	2 years
Property (Real Property)	
Appraisals	Permanent
Construction records	Permanent
Damage reports	7 years
Leasehold improvements	Permanent
Lease payment records	4 years AD
Leases	7 years AT
Mortgages	Permanent
Plans and specifications	Permanent
Real Estate Purchases	Permanent
Real Estate Sales	Permanent
Real estate Taxes Permanent	10 years
Property (Tangibles and Intangibles)	
Fixed Assets Additions, Depreciation, etc.	7 years AD
Professional Standards	
Case Files	3 years
Decisions	Permanent
RPAC Records	3 years

512. RESTRICTED RESERVES POLICY

It is the goal of HAAR to build and maintain restricted cash reserves equivalent to a minimum of 9 months to a maximum of 18 months of operating expenses. The expense is determined as three-fourths (3/4) of the annual or revised expense budget. The restricted reserves should be evaluated every year. Interest income from these funds may be used for ongoing expenses. The principal amount should be made available for use with the approval of the Board of Directors.

513. CAPITALIZATION POLICY

Purpose

This accounting policy establishes the minimum cost (capitalization amount) that shall be used to determine the capital assets that are to be recorded in the HAAR annual financial statements (or books).

Capital Asset definition

A "Capital Asset" is defined as a unit of property that: (1) has an economic useful life that extends beyond twelve (12) months; and (2) was acquired or produced for a cost of more than $1,500. Capital Assets must be capitalized and depreciated for financial statement (or bookkeeping) purposes.

Capitalization thresholds

HAAR, ValleyMLS, and 535 Monroe have established $1,500.00 as the threshold amount for minimum capitalization. Any items costing below this amount should be expensed in HAAR's financial statements (or books).

Capitalization method and procedure
All Capital Assets are recorded at historical cost as of the date acquired.
Tangible assets costing below the threshold amount are recorded as an expense for HAAR's annual financial statements. Alternatively, assets with an economic useful life of twelve (12) months or less are required to be expensed for financial statement purposes, regardless of the acquisition or production cost.

Recordkeeping
Invoices substantiating an acquisition cost of each unit of property shall be retained for a minimum of four years.

515. UNRELATED BUSINESS ACTIVITIES - HAAR

Identification and Classification
It is the policy of HAAR to properly identify and classify income-producing activities that are unrelated to HAAR's tax-exempt purpose using the guidelines described in the Internal Revenue Code and underlying regulations. Such income accounts shall be segregated into separate accounts in the general ledger of HAAR to facilitate tracking and accumulation of unrelated trade or business activities.

Allocation of Expenses to Unrelated Activities
In addition to segregating income associated with activities that are unrelated to HAAR's exempt purpose, HAAR's general ledger shall also provide accounts for expenses associated with each such unrelated activity. These expenses shall be offset against unrelated business revenue in arriving at unrelated business taxable income. Expenses that shall be offset against gross unrelated business income shall be limited to those expenses directly associated with the production of such income, including reasonable allocation of indirect costs that benefit each activity, in accordance with expense allocation Policies described elsewhere in this manual.

Reporting
It is the Policy of HAAR to file IRS Form 990-T to report taxable income from unrelated trade or business activities. Form 990-T is not subject to any public access or disclosure requirements. Accordingly, it is the policy of HAAR not to distribute copies of Form 990-T to anyone other than management of the HAAR.
HAAR shall also report taxable income from unrelated trade or business activities that are subject to state or local income or franchise taxes on the appropriate return. It is the policy of HAAR to utilize its outside CPA firm to prepare all federal and state Income Tax returns.

516. MEMBER ACCESS TO FINANCE INFORMATION AND MINUTES

A. Financial Information:
The budget will be provided to the Membership for approval at the Annual Meeting.

B. HAAR Minutes of Meetings
It is the policy of HAAR that members may review the Minutes of any HAAR Board, Membership, Committee, or Workgroup Meetings. Minutes and financial reports are kept on file at the HAAR Office and available upon request and by appointment. All minutes and/or reports are not to be copied or removed from the building.

C. Confidentiality
Members requesting access to financial information, minutes of any HAAR Board, Membership, Committee, or Workgroup meetings must sign a confidentiality agreement prior to review.

517. GOVERNMENT TAX FILINGS AND RETURNS

Filing of Returns
It is the policy of HAAR to comply with all known filing requirements. The Director of Finance shall be responsible for identifying all filing requirements and assuring that HAAR and their subsidiaries comply with all

such requirements. It is also the policy of HAAR to file complete and accurate returns with all authorities. HAAR shall make all efforts to avoid filing misleading, inaccurate or incomplete returns.
Filings include, but are not limited to, the following:

- **Form 990 (HAAR)** - Annual information return of tax-exempt associations, filed with IRS. Form 990 for HAAR is due on the fifteenth day of the fifth month following year-end. An automatic 3-month extension of time to file Form 990 may be obtained by filing Form 8868. Upon expiration of the first 3-month extension, a second 3-month extension may be requested using Form 8868.

- **Form 990-T (HAAR)** - Annual tax return to report HAAR's unrelated trade or business activities, filed with IRS. Form 990-T is due on the fifteenth day of the fifth month following year-end. An automatic 6-month extension of time to file Form 990-T may be obtained by filing Form 8868.

- **Form 940** - Annual federal unemployment tax return filed with IRS, is due January 31.

- **Form 941** - Quarterly payroll tax return filed with IRS to report wages paid to employees and federal payroll taxes. Form 941 is due by the end of the month following the end of each quarter, or 10 days later if all payroll tax deposits have been made in a timely manner during the quarter.

- **Annual Report of Unclaimed Property –** File with the State of Alabama by May 1 of each year for the one-year period five years prior. (e.g., Report due 5-1-2010 is for property with no activity 12-31-2004 and prior)

For a complete list of all tax returns and their due dates, please consult the Director of Finance. All annual tax and information returns of HAAR (Form 990, Form 990-T) filed.

It is the policy of HAAR to utilize its outside CPA firm to prepare all Federal and State Income Tax returns.

It is the policy of HAAR to comply with all state payroll tax requirements by withholding and remitting payroll taxes to the state of residency of each HAAR and ValleyMLS employee.

SECTION 6: GENERAL POLICIES

601.CONFIDENTIALITY POLICY

All members of the HAAR or ValleyMLS Board of Directors ("Board") acknowledge that as a result of membership, they will take part in discussions, deliberations, decisions, negotiations, and/or business dealings that will cause them to gain access to certain confidential and proprietary information, including but not limited to, long-range plans, financial information, contracts, and contacts. Each Board member is responsible for keeping this type of information confidential.

Each Board shall act as one body in all HAAR or ValleyMLS decisions. As such, once the Board has decided on a matter, that matter must not be discussed outside of the meeting. It is a serious violation for a Director to voice opposition to a decision of the Board outside of a Board meeting

<u>Once an issue has been discussed and a final decision has been made by a majority of the Officers and Directors, all members of the Board of Directors agree to abide* by and support the decision.</u> *Prior to a final decision, the Board encourages vigorous debate among Board members. The intent of this paragraph is to make it clear, however, that once a final decision has been made, individual Board members should not make statements outside the boardroom that undermine the Board's decision, even if the Board member disagrees. The Board does not expect* *every member to become a vocal proponent of a Board decision, but members should understand that the Board acts as a unit and that individual members must respect the collective will of the Board.*

602. CONFLICT OF INTEREST POLICY

A conflict of interest is a situation where a person's personal, financial, or professional interests interfere with their duty to act in the best interest of an organization, client, or public. Any certain or potential conflict of interest ("conflict of interest") on the part of any member of the HAAR or ValleyMLS Board of Directors or committees should be disclosed to the other members and staff and made a matter of record, either through an annual disclosure, if such matter is known at that time, or when the interest becomes a matter of action.

Any member of the Board or committees having a conflict of interest on any matter must not take part in decisions concerning that matter or participate in a vote on such. Further, he/she will not be counted when determining if a quorum exists for the meeting, even where technically permitted by law. In these situations, the minutes of the meeting will reflect that a disclosure was made, the abstention from voting, and the details of the quorum.

The foregoing requirements should not be construed as preventing the member of the Board or committees from participating in discussions on the matter or from answering pertinent questions from other members, if posed in a meeting, where he/she may possess special knowledge. However, any member having a conflict of interest should not intentionally use his/her personal influence on a matter involving the conflict of interest, nor should he/she hold conversations outside of the meeting on the topic or answer private questions.

603. NON-DISCRIMINATION, AND ANTI-HARASSMENT

This Non-Discrimination, and Anti-Harassment Policy (the "Policy") applies to all Association related meetings or events, whether held in public or private facilities, including meetings or events sponsored by organizations other than the Association and held in conjunction with Association meetings, events, or Association communications.

A. **GENERAL**
The Association is committed to creating a respectful, courteous work environment free of discrimination and unlawful harassment of any kind directed against individuals or groups. In pursuit of this commitment, the Association will not accept any excuse, reason, or rationale, such as, but not limited to ignorance, humor, anger, or substance abuse. Furthermore, the Association believes that its volunteers, general members, employees and guests, including, but not limited to, vendors, contractors, visitors, are responsible for their behavior and should be held accountable for their actions.

B. The Association fully supports the rights and opportunities of its volunteers, members, employees and guests, including, but not limited to, vendors, contractors, and visitors to be in an Association environment free from discrimination and harassment.

C. Violations of the Policy may also be violations of federal, state, and/or local laws. The Association expressly prohibits any form of unlawful discrimination or harassment based on race, color, religion, sex, national origin, age, disability, sexual orientation, gender identity, or status in any group protected by federal or state or local law ("Protected Categories"). The Policy also prohibits retaliation against a person who files a harassment or discrimination complaint, or who assists or participates in the investigation of a report. This Policy applies to all incidents of alleged discrimination or harassment, including those which occur off premises or off-hours, where the alleged offender is an employee, whether supervisor or coworker; volunteer, including, but not limited to members and Directors; or a non-employee with whom an individual is involved, directly or indirectly, in a business or potential business relationship related to the Association.

D. The Board of Directors and the CEO have the overall responsibility to maintain effective enforcement of the Policy.

604. PROHIBITED HARASSMENT

A. Harassment consists of, but is not limited to unwelcome conduct, whether verbal, physical or visual, that is based upon a person's race, color, religion, sex, national origin, age, disability, sexual orientation, gender identity, or other pro characteristic protected by federal, state, or local law. Without limiting the foregoing, the Association will not tolerate harassing conduct that affects tangible job benefits, interferes with an individual's work performance, service or creates an intimidating, hostile, or offensive working or service environment. The Association is committed to taking all reasonable steps to prevent such conduct.

B. Examples of prohibited harassment include, but are not limited to, the following:

- Epithets, slurs or negative stereotyping; threatening, bullying, intimidating or hostile acts; denigrating jokes; and the display or circulation of written or graphic material that denigrates or shows hostility toward an individual or group based on a protected characteristic.

C. With respect to sexual harassment, the Association prohibits unwelcome sexual advances, requests for sexual favors, and all other verbal, visual or physical conduct of a sexual or otherwise offensive nature, specially where:

- Submission to such conduct is made, either explicitly or implicitly, a term or condition of employment or service as a volunteer.
- Submission to or rejection of such conduct is used as the basis for decisions affecting an individual's employment, position as volunteer, or
- Such conduct has the purpose or effect of creating an intimidating, hostile, or offensive working or service environment.

D. Examples of sexual harassment, which may involve individuals of the same or different gender, include but are not limited to:

- Verbal: Sexual innuendoes, suggestive comments, jokes of a sexual nature, sexual propositions, and threats.
- Non-Verbal: Sexually suggestive objects or pictures, graphic commentaries, suggestive or insulting sounds, leering, whistling, obscene gestures.
- Physical: Unwanted physical contact, including touching, pinching, brushing the body, coerced sexual intercourse, assault.

Whatever form it takes, verbal, non-verbal, or physical, sexual harassment is wrong, and may be insulting and demeaning, and otherwise harmful to the recipient.

605. COMPLAINT PROCEDURE

A. The Association is determined to investigate and resolve complaints of discrimination, harassment, and/or retaliation as immediately and discreetly as possible. If a volunteer, member, employee or guest, including, but not limited to, vendor, contractor, visitor believes that he or she has been the subject of discrimination, harassment or retaliation, or a witness to harassment or other inappropriate behavior in violation of this policy, the person is encouraged, but not required, to tell the offender that the behaviors and actions are unwelcome. And as soon as possible after the incident of discrimination, harassment or retaliation, the person shall report the incident to one of the following individuals:

- CEO
- Any presiding Officer of the Board of Directors, if the incident involves the CEO
- The President Elect, if the incident involves the President

If the alleged harassment occurs at a time other than during normal business hours, the person should make the complaint as early as practicable. The person should report the facts of the incident, including what happened, how often, and where the incident(s) took place, as well as the names of the individuals and witnesses involved.

B. The CEO, Association President, Association President-Elect and/or Counsel shall notify the Board of Directors of the existence of the complaint at least by the next regularly scheduled Board meeting, or by a special called board meeting if earlier action is necessary. Insurance carriers shall also be notified in accordance with any existing insurance policy.

606. INVESTIGATION AND DISCIPLINE HARASSMENT

A. Upon receipt of a complaint of possible violation of the Policy, the Association legal counsel will acknowledge receipt of the complaint to the Complainant as soon as practical, e.g., within five (5) business days of receipt. The Association will take immediate and appropriate corrective action, including, but not limited to, conducting a confidential and thorough investigation at the direction of legal counsel.

B. During the investigation, the Association will involve only those persons deemed necessary to the investigation, and disclosures will only be made on an as-needed basis. Upon conclusion of the investigation, legal counsel shall provide a report to the CEO and all Board Officers who do not have A conflict

C. If it is determined that the investigation substantiates that a violation of this policy has occurred, the CEO, the President, President-Elect, and one Board of Director selected by the President, in consultation with legal counsel, will determine the appropriate disciplinary action. If one or more of the foregoing officers are named in the complaint, the Association's legal counsel will identify a substitute to be selected from the Board of Directors.

D. The Association reserves the right to take appropriate corrective action against a volunteer, member, employee or guest, including, but not limited to, vendor, contractor or visitor, who engages in any alleged violation of this policy. Corrective actions may include, but are not limited to, any one or more of the following:

- Prohibition from attendance at future Association meetings or events.
- Removal from a Committee or Board appointment.
- Expulsion from membership.
- Attendance of specific educational classes.
- Assessment of a fine.
- Termination of contract.
- Termination of employment.
- Referral to a law enforcement agency.

- Any other disciplinary action that the Association deems appropriate.

607. WHISTLEBLOWER POLICY (From NAR)

A. Whistleblower Policy Purpose
The purpose of this Whistleblower Policy is to:
   1. Encourage staff and volunteers to come forward with credible information on illegal practices or serious violations of adopted policies of the Association
   Specify that the Association will protect the person from retaliation
   Identify where such information can be reported.

B. Encouragement of reporting
The Association encourages complaints, reports or inquiries about illegal practices or serious violations of the Association's policies, including illegal or improper conduct by the Association itself, by its leadership, or by others on its behalf. Appropriate subjects to raise under this policy include violations of law, financial improprieties, accounting or audit irregularities, harm to public health or safety, ethical violations, or other similar illegal or improper practices or policies. Other subjects on which the Association has existing complaint mechanisms or policies should be addressed through channels described in those mechanisms or policies, 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.

C. 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 prohibits retaliation against staff and volunteers for refusal to participate in an activity that would result in a violation of local, state or federal law. The Association will not retaliate against a staff member or volunteer who discloses or threatens to disclose to a supervisor, director, vice-president, the Chief Executive Officer, or law enforcement agency or other governmental agency, any activity, policy, or practice of the Association that the person reasonably believes is in violation of a local, state or federal law. The Association reserves the right to discipline staff or volunteers who make bad faith, knowingly false, or vexatious complaints, reports or inquiries or who otherwise abuse this policy.

D. Where to report
A complaint, report or inquiry may be made under this policy on a confidential or anonymous basis and will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation. The complaint, report or inquiry should describe in detail the specific facts demonstrating its basis. A complaint, report or inquiry by staff should be directed to a direct supervisor; if this person is implicated in the complaint, report, or inquiry, it should be directed to the next level above the direct supervisor. A complaint, report, or inquiry by a volunteer should be directed to the HAAR President and; if the President is implicated in the complaint, report or inquiry, it should be directed to HAAR's President-Elect or Chief Executive Officer. 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.

608. DIVERSITY, INCLUSION AND FAIR HOUSING POLICY

HAAR, ValleyMLS, and 535 Monroe actively promote and support an industry and work environment which promotes social justice, mutual respect, understanding, civility, and non-violence. HAAR, ValleyMLS, and 535 Monroe are committed to providing equal professional service without regard to race, color, religion, sex, handicap, familial status, national origin, sexual orientation, or gender identity. HAAR, ValleyMLS, and 535 Monroe will:

A. Promote fair housing to the public through building appropriate coalitions and other activities.

B. Work with NAR and the state organization in developing and advocating fair housing policy.

C. Encourage diversity in the real estate workplace that is reflective of the communities HAAR members work in and serve.

D. Expand diversity and inclusion in association leadership.

609. USE OF LEGAL COUNSEL POLICY

The Board of Directors will engage legal counsel for business relating to HAAR. The legal counsel will attend meetings, including, but not limited to; Grievance, Professional Standards and all Board of Directors meetings.

The Board of Directors shall have the sole authority to approve the engagement of outside legal counsel on behalf of the Association.

The CEO or Chief Executive Officer may initiate consultation with legal counsel for urgent matters but must notify the Board President and seek Board ratification at the next regular or special meeting.

Committee Chairs or individual members may not engage legal counsel independently or represent that they have authority to do so. All communications with legal counsel are considered privileged and confidential. Disclosure of legal communications shall be limited to authorized individuals, as determined by the Board or legal counsel.

CRITERIA FOR SELECTION:

- Active license to practice law in the state of Alabama
- Demonstrated experience in real estate, nonprofit, or association law
- No conflicts of interest with the Association, its leadership, or major partners
- Familiarity with the National Association of REALTORS policies and guidelines is preferred but not required.

SELECTION PROCESS:

- The Board may issue a Request for Proposals (RFP) or solicit recommendations when long-term or specialized representation is needed.
- Final selection shall be based on qualifications, experience, availability, responsiveness, and costs.
- All agreements with legal counsel must be documented in writing, including the scope of services, hourly rates or flat fees, and terms of termination.
- The final agreement must be ratified by the Board of Directors.

SCOPE OF LEGAL SERVICES:

- Governance and Bylaws
- Contracts and leases
- Member disputes or disciplinary actions
- Risk management and insurance claims

- Employment and HR related matters
- Regulatory compliance and ethics.

Legal expenses shall be included in the Associations annual budget. The CEO shall track and report legal expenditures quarterly to the Board of Directors.

610. SENSITIVE ISSUES PROTOCOL

Certain matters discussed by the HAAR Board of Directors and Committees are of a sensitive nature. Such matters are to be worked out and resolved within the confines of the entity where the matter arose. If it cannot be resolved within those confines, the matter should be taken through the following chain of command for resolution: first to the Committee Chair, then to the President. If it cannot be resolved by working through this chain of command, then and only then should the matter be taken to the Executive Committee, and then to the HAAR Board of Directors. For staff-related issues, all matters must be taken to the CEO.

611. LEADERSHIP COMMUNICATIONS POLICY

In the course of a volunteer leader's activities with HAAR, ValleyMLS, and 535 Monroe, members and/or media may contact them with questions, complaints, comments, or concerns related to the Association. In order to respond most effectively, all inquiries should be handled as follows:

A. The initial inquiry will be referred to the CEO for action/resolution.

B. The CEO should be the only one responding unless the CEO refers the response to the HAAR President or ValleyMLS President. Such response should:

   1. Acknowledge the inquiry, noting that it has been forwarded to HAAR/ValleyMLS staff for investigation and response.

   2. Thank them and be neutral in tone.

C. Upon investigation and resolution, the CEO will notify all parties who were included in the initial communications of the status of resolution.

612. SOCIAL MEDIA POLICY

HAAR values social media. Its proper use creates awareness of our two organizations’ purposes and missions. It is also a great communication and marketing tool. What HAAR, ValleyMLS, and 535 Monroe leaders share on the Internet is (or may be interpreted to be) representative of HAAR, ValleyMLS, and 535 Monroe, and must be approached with caution. As representatives of HAAR, ValleyMLS, and/or 535 Monroe volunteers are expected to uphold the organization's values and standards, including professionalism, integrity, and respect for others, both online and offline.

The written word is easily misunderstood and misinterpreted, especially in the case of leaders who are held to a higher standard by others. HAAR also respects the right of leaders to interact with and communicate about matters unrelated to HAAR, ValleyMLS, and/or 535 Monroe using the Internet. In order to protect HAAR from the posting of comments and information that may have a harmful effect on its reputation and/or its employees, the following Policy has been developed:

For the purpose of this Policy, “engaging in social media” means posting or uploading content to any type of interactive electronic communication including but not limited to websites, blogs, social networks, discussion boards, and listservs.

General Guidelines

A. Professionalism - Volunteers should always maintain a professional demeanor when representing HAAR on social media platforms. Content shared should reflect positively on the organization and its mission.

B. Accuracy - Volunteers must ensure that any information shared about HAAR is accurate and up to date. They should refrain from spreading rumors, false information, or misleading content.

C. Confidentiality - Volunteers must respect the confidentiality of the internal matters of HAAR and refrain from sharing sensitive or proprietary information on social media platforms.

D. Respect - Volunteers should treat others with respect and courtesy in all online interactions. They should refrain from engaging in personal attacks, harassment, or discriminatory behavior.

E. Transparency - When posting about HAAR activities or initiatives, volunteers should clearly disclose their affiliation with the organization. They should not misrepresent themselves or their role within HAAR.

Specific Guidelines

A. Conflicts of Interest - Volunteers must avoid conflicts of interest when posting on social media. If a volunteer's personal or professional interests conflict with HAAR's, they should refrain from posting about HAAR matters.

B. Political Neutrality - Volunteers should refrain from expressing personal political opinions on HAAR's social media platforms. HAAR is a nonpartisan organization, and volunteers should maintain neutrality when discussing political issues.

C. Intellectual Property - Volunteers should respect the intellectual property rights of others when posting content on social media platforms. They should not infringe on copyrights, trademarks, or other forms of intellectual property.

Consequences of Violations

Violations of this social media Policy may result in disciplinary action, up to and including removal from volunteer positions within HAAR. HAAR reserves the right to take appropriate action in response to any breaches of this policy.

Review and Updates

This social media Policy will be reviewed periodically to ensure its effectiveness and relevance. Updates may be made as necessary to reflect changes in technology, social media trends, or organizational needs.

SECTION 7: APPENDICIES

701. HAAR REALTOR® OF THE YEAR CRITERIA AND PROCEDURES (See Section 414)

Annually, a HAAR member will be selected to be recognized as HAAR Realtor® of the Year. The Awards Work Group, which is comprised of members appointed by the President, will select the recipient.

The Award recognizes the REALTOR® who has contributed the most to the real estate profession, to fellow REALTORS® and to the community At-Large during the career of the nominee.

(The incumbent President of the Association is ineligible during his/her year of Presidency.)

The Work Group will meet during the selection process. The Work Group will be provided with a list of current O&D members, a list of past REALTOR® of the Year recipients, current and past lists of committee and work group members, and any other support documents needed.

After consideration of qualifications, the Awards Work Group will nominate candidates, typically the top two to three whose contributions are most deserving of recognition.

The Work Group Chair will call each person who has been nominated to let them know of the nomination and that they will be receiving a form to submit their information for further consideration. The names of the nominees will be kept secret except to the staff liaison who will be given the names to transmit the Realtor® of the Year form to each. The form will be sent to all candidates immediately along with the deadline set by the Work Group for return of the form.

Each candidate should submit detailed data outlining their contributions. The information submitted is the sole responsibility of the candidate and any recommendation from other REALTORS® or staff will not be considered.

Upon receipt of nominees' response, the staff liaison will email them to the Awards Work Group members.

The Work Group will reconvene as scheduled at the initial meeting and vote. The Work Group may choose to vote via SECRET ballot. The votes will be counted by the Chair, and the candidate receiving the most votes will receive the award.

The staff liaison will ensure the name of the honoree, and his/her completed form is received by the Alabama Association of REALTORS® no later than 1 August to be considered, along with nominees from other associations in the state, for selection as the Alabama REALTOR® of the Year.

The staff liaison will schedule the announcement of the REALTOR® of the Year at the Annual Fall Meeting and will invite the recipient's family members to attend. Family members will be asked not to disclose the candidate's selection to anyone.

The previous recipient of the REALTOR® of the Year Award will present the award. Should that recipient be unable to present the Award, the next most recent recipient will make the presentation.

The person named HAAR REALTOR® of the Year will be encouraged to attend the annual AAR Convention where all association recipients are recognized, and one named as AAR REALTOR® of the Year.

702. HAAR AFFILIATE OF THE YEAR CRITERIA AND PROCEDURES (See Section 414)

The Affiliate of the Year Award will recognize individuals and their company for their contribution of time and capital, primarily during the current year, toward the betterment of the Association members.

Affiliate Members of HAAR will be eligible to be nominated. A nomination request form will be sent to all HAAR members requesting the nomination of an affiliate who deserves this honor along with the justification. After receipt of nominations, each nominee will receive a detailed form to enter their contributions.

Upon receipt of the nominee responses, the Awards Work Group, which is comprised of members appointed by the President, will review the entries and select the person to receive the award.

The Awards Work Group will be responsible for recommending to the CEO the event or meeting where the Affiliate of the Year will be recognized.

703. HAAR BROKER EXCELLENCE AWARD SELECTION AND PROCEDURES (See Section 414)

Annually a HAAR member will be selected to be recognized for the HAAR Broker Excellence Award. The recipient will be selected by the Awards Work Group which is comprised of members appointed by the President. The Award recognizes the broker's Professionalism, Ethics and Education are cornerstones at the foundation of our industry and a HAAR Broker who not only defends these principles but moves to strengthen them while leveraging their experience to ensure they remain strong for years to come.

(The current Executive Committee of the Association is ineligible during the year of their leadership.)

The Awards Work Group will meet during the selection process. The Work Group will be provided with the applications of the nominees and any other supporting documents needed.

The staff liaison will schedule the announcement of the Broker Excellence Award at the Annual Fall Meeting and will invite the recipient's family members to attend. Family members will be asked not to disclose the candidate's selection to anyone.

The Award will be presented by the previous recipient of the Broker Excellence Award. Should that recipient be unable to present the Award, the next most recent recipient will make the presentation.

The decision of the committee is based on the application details. Applications must be submitted between May 31st through July 1st.

<u>Main Criteria for the Broker Excellence Award (based on Strategic Plan)</u>

<u>Professionalism -</u>respect for the public, respect for property, respect for peers, promotion of the realtor brand/industry

<u>Training/Education-</u> provides quality training and education for their agents as well as seeking and participating in education for themselves.

<u>Leadership-</u> Community involvement, mentoring of agents etc.

<u>Involvement</u>- Involvement in and Promotion of Association events etc., service on HAAR committees/task forces etc.