

**BYLAWS OF
THE FLORIDA CCIM CHAPTER OF THE
CCIM INSTITUTE
OF THE
NATIONAL ASSOCIATION OF REALTORS®**

October 30, 2015

***(Approved by Florida Chapter Designee Members August 20, 2015)
(CCIM Institute Approved October 30, 2015)***

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THE FLORIDA CCIM CHAPTER OF THE
CCIM INSTITUTE
OF THE
NATIONAL ASSOCIATION OF REALTORS®
(CCIM Institute approved October 22, 2010)**

ARTICLE I - NAME

Section 1. NAME.

Florida CCIM Chapter (hereinafter referred to as the "Chapter"), as a Chapter of the CCIM Institute (hereinafter referred to as the "Institute") of the National Association of REALTORS®.

ARTICLE II - PURPOSE

Section 1. PURPOSE.

- a) To provide the opportunity for participation by members of the Institute in an ongoing program of real estate education.
- b) To conduct approved real estate seminars for the Chapter, local Boards of REALTORS®, State Associations of REALTORS®, and members of the public within the Chapter's jurisdiction.
- c) To promote the image and reputation of the Institute and its Chapter Members.
- d) To assist the Institute in achieving its purposes and objectives including market feedback, course promotion, public relations, and membership recruitment and retention.
- e) To provide a forum for the exchange of information and business development through networking and technology.
- f) To give assistance and guidance to Institute Candidates seeking to become Designees.
- g) To assume the leadership role in Florida for commercial and Investment real estate through marketing and education thus improving the real estate industry.
- h) To establish the necessary Districts throughout the jurisdiction necessary to achieve the purpose of the Chapter as stated above.

Section 2. OBJECTIVES.

The Chapter shall at all times conduct its activities, programs and practices in a manner consistent with the policies of the Institute and National Association of REALTORS®.

Section 3. JURISDICTION.

The State of Florida

Section 4. CHARTER.

- a) The jurisdiction of the Chapter shall conform at all times to that jurisdiction assigned to it by the Institute. Therefore, the jurisdiction of the Chapter as defined in *Section 3* of this Article II shall be automatically amended, without further action or approval by the Officers, Board or Members of the Chapter, to incorporate any changes in jurisdiction of which the Chapter is notified by the Institute.
- b) A Chapter's charter may be revoked if the Chapter is found to be in violation of the terms, conditions, and restrictions set forth in the Institute bylaws or if the Chapter does not meet the following requirements:
1. Maintain a minimum membership of 25 Designee and Institute Candidate Members.
 2. Hold Chapter meetings a minimum of two times per year.
 3. Annually elect officers.
 4. Annually appoint committee chairs for major Chapter committees.
 5. Establish an active Chapter Designation Promotion Committee.
 6. Establish an active Candidate Guidance Committee.
 7. Establish an active Membership Committee.
 8. Prepare an annual Chapter budget.
 9. Prepare an annual directory of Chapter members in print, online, or electronic format.
 10. Arrange for Chapter representation to attend at least one national meeting per year.
 11. Offer at least two educational offerings per year for Chapter members.
 12. Offer at least one Chapter event per year where the primary purpose is member networking.
 13. Chapter participation in regional meetings and activities.
 14. Maintain an active Chapter executive committee and/or board of directors.
- c) In the event that the charter issued to the Chapter by the Institute is revoked by the Institute pursuant to ARTICLE II, Section 4 (b) hereof; the Chapter shall immediately cease all activities and functions as a Chapter of the Institute, and the officers without further direction of the Board or membership of the Chapter, except as required by law, are hereby authorized, empowered, and directed to conclude the affairs of the Chapter, settle or pay all outstanding obligations, forward remaining

Chapter funds to their current Regional Vice President to be held for no longer than two years (in the event that the Chapter's charter is renewed), and cause the Chapter to be dissolved.

- d) Dissolution of the Chapter as described in Section 4 (b) of this Article II shall occur upon revocation of the charter issued to the Chapter by the majority vote of the Governing Council of the Institute in accordance with procedures established by the Institute, which guarantee the Chapter or its representatives the opportunity to be heard.

ARTICLE III - MEMBERSHIP

Section 1. DESIGNEES AND INSTITUTE CANDIDATES.

All Designees and Institute Candidates of the Institute residing in or having a place of business within the jurisdiction of the Chapter, or a place of business in a contiguous area shall be eligible for Chapter membership. Designees and Institute Candidates are required to be members in good standing of the Institute, the National Association of REALTORS®, pursuant to requirements of the CCIM Institute, which requires Institute Affiliate Membership level as a minimum.

- a) CCIM Designee Members of the Chapter shall enjoy all rights and privileges of membership, including the right to hold office and to vote.
- b) Institute Candidate Members of the Chapter shall enjoy all rights and privileges of membership, except the right to hold the following offices: President, President Elect, Vice President Chapter Operations, Vice President Administration, Vice President Finance, Vice President Education, Standing Committee Chair or District President, or to vote for these Chapter officers and on amendments to the Articles of Incorporation or Bylaws of the Chapter.

Section 2. NON RESIDENTS.

Designee and Institute Candidate Members in good standing of another CCIM Chapter shall be eligible for Non-Resident Membership. Non-Resident Members shall enjoy all rights and privileges of Chapter membership except the right to vote and hold office.

Section 3. LIFE/EMERITUS MEMBER.

Any member of the Florida CCIM Chapter, who is granted either of these memberships at the Institute, shall also be granted the same membership in the state Chapter and all dues shall be waived.

Section 4. INSTITUTE CHIEF EXECUTIVE OFFICER.

The Chief Executive Officer of the Institute shall be the Institute Member of the Chapter. The Institute Member shall not be entitled to hold office or to vote except on any proposed amendments to the Articles of Incorporation or By Laws of the Chapter.

Section 5. AFFILIATE.

- a) Affiliate Members shall enjoy all rights and privileges of Chapter membership except the right to vote and to hold office.

- b) An Affiliate Member is one who is not directly active in the sale, lease or management of real estate to the general public.
- c) An Affiliate Member is in a business directly related to or affiliated with commercial investment real estate.

Section 6. ASSOCIATE PRACTITIONER.

- a) Associate Practitioner members shall enjoy all rights and privileges of Chapter membership except the right to vote and hold office.
- b) An Associate Practitioner member is one who is active in the sale, lease or management of real estate to the general public.
- c) An Associate Practitioner member is one who is not a CCIM Designee or Institute Candidate.

Section 7. UNIVERSITY/STUDENT.

University real estate, finance or business faculty and students majoring in real estate finance or business may be members of the Chapter. These members may not hold Chapter offices nor vote on Chapter matters.

ARTICLE IV - DUES AND SPECIAL ASSESSMENTS

Section 1. DUES.

- a) The annual dues of the Designee, Institute Candidate, Affiliate, Associate Practitioner, Non-Resident and University/Student Members shall be those determined from time to time by the Board provided however, that the dues payable by Non-Resident Members shall not exceed the dues payable by the Designee and Institute Candidate Members.
- b) No dues shall be payable by the Institute Member.
- c) Dues shall be payable on or before January 1 of each year except as otherwise authorized by the Board. Any Member failing to make payment by January 31 shall be automatically terminated as a Member (and without further notice than this Bylaw). The Executive Committee shall determine reinstatement and late fees.
- d) Persons applying for new membership between October 1 and December 31 shall pay the full annual dues and will be considered paid members through December 31 of the following year; after December 31, New Institute Candidate applicants shall pay pro rata annual dues, based on the remaining full months in the calendar year. All other member categories shall pay the full annual dues from January 1 to June 30, and one-half the annual dues after June 30.

Section 2. SPECIAL ASSESSMENTS.

- a) Upon the prior approval of fifty one percent (51%) of all Designee Members voting in person or by approved electronic ballot, at a regular or special meeting duly convened in accordance with the Bylaws, the Chapter may levy and collect special

assessments to be used for such general or special purposes approved by such members. The Institute Member shall not be subject to any assessment.

- b) Notification shall be sent at least thirty (30) days prior to any special assessment meeting or electronic vote.
- c) Any Member who fails to pay such special assessment within ninety (90) days of receiving notice thereof may be terminated from membership as in the case of non-payment of dues.

Section 3. BANK AND RESERVES.

- a) There shall be a Chapter bank account into which all dues and assessments shall be paid and from which shall be paid the obligations of the Chapter. No funds of the Chapter shall be commingled with the funds of any officer or member at any time.
- b) A Chapter reserve account must be maintained whereby 10% of the collected membership dues revenue for each year, net of the portion allocated to Districts, shall be set aside at the beginning of each year as a reserve account to offset future budget deficits, until the Chapter reaches a reserve equal to 50% of the annual operating budget, excluding all license delivery income and expenses for the current year.
- c) A District reserve account must be maintained whereby 10% of the District allocation of membership dues revenues for each year shall be set aside at the beginning of each year as a reserve account to offset future budget deficits, until the District reaches a reserve equal to 50% of the District annual operating budget.

ARTICLE V - OFFICERS

Section 1. OFFICERS.

- a) The elected officers of the Chapter (Officers) shall consist of:
 - 1. President
 - 2. President-Elect
 - 3. Vice President Education
 - 4. Vice President Finance
 - 5. Vice President Administration
 - 6. Vice President Chapter Operations
 - 7. District Presidents and one additional District Representative (District Vice President-Elect or District Vice President or another person designated by the District), both of whom shall be selected from each District of the Chapter, which districts shall be prescribed and, from time to time, altered by the Board.
- b) The elected Officers shall have such duties as normally accrue to their offices and as may be assigned to them from time to time by the Board.

- c) All Officers shall be members in good standing.
- d) The President shall be an ex-officio member of all committees, except for Past Presidents Committee and the Nominating Committee.
- e) The Officers shall be elected for a term of one (1) year beginning January 1 and shall serve until their successors are elected and qualified. In the event any office, except the office of President, becomes vacant, the Executive Committee shall nominate from Chapter members and submit a qualified person to serve for the remainder of the term to the Board for approval. In the event the office of President becomes vacant, the President Elect shall automatically become President for the remainder of the unexpired term and successive term to which they were elected. In such an event, the Executive Committee shall nominate from the current officers and submit a qualified officer to serve for the remainder of the President Elect and successive President term to the Board for approval.
- f) Officers shall be elected by a majority vote of all Designee members no later than August 1 of each year. Voting shall be by approved electronic ballot to all voting members, to be administered by the Chapter Vice President Administration. The elected Officers shall begin their terms January 1.

Section 2. QUALIFICATIONS OF ELECTED OFFICERS.

- a) The sole candidate for President shall be the current President-Elect unless the President-Elect is unwilling to serve in which case a qualified candidate shall be nominated by the Nominating Committee.
- b) Candidates for the office of President-Elect shall have served as a member of the Executive Committee within the last three (3) years, or presently be serving as a member of the Executive Committee. Executive Committee composition, see Article IX, Section 4.
- c) Candidates for Vice President Chapter Operations, Vice President Administration and Vice President Finance, and Vice President Education shall have served as a member of the Board of Directors, or Chapter Committee Chair, for at least one year within the last three years, or presently be serving as a member of the Board of Directors of the Chapter.

Section 3. ELECTIONS.

- a) Candidates for Chapter officers shall be nominated as follows:
 1. The President, with the consent of the Executive Committee, shall appoint a Nominating Committee. The Nominating Committee shall consist of at least nine (9) Designee members, of who four (4) shall be Past Presidents and five (5) shall be members at large. The President shall strive to have a representative on the Nominating Committee from each of the Districts. The Immediate Past President, once removed shall be the Chair of this committee, but if declined the President shall appoint a Chair, which shall be a past President.
 2. The Nominating Committee shall meet on or before June 15th of each year. A minimum of seven (7) members shall be present to constitute a quorum for this purpose and by vote shall nominate at least one person for each chapter officer position to be filled. Nominations shall be announced to the Chapter Designees

and Institute Candidate Members by June 30th; however, only Designees may vote.

3. After the Nominating Committee announces the candidates for Chapter Officers, nominations shall be open to any eligible Member from the general membership. Individuals who are nominated from the general membership must be qualified by the Nominating Committee and submit their intentions to serve in writing to the Nominating Committee no later than July 15th. All nominations shall require previous consent of the nominee.
 4. In the event any of the tasks above are not achieved by the dates specified the Executive Committee may adjust the date as appropriate. The Vice President Administration shall supervise and coordinate the Chapter Election.
- b) Candidates for District officers including District Presidents, District President-Elect, District Vice Presidents and Treasurer/Secretary, shall be nominated as follows:
1. The District officers shall be elected within their own Districts and if not, appointed by the Chapter President with advice of the Executive Committee. All District officers shall be voted on at a duly scheduled meeting of the District or by approved electronic ballot by only the Designee and Institute Candidate members in each District no later than August 1. Voting shall be administered by the current District President, District President-Elect or District Vice President.
 2. All Designee Members shall be eligible to be District President, District President-Elect, District Vice President and Treasurer/Secretary and all Designee and Institute Candidate Members shall be eligible for other District officer positions, provided their membership is in good standing and they live or work within the geographic boundaries of the applicable District.
- c) Approved electronic ballot shall mean any electronic balloting system reviewed and approved by the Executive Committee.

ARTICLE VI - REMOVAL OF OFFICERS AND DIRECTORS

Section 1. REMOVAL.

- a) In the event that a Chapter Officer or Director is deemed to be incapable of fulfilling the duties for which elected, but will not resign from office voluntarily, the Officer or Director may be removed from office under the following procedure:
1. A petition requesting the removal of an Officer or Director and signed by not less than one-third of the voting membership or a majority of all Directors shall be filed with the President, or if the President is the subject of the petition, with the next-ranking Officer, and shall specifically set forth the reasons the individual is deemed unqualified for further service.
 2. Upon receipt of the petition, and not less than twenty (20) days or more than forty-five (45) days thereafter, a special meeting of the Designee Members of the Chapter shall be held, with the sole business of the meeting to consider the charge against the Officer or Director and to render a decision on such petition.
 3. The special meeting shall be noticed to all Designee Members at least ten (10) days prior to the meeting, and shall be conducted by the President, unless the

President's continued service in office is being considered at the meeting, in which case the next-ranking Officer will conduct the meeting of the hearing by the members. Provided a quorum is present, a three-fourths vote of Members present and voting shall be required for removal from office (electronic voting is not approved).

4. In the event an Officer or Director is removed in accordance with this Section, filling the then vacant assignment will be accomplished as noted within these bylaws.
- b) District Officers. Removal of District Officers and Directors shall follow the same procedure as described above for Chapter Officers and Directors.

ARTICLE VII - MEETINGS

Section 1. MEMBERSHIP MEETINGS.

- a) The President of the Chapter shall schedule not less than two regular membership meetings each year at such times as the President in consultation with the Board may deem convenient. The President may schedule additional special membership meetings as deemed necessary and shall schedule a meeting whenever requested by at least one-third of the members of the Board.
- b) All members shall be provided with written or electronic notice of any State meeting of the membership.
- c) A quorum for any regular or special meetings of the Chapter shall consist of a minimum of ten (10) members.

Section 2. DISTRICT MEETINGS.

- a) Each District shall schedule not less than two meetings each year at such times as the District President, District President-Elect or District Vice President may deem convenient. Notification of scheduled meetings must be sent to the Chapter. If required meetings are not held, the District will be considered to not be in compliance and all funding will be frozen until the District is in compliance or the Executive Committee determines an alternative course of action regarding an approved District operations plan.
- b) Each District President, District President-Elect or District Vice President shall attend all Chapter Board meetings as elected Chapter Directors. In the event that one or the other, the District President, District President-Elect or District Vice President cannot attend, then the District President shall appoint another District officer to attend with the authority to vote on behalf of the District on all Chapter matters, except amendments to the Chapter Articles of Incorporation and ByLaws if said person is an Institute Candidate member. The replacement officer must be given written approval before the meeting to the Chapter Administrator to vote on behalf of the absent District President, District President-Elect or District Vice President.

Section 3. REGULATIONS AND RULES.

The meetings of the Chapter shall be conducted in accordance with Robert's Rules of Order, latest edition, in all instances wherein its provisions do not conflict with these Bylaws or other regulations and rules adopted by the Chapter.

ARTICLE VIII - BOARD OF DIRECTORS

Section 1. BOARD OF DIRECTORS.

- a) The Board of Directors (Board) shall be the governing body of the Chapter. Voting Members of the Board (Directors) shall be the elected officers as follows:
 1. Executive Committee,
 2. Up to six (6) Standing Committee Chairs,
 3. District Representatives, two from each District consisting of the District President, District President-Elect or District Vice President or one member-at-large. No more than two Representatives, which may include those sitting on the Executive Committee.
 4. Three (3) Directors-at-Large, at least two (2) of which shall be Past Presidents.
 5. CCIM Institute Councilor, who shall be a Board member of the Institute and is not currently serving on the Chapter's Board of Directors, selected by the President and affirmed by the consent of the Executive Committee.
 6. Immediate Past President (If not available, then any preceding Past President as appointed by the President).
- b) Each District with less than sixty (60) members shall have a Board of Directors consisting of at least five (5) members; each district with sixty (60) or more members shall have a Board of Directors consisting of at least seven (7) members, including but not limited to the District President, District President-Elect or District Vice President or an Immediate Past District President.
- c) The President of the Chapter shall serve as Chair of the Board.
- d) All members of the Board shall be eligible to serve without limit provided, however, that the President and President Elect shall not be re-elected to a second full consecutive term.
- e) The term of office of each elected member of the Board, other than the President Elect, shall be one year or until a successor is elected and qualified. In the event of a vacancy among the elected members of the Board, the remaining members of the Board shall elect a member of the Chapter to serve the remainder of the unexpired term.
- f) The Board shall hold not less than two (2) regular Chapter General Membership meetings each year. Such meetings shall be held in conjunction with the regular Board of Directors meetings. Additional meetings of the Board may be called at the direction of the President or upon the written request of not less than one-third of the members of the Board.
- g) The Vice President Administration shall be responsible to insure a written notice of each meeting of the Board is provided not less than ten (10) days prior to each such meeting.

- h) A quorum of the Board shall consist of fifty one percent (51%) of the Board members, provided at least fifty percent (50%) of the elected Officers are present.
- i) The Board shall appoint a Chapter Administrator who shall have the responsibility of maintaining the Florida CCIM Chapter records and other duties as deemed appropriate by the Board. The Board shall determine compensation for this position.

Section 2. POLICY AND PROCEDURES MANUAL.

The Board of Directors shall not less than annually review and approve the Chapter's By Laws and Policy and Procedures Manual.

ARTICLE IX - COMMITTEES

Section 1. STANDING COMMITTEES.

Standing Committees are those committees established at the Chapter Leadership Training meetings by the President-Elect subject to approval of the Board of Directors at the Chapter Winter Meetings.

Thirty days prior to the date of the Chapter Leadership Training, notice of the recommended committee structure for the next term shall be sent to each Director. Upon approval of the committee structure by the Board of Directors, the President-Elect shall select up to six (6) Standing Committees.

Section 2. CHAIR.

The Chair and all members of the Standing Committees shall be appointed by the President-Elect with the advice and consent of the Executive Committee. The use of the term "Chair" shall be used in these bylaws and in all addenda when referring to individuals appointed to serve as presiding officers of committees or task forces.

Section 3. SPECIAL COMMITTEES.

With the consent of the Executive Committee, the President may establish such Special Committees, as may be determined necessary, and shall appoint the members thereof, including the Chair. Chairs of Special Committees shall not serve on the Board.

Section 4. EXECUTIVE COMMITTEE.

a) There shall be an Executive Committee consisting of the following:

- 1) Immediate Past President
- 2) President
- 3) President Elect,
- 4) Vice President Chapter Operations,
- 5) Vice President Finance,
- 6) Vice President Administration,

7) Vice President Education,

8) Two (2) District President representatives appointed by the Chapter President-Elect at the annual Chapter Leadership Training meeting and approved by the District Presidents.

- b) The Executive Committee shall have the duties and responsibilities of the Board of Directors and the Executive Committee's decision and actions shall be subject to the approval of the Board of Directors at the next Board of Directors Meeting
- c) The Executive Committee must approve any item that is a non-budgeted expense; of which written notice to the Board of Directors shall immediately follow thereafter acknowledging this approval.

ARTICLE X - FISCAL YEAR

The fiscal year of the Chapter shall be January 1 through December 31.

ARTICLE XI - AMENDMENTS AND RESTRICTIONS ON CHAPTER POWERS

Section 1. AMENDMENTS.

- a) The Designee Membership of the Chapter may at any regular or special business meeting amend the Chapter Articles of Incorporation and/or the Bylaws with 30 day written notification of intent.
- b) An amendment to the Articles of Incorporation must receive the approval of 51% of all Designee Members voting in person at a regular or special meeting duly convened in accordance with the bylaws or by approved electronic ballot, and if so approved, a favorable vote of the Institute Member and appropriate Institute Committee(s).
- c) An amendment to the Bylaws must receive favorable vote of two thirds of the Board of Directors and Designee members present, and if so approved, a favorable vote of the Institute Member.

Section 2. RESTRICTIONS.

- a) The vote of the Designee Members and general membership required under Article XI, 1(b) and (c) shall be cast in person at a duly constituted meeting or by approved electronic ballot provided the substance of the proposed amendment is included in the notice of the meeting or electronic vote.
- b) The vote of the Institute Member shall be cast by action of the Chief Executive Officer of the Institute upon receipt of a copy of the proposed amendment as approved by the Designee Members, certified by the Vice President Administration of the Chapter. Final Institute committee approval will be made at the next national meeting.
- c) No amendment to the Bylaws or Articles of Incorporation shall become effective until written notice is received that the Institute Member has voted favorably on it.
- d) The Chapter shall not commit the Institute to any financial obligation unless such

commitment is authorized in writing by the responsible officers of the Institute.

- e) The Chapter shall not speak for or act in the name of the Institute without the prior written approval of the responsible officers of the Institute.
- f) Since the Chapter is exempt as a trade association from federal taxation under Section 501(c)(6) of the Internal Revenue Code, the Chapter shall not engage in any activities or take any action, which will jeopardize exempt status.
- g) All funds of the Chapter shall be used exclusively to carry out the purposes and objectives of the Chapter as set forth in these Bylaws. No funds shall be diverted from such purposes for the benefit of any member or other person.