



**BYLAWS of the  
COMMERCIAL & INDUSTRIAL REAL ESTATE COUNCIL  
of the Lancaster County Association of Realtors®**

**ARTICLE I**

**SECTION 1: NAME**

The name of this organization shall be the Commercial & Industrial Real Estate Council of the Lancaster County Association of Realtors®.

**ARTICLE II**

**SECTION 1: PURPOSE**

The mission of the Commercial & Industrial Council to provide real estate and affiliated professionals with educational and networking opportunities through the exchange of information, mutual cooperation and fellowship, while promoting commerce, business and our respective professions in Lancaster County.

**ARTICLE III**

**SECTION 1: FISCAL YEAR**

The fiscal year shall begin January 1st of each year and end on December 31st of each year.

**ARTICLE IV**

**SECTION 1: MEMBERSHIP AND DUES**

There shall be two classifications of membership:

**A. REALTOR®**

Realtor® members shall be those individuals who are actively engaged in the real estate profession and maintain a current, valid real estate brokers or salespersons license or who are licensed or certified by the State Board of Certified Real Estate Appraisers and who pay dues annually to the Council. A Realtor® member shall be an active member in good standing of the Lancaster County Association of Realtors®, or other Realtor® Association.

**B. AFFILIATE**

Affiliate members shall be those individuals who are employed in an occupation which involves commercial or industrial real estate through contribution of service to the needs of buyers, sellers, Realtors®, brokers, developers or others professionals directly involved in the commercial or industrial real estate market. They shall possess the reputation of professional integrity and ethical behavior and pay dues annually to the Council.

Applicants must meet the qualifications as set forth in the C&I Real Estate Council Membership Guidelines in effect at the time the application was submitted. Dues for membership shall be set annually by the Board of Directors, however, dues paid in December shall include thirteen (13) months of membership.

**ARTICLE V**

**SECTION 1: MEETINGS OF MEMBERS**

**A. REGULAR MEETINGS**

Regular meetings of the membership shall be held on the second Wednesday of each month at 8:00 a.m. at a place designated by the Board of Directors or, if it sees fit, it may delegate this responsibility to the Program Committee. The Board of Directors may adjust the meeting schedule if necessary, and may waive up to two meetings per year.

**B. ANNUAL MEETINGS**

There shall be an annual meeting of the membership of the organization for the election of the Board of Directors and the transaction of any other business. This meeting shall be held in November of each year at such time and place as

may be designated by the Board of Directors.

C. SPECIAL MEETINGS

A special meeting of the membership may be called by the President whenever, in his opinion, it seems advisable to do so. A meeting shall be called by the President upon the written request of at least five members of the organization.

D. NOTICE OF MEETINGS

Written notice of the time and place of all meetings of the membership shall be emailed or mailed to the members at their last known address at least seven days prior to any meeting.

E. QUORUM

Five members shall constitute a quorum for the transaction of business at any meeting of the organization.

F. RULES

Any questions concerning parliamentary procedure at meetings shall be determined by reference to Robert's Rules of Order.

G. PRIVILEGE OF VOTING

Each member entitled to vote at meetings of the membership may vote in person. No one shall be permitted to vote by proxy. The privilege of the floor shall be extended to any member entitled to vote at meetings of this organization.

## ARTICLE VI

### SECTION 1: DIRECTORS: NUMBER AND COMPOSITION

The Board of Directors shall consist of eight elected members and the Immediate Past President. Six of the Directors shall be Realtor® members of the C&I Council and Realtor® members of the Lancaster County Association of Realtors®; and two Directors shall be Affiliate members of the C&I Council and Affiliate members of the Lancaster County Association of Realtors®. No more than two members of the Board of Directors, may serve through the same firm as of the date of election. This provision will be waived, however, in the event that more than two members from the same firm results from a company merger, acquisition or personnel transfer during the members' terms of office. In this event, each individual serving through the same firm will be permitted to complete his term of office.

### SECTION 2: DIRECTORS: TERMS

The Realtor® member Directors shall be elected by a plurality of the votes cast at the annual meeting to serve for a period of two years beginning January 1st and until their successors are elected. The initial election, held under this provision, shall be such that one-half of the Directors shall be elected for two-year terms and one-half for one year terms. Affiliate member Directors shall be elected by a plurality of the votes cast at the annual meeting to serve for a period of one year beginning January 1st and until their successors are elected. Directors may serve an unlimited number of non-consecutive terms but no more than two consecutive terms.

### SECTION 3: DIRECTORS: AUTHORITY

The Board of Directors shall have control of and be responsible for the management of the affairs and property of this organization; shall have the power to fill vacancies on the Board for the unexpired portion of any term either with or without recommendation; shall have full discretion in the assessment of dues for the organization; shall have the power to appoint committees as it may deem desirable, and generally shall have the power to do, or require to be done, everything deemed necessary or expedient for the promotion and protection of the welfare of the organization.

## ARTICLE VII

### SECTION 1: MEETINGS OF THE BOARD OF DIRECTORS

A. MEETINGS

There shall be an annual meeting of the Board of Directors for the purpose of planning the program and setting the dues for the coming year, which meeting shall be held within 30 days following the annual membership meeting. There may be additional meetings of the Board of Directors as the President in his discretion may call.

B. QUORUM

A majority of the Directors, then in office, shall constitute a quorum for the transaction of any business.

C. TRANSACTING BUSINESS

A majority vote of the quorum shall be required to resolve business at a meeting.

## **ARTICLE VIII**

### **SECTION 1: OFFICERS**

#### **A. OFFICERS AND TERMS**

The officers of this organization shall be the President, Secretary and Treasurer, all of whom must be Realtor® members of the C&I Council. At the first Directors meeting following the annual meeting of the membership, the newly elected Directors and those Directors with remaining terms shall elect the officers to serve for the following year. These officers shall serve for a period of one year beginning January 1st and continuing until their successors are elected.

#### **B. PRESIDENT**

The President shall be the Chief Executive Officer of the organization; he shall preside at all meetings of the members, officers and Board of Directors. The President shall appoint from among the members, subject to confirmation by the Board of Directors, those committees deemed necessary for the operation of the organization. The President shall have general and active management of the business of the organization; shall see that all orders and resolutions of the officers and Board of Directors are carried into effect; and, subject to the right of the Board of Directors to delegate to any other officer or officers any specific powers except such as may be by statute exclusively conferred on the President, shall be an ex-officio member of all committees, and shall have the general powers and duties of supervision and management usually vested in the office of President of an organization.

#### **C. SECRETARY**

The Secretary shall attend all meetings of the officers, Board of Directors, and the membership and shall act as clerk thereof and record all the votes of the organization and the minutes of all its transactions in a book to be kept for that purpose, and shall perform like duties for any committee when requested. The Secretary shall give, or cause to be given, notice of all meetings of the members, officers and Board of Directors, and all programs of the organization, and shall perform such other duties as may be prescribed by the Board of Directors or President.

#### **D. TREASURER**

The Treasurer shall have custody of the organization's funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the organization. The Treasurer shall disburse the funds of the organization as may be ordered by the Board of Directors, taking proper vouchers for such disbursement, and shall render to the President and Board of Directors, whenever they may require, an account of all transactions and of the financial condition of the organization. The Treasurer's duties may, at the discretion of the officers, be conferred upon the administrative officer of the Lancaster County Association of Realtors®.

### **SECTION 2: PARLIAMENTARIAN**

At its discretion, the Board of Directors may appoint a Parliamentarian. The appointment may be at any time during the fiscal year. The Parliamentarian shall serve as long as the Board of Directors requires.

The Parliamentarian shall, when practicable, attend the meetings of the Board of Directors. The Parliamentarian should be an expert in parliamentary procedure and should sit near the President, or other presiding officer, during the meetings of the Board of Directors. The Parliamentarian shall speak to the Board of Directors and may provide explanations or advice, but not rulings and shall not be considered a Director. Specifically, the duties of the Parliamentarian shall include giving advice to the President and members of the Board of Directors during its meetings, inform the President of errors in parliamentary procedures if they affect the basic rights of the members of the Board of Directors, and give advice to the members of the Board of Directors during times when there is not a meeting in process as requested, from time to time, by the President.

## **ARTICLE IX**

### **SECTION 1: NOMINATIONS COMMITTEE**

Each year the Nominations Committee, consisting of the immediate Past President as Chairman and his two immediate predecessors who remain active, dues paying members of the organization, shall nominate three Realtor® Member Directors to two-year terms and two Affiliate Member Directors to one-year terms, provided, however, that the membership shall have the privilege of nominating additional candidates, from the floor, at the annual meeting. All Director candidates, whether nominated by the Nominations Committee or from the floor, must have held uninterrupted membership in the organization for a period of at least 12 consecutive months.

### **SECTION 2: OTHER COMMITTEES**

In the event the Board of Directors shall appoint other committees, the President shall appoint the chairman of such committees, subject to the approval of the Board of Directors. These committees, so appointed, shall consist of as many members as the Board of Directors may deem necessary.

**ARTICLE X**

**SECTION 1: AMENDMENT OF BYLAWS**

These Bylaws may be amended by a two-thirds vote of the Directors present at any regular or special meeting of the Board of Directors, provided that the proposed amendment is mailed electronically or through the postal service to the Directors with at least seven days prior notice of the meeting at which the vote is to be taken.

**ARTICLE XI**

**SECTION 1: EXECUTION OF WRITTEN INSTRUMENTS**

Any instrument in writing entered into between the Commercial & Industrial Council and any person, co-partnership, association, or corporation shall have been properly executed for and on behalf of this organization when signed by the President, Secretary or Treasurer, properly acting on behalf of this organization.

**ARTICLE XII**

**SECTION 1: GENDER AND NUMBER**

Words of any gender herein shall include any other gender, and the singular shall include the plural and vice versa whenever the same is necessary to produce a fair and meaningful construction.

**ARTICLE XIII**

**SECTION 1: EFFECTIVE DATE**

These Bylaws shall be effective immediately upon their adoption.