



NAR BOARD OF DIRECTORS

# RESOURCE GUIDE



# TABLE OF CONTENTS

## **NAR Mission, Vision, History, and Governing Documents..... 2**

- Mission, Vision, History
- NAR Code of Ethics
- NAR Constitution and Bylaws

## **NAR Governance Structure ..... 3-6**

- Leadership Team
- Executive Committee
- Board of Directors
- Delegate Body
- Committees
- Approval Process for Committee Recommendations
- Petition Process
- Elected and Appointed Leadership

## **Board of Director Roles and Responsibilities ..... 7-8**

- Qualifications and Performance Expectations
- Authority of the Board of Directors
- Liability Coverage

## **Policies, Legal and Fiduciary Responsibilities .....9-18**

- Fiduciary Duties
- Meeting Policies and Procedures
- Social Media Guidelines
- Disclosure and Conflict of Interest Policy
- Member Code of Conduct
- Event Code of Conduct

## **What to Expect During Your Term as Director ..... 19-20**

- Year-Round communications – The Hub, Surrogate Program
- Orientation and Stakeholders webinars

## **About the National Meetings - RLM and NXT .....21-22**

- Meeting attendance (virtual and in-person)
- Committee business – Filed and action reports
- Informative sessions at the conferences
- Board of Directors meeting materials
- Voting process
- What to expect the day of the meeting
- Parliamentary Procedure

## **Feedback and Assessment .....23**

- Director experience survey



# INTRODUCTION

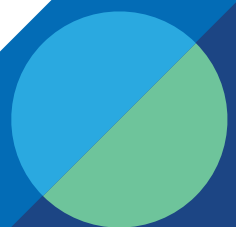
Welcome to the National Association of REALTORS® Board of Directors! This guide is your comprehensive resource to ensure a seamless onboarding experience as you step into your important role in shaping the future of our organization.

Designed to help you hit the ground running, it aims to equip you with the tools, knowledge, and confidence to actively participate in discussions from day one, build meaningful relationships with your peers, and fully embrace your commitment to advancing our mission.

Through this guide, you will gain a deeper understanding of the vital role you play in the governance of our association, as well as an appreciation of its rich history, culture, and key milestones—fostering a stronger sense of belonging and purpose. Additionally, you'll receive a solid grounding in the association's strategic direction, empowering you to make impactful contributions toward realizing our shared vision.

Together, let's build on the legacy of excellence and drive the success of the National Association of REALTORS® forward.

 **QUESTIONS?** Email [nargovernance@nar.realtor](mailto:nargovernance@nar.realtor)



# NAR MISSION, VISION, HISTORY, and GOVERNING DOCUMENTS

## Mission

To empower REALTORS® as they preserve, protect, and advance the right to real property for all.

## Vision

Our vision is to be a trusted ally, guiding our members and those they serve through the ever-evolving real estate landscape.

## History

The National Association of REALTORS® was founded as the National Association of Real Estate Exchanges on May 12, 1908 in Chicago. With 120 founding members, 19 Boards, and one state association, the National Association of Real Estate Exchanges' objective was "to unite the real estate men of America for the purpose of effectively exerting a combined influence upon matters affecting real estate interests."

Learn more at [nar.realtor/about-nar/history](https://nar.realtor/about-nar/history).

## Governing Documents

NAR's major policy documents include the Code of Ethics and Constitution and Bylaws. Directors should use these documents as a reference for understanding NAR's rules, regulations, and legal obligations.

## Code of Ethics

The [NAR Code of Ethics and Standards of Practice](#) establishes ethical duties that all REALTORS® agree to follow as a condition of their membership. These duties provide a high level of service and professionalism to clients/customers and are the key factor separating REALTORS® from all other real estate practitioners.

## NAR Constitution and Bylaws

The National Association of REALTORS® Constitution and Bylaws govern the National Association, its committees, leadership, and the relationship with NAR, state associations, and local associations.

[Read or download the NAR Constitution and Bylaws.](#)

## NAR GOVERNANCE STRUCTURE

The National Association's governing bodies are comprised of elected and appointed members serving in leadership positions.

NAR's Governing Bodies include:

**Leadership Team** - manages the businesses of the Association and provides direction and leadership to our membership. They also have the authority to act on behalf of the NAR Board of Directors between its two annual meetings. See the [current NAR Leadership Team](#).

**Executive Committee** - has the authority to:

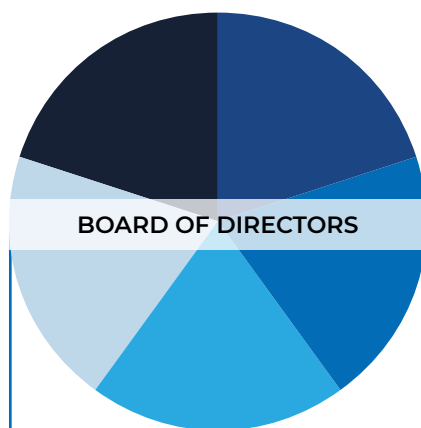
- approve the NAR Strategic Plan and monitor plan progress and success of achieving NAR goals and priorities.
- approve committee recommendations and policy with the following exceptions:
  - those that require approval by the Board of Directors, such as approving amendments to the Bylaws and to the Code of Ethics, approving the National Association budget, dues and assessments,
  - those that the Leadership Team or Executive Committee may refer to the Board for vetting and approval, and
  - those that have been referred to the Board of Directors by a petition signed by at least twenty percent of the Directors.
- approve changes to the NAR committee structure to ensure it adequately serves the needs of NAR and will support implementation of our Strategic Plan.

Directors will be notified at least 15 days in advance of any Executive Committee meeting date and agenda, per the NAR Constitution.

- View the composition of the Executive Committee as written in the NAR Constitution and Bylaws [here](#).

# NAR GOVERNANCE STRUCTURE

(continued from previous page)



## Elected Directors

- President
- President Elect
- First Vice President
- Treasurer
- Regional Vice Presidents
- Immediate Past RVP

## Other Appointed Directors

- State Allocated
- Local Allocated
- Small State & Territory Appointed
- Large State & Territory Appointed

## Leadership Team Appointed Directors

- Association Executives
- Commercial Overlay Boards
- Outside Organizations
- 50 Large Firm
- Executive Committee Members

## President Appointed Directors

- VP of Advocacy
- VP of Association Affairs
- REALTOR® Party Director
- Liaisons


## Ex Officio Directors

- ISC Presidents
- Former NAR Presidents
- Former NAR Treasurers
- State & Territory Presidents
- DSA Recipients

## Board of Directors


The NAR Board of Directors will:

- Approve the association budget, dues, and assessments, as well as any amendments to the Bylaws or Code of Ethics.
- Be engaged in and review progress of the NAR Strategic Plan to provide critical input and to evaluate the success of NAR's goals and priorities.
- Provide input and perspective to the Executive Committee and Leadership Team as requested on industry issues, critical trends, and NAR policy, particularly those considered so important or contentious that vetting and consensus by the broadest representation of the membership is needed.
- Elect Officers.

 View the composition of the Board of Directors as written in the NAR Constitution and Bylaws [here](#).

## Delegate Body

The Delegate Body meets once a year at NAR NXT. The Delegate Body is composed of the presidents of 1,130 member boards and they have the authority to approve proposed amendments to the NAR Constitution and Code of Ethics.

 Learn more about the [Delegate Body](#).

## Committees

The committee structure is comprised of [Committees, Advisory Boards, Advisory Groups, Forums and Councils](#), overseeing public policy issues, advocacy efforts, diversity engagement, association management, and many more. Committee work is ongoing unless the committee requests to be sunset through the committee structure process and approved by the Executive Committee. A Committee's Leadership can also request a change in the committee's purpose, composition, or terms of service, subject to approval by the Executive Committee. A Committee may recommend to the Executive Committee and Board of Directors a new or change to member programs, policies, products, and services.

## Governing Bodies Approval Process for Committee Recommendations

The approval flow for committee recommendations depends on the type of recommendation brought forward, whether the Executive Committee chooses to refer the recommendation to the Board of Directors, or the result of the Board of Directors petition process. Here are the options of approval flow for committee recommendations:

### APPROVAL FLOW

#### Changes to Code of Ethics or NAR Constitution:



#### Policy Changes:



#### Changes to Committee Structure:



## Petition Process

In accordance with Article V, Section 2 of NAR's Constitution, directors can refer committee recommendations and policy positions from the Executive Committee to the Board of Directors with a petition signed by twenty percent of directors.

The petition process begins when directors receive notice of the Executive Committee meeting and agenda, at least 15 days in advance of the Executive Committee meeting. Directors will receive a link to a petition form, where they may sign their name to indicate that they wish to refer an item from Executive Committee.

The progress of petitions will be provided to directors regularly via the Hub in the days leading up to the petition deadline. This transparency helps keep all stakeholders informed throughout the process.

## Elected and Appointed Leadership Leadership Team

The [Leadership Team](#) is a team of 8 elected and appointed members, composed of the President, President-Elect, First Vice President, Treasurer, Immediate Past President, Vice Presidents of Advocacy and Association Affairs (appointed by the President), and CEO (non-voting).

## Regional Vice Presidents (RVPs)

The [Regional Vice Presidents \(RVPs\)](#) serve as spokespersons for the National Association in his/her respective region. Regions are comprised of 54 states and territories which are broken down into 13 geographic areas.

## Committee Liaisons

The [Committee Liaisons](#) are appointed each year by the President to assist in facilitating committee issues and activities. The Liaisons facilitate communication amongst the committee chairs, vice chairs, committee members; monitor committee goals; ensure that major strategies are in place to achieve the goals; and assist in identifying and developing effective committee leadership.

## Committee Chairs and Vice Chairs

The [Committee Vice Chairs](#) are appointed each year by the incoming President-Elect. They will automatically rise to the position of Chair, pending confirmation by the incoming President. The Chairs and Vice Chairs set goals for their committee/advisory board/council/forum each year to further the overall strategic goals of the association. Almost all meet twice-yearly at the Legislative Meetings and NAR NXT, where they may bring recommendations before the Board of Directors. Some committees will meet additionally at other times of the year.



# BOARD OF DIRECTOR ROLES AND RESPONSIBILITIES

Members of the NAR Board of Directors have duties and responsibilities for governing the association, and the association counts on directors to participate as we deliberate issues that impact our members' daily business lives. You represent each of NAR's members. This may be challenging because there may be a multitude of viewpoints held by the membership on various issues but, if you place the welfare of the Association first, the right decision will be made.

As an NAR Director, you are responsible for:

- Knowing the issues of importance to your constituency and bringing matters of concern to the attention of the Association.
- Knowing the issues of importance to the Association and reporting matters of concern or actions taken by the Association back to your constituency.
- Participating in the NAR meetings. The Association and membership depends on the experience, knowledge, judgment, and spirit you bring to the Board of Directors.

## Qualifications and Performance Expectations of the NAR Board of Directors

NAR Directors must meet all qualifications and performance expectations for NAR Directors, including required DEI training. *(Qualifications must be met to be appointed to the Board. Performance expectations must be met during the term of the appointment.)*

- [NAR Board of Directors Qualifications & Performance Expectations](#)
- [Required DEI Training for NAR Leaders](#)

# BOARD OF DIRECTOR ROLES AND RESPONSIBILITIES

(continued from previous page)

## Authority of the NAR Board of Directors

The NAR Board of Directors has the authority to:

- Approve Association expenditures
- Set membership dues
- Approve amendments to the NAR Bylaws and recommend amendments to the NAR Constitution and Code of Ethics to the NAR Delegate Body
- Be engaged in and review progress of the NAR Strategic Plan to provide critical input and to evaluate the success of NAR's goals and priorities.
- Provide input and perspective to the Executive Committee and Leadership Team as requested on industry issues, critical trends, and NAR policy, particularly those considered so important or contentious that vetting and consensus by the broadest representation of the membership is needed.
- Elect Officers.

## Liability Coverage

A well-informed Board of Directors seldom makes mistakes. However, in the unlikely event that any litigation should result from actions taken by the Board, the Association provides coverage to directors through its errors and omissions liability insurance.

## POLICIES, LEGAL AND FIDUCIARY RESPONSIBILITIES

### Director Attendance Policy

In accordance with the Article IV, Section 5 of the NAR Constitution, any Director, except the former Presidents of the National Association, who shall be absent from two consecutive regular meetings of the Board of Directors shall automatically forfeit his/her office unless the Board of Directors, upon receipt of a written explanation for such absence satisfactory to it, shall waive this provision.

**NOTE:** This policy applies to Directors who have a term of more than one year.

### Fiduciary Duty

As an NAR director, you are a fiduciary of NAR. That means you have a special legal responsibility in connection with the administration, investment, and care of NAR and its assets. This requires you to make careful, good-faith decisions in the best interest of NAR. Your decisions must be made independently and free of any undue influence from any person or organization, including any local or state association, MLS or brokerage.

Many of you are multi-board directors, meaning that you also serve as directors of other organizations, such as a local or state REALTOR® Association. In that instance, you owe fiduciary duties to multiple organizations. If the duties you owe to another organization prevent you from giving undivided allegiance to NAR, then you are individually responsible for addressing that conflict as you deem appropriate and at the very least, in a manner consistent with NAR's Conflict of Interest Policy.

■ NAR's Legal Affairs team explains the fiduciary duties that NAR directors owe to the association [here](#).

### Social Media Guidelines

As used in these Guidelines, "NAR leaders" includes elected and appointed officers, directors, committee chairs and vice chairs, President Liaisons, and other members appointed to positions of leadership by the NAR Leadership Team.

Social media is a powerful and effective communication and engagement tool and NAR encourages NAR leaders to utilize social media to help raise awareness of NAR's work and issues of interest to REALTORS® and consumers. These Social Media Guidelines for

## POLICIES, LEGAL AND FIDUCIARY RESPONSIBILITIES

(continued from previous page)

NAR Leaders (Guidelines) are intended to enable NAR leaders to maintain their ability to express themselves personally on social media, while also ensuring that the reputation and work of NAR is protected. In furtherance of these objectives, NAR leaders should try to follow these Guidelines:

1. While the President is the chief spokesperson for NAR, all NAR leaders are encouraged to use social media to promote NAR's mission, policy positions, advocacy efforts, and other association news.
2. Unless otherwise stated, it is acceptable to repost or share NAR published communications and established policy positions.
3. Always be professional and ethical when engaging in social media and avoid making statements or posting photographs that could reasonably harm the Association.
4. In the capacity of an NAR leader, avoid making statements contrary to NAR's public positions on federal issues, including but not limited to contrary statements about appointees, elected officials or candidates, and legislative or regulatory matters.
5. When reasonably necessary or useful, include a disclaimer that views expressed by the NAR leader are personal to the individual and do not represent the official views of NAR.
6. Do not disclose any confidential information.
7. Do not call for a boycott of a product, service, or company.
8. Avoid any connection to NAR when making personal statements of endorsement or opposition to particular products, services, or companies.
9. Respect third-party intellectual property, and always use NAR's trademarks in accordance with NAR's Membership Marks Manual. REALTOR® means member of the National Association of REALTORS® and must not be used generically as a synonym for the occupation of "real estate agent" or "broker".
10. If an NAR leader is unsure whether a particular communication is appropriate, the NAR leader should refrain from making the social media post or contact the President or CEO prior to publishing the post.

NAR leaders who do not adhere to these Guidelines or who otherwise act inappropriately when engaging in social media, may be contacted by the President or CEO to resolve the situation, which may include withdrawing, correcting, or revising the communication at issue.

# POLICIES, LEGAL AND FIDUCIARY RESPONSIBILITIES

(continued from previous page)

## Disclosure and Conflict of Interest Policy

### Ownership Disclosure Policy

Members of any NAR decision-making body must disclose the existence of any of the following: (1) an ownership interest\* in, (2) a financial interest\*\* in, or (3) service in a decision-making capacity for any entity prior to speaking to an NAR decision-making body on any matter involving that entity.

After making the required disclosure, such member may participate in the discussion and vote on the matter unless that member has a conflict of interest as defined below.

### Conflict of Interest Policy

A member of any NAR decision-making body has a conflict of interest whenever that member:

- (1) is a principal, partner, or corporate officer of a business providing, or being considered as a provider of, products or services to NAR (“Business”); or
- (2) serves on the board of directors of the Business unless the individual's only relationship to the Business is service as NAR's representative on such board; or
- (3) holds an ownership interest\* of more than one percent of the Business.

Members with a conflict of interest must immediately disclose such conflict of interest prior to participating in any discussions or vote of an NAR decision-making body that pertains to the Business. Such members may not participate in any discussions related to that Business other than to respond to questions asked of them by other members of the body. A member may not vote on any matter in which the member has a conflict of interest.

 Also see: [NAR Leadership Integrity Policy](#).

\* Ownership interest is defined as the cumulative holdings of the individual; the individual's related spouse, children, and siblings; and of any trust, corporation, or partnership in which any of the foregoing individuals is an officer, director, or owns in the aggregate at least 50% of the (a) beneficial interest (if a trust), (b) stock (if a corporation), or (c) partnership interests (if a partnership).

\*\* Financial interest means any interest involving money, investments, extension of credit or contractual rights.

# POLICIES, LEGAL AND FIDUCIARY RESPONSIBILITIES

(continued from previous page)

## Member Code of Conduct

This [NAR Member Code of Conduct](#) applies to all (1) NAR-related activities, meetings, and events, whether held in public or private facilities (including those sponsored by organizations other than NAR and held in conjunction with NAR activities, meetings, or events), and member conduct during such activities, meetings and events, and (2) NAR member communications, whether written or verbal (including, but not limited to, email, text, social media platforms, NAR communication platforms, and media publications), related to NAR business or with NAR staff. NAR takes a broad view of activity that is related to NAR or to NAR business; purely private conduct is not governed by this Code, but when an NAR member's conduct reasonably relates to that member's participation in NAR and has the potential to impact NAR members or staff, this Code applies.

 [Download the NAR Member Code of Conduct.](#)

### **NAR Commitment:**

NAR is committed to providing a productive and welcoming environment that is free from abusive conduct, discrimination, harassment, and retaliation. Members are expected to act toward each other, NAR staff, service providers, speakers, and event participants in a manner that is consistent with this policy and with applicable law.

### **Abusive Conduct:**

NAR prohibits any form of abusive conduct by a member towards NAR staff. Abusive conduct means physical, verbal, or nonverbal conduct undertaken with malice, meaning the intention of harming someone, that a reasonable person would find hostile, offensive, humiliating, intimidating, and unrelated to NAR's legitimate business interests. Members are expected to set a positive example, and treat NAR staff with professionalism, courtesy, civility, and respect in all interactions. NAR welcomes member feedback, including disagreement and complaints, provided that such feedback is delivered in compliance with this Code.

## POLICIES, LEGAL AND FIDUCIARY RESPONSIBILITIES

(continued from previous page)

Abusive conduct may take various forms including, but not limited to, the following examples:

- Use of profanity or harsh, insulting, or derogatory words, remarks, insults or epithets.
- Screaming or shouting, particularly in the presence of others.
- Threatening or intimidating behavior or words.
- Making disparaging remarks about a person's looks, lifestyle, family, or work.
- Taunting, jeering, mocking, humiliating another through acts or words, or trying to make someone the target of mischief or gags.
- Distributing communications with or from NAR staff with a malicious and non business-related purpose or with the intention of humiliating, threatening, or embarrassing.
- Providing commentary that is untruthful or insulting.
- Sabotaging or undermining of NAR staff's work performance and employment.

Abusive conduct does not include one single act unless the conduct is determined to be severe and egregious; however, even if the conduct does not rise to the level of abusive conduct under its meaning in this Code, a member may nonetheless receive a warning in order to prevent the conduct from reoccurring and becoming more severe.

### **Discrimination:**

NAR prohibits discrimination based on an individual's race, color, religion, sex, gender, pregnancy, breastfeeding and pregnancy-related conditions, sexual orientation, gender identity and/or expression, age (40 and over), national origin, ancestry, physical or mental disability, genetic information, marital status, military or veteran status, political affiliation, personal appearance, and any other characteristic protected by applicable law.

## POLICIES, LEGAL AND FIDUCIARY RESPONSIBILITIES

(continued from previous page)

### **Harassment:**

NAR prohibits the harassment of its members, NAR staff, service providers, speakers, and event participants, based on an individual's race, color, religion, sex, gender, pregnancy, breastfeeding and pregnancy-related conditions, sexual orientation, gender identity and/or expression, age (40 and over), national origin, ancestry, physical or mental disability, genetic information, marital status, military or veteran status, political affiliation, personal appearance, and any other characteristic protected by applicable law. Prohibited harassment includes all unwelcome behavior based on a protected characteristic where the purpose or effect of the behavior is to create a hostile, abusive or intimidating environment, or where the behavior otherwise adversely affects an individual's ability to participate in or at NAR-related activities, or adversely affects an NAR staff member's employment in violation of this Code.

Prohibited harassment may take various forms, including, but not limited to, the following examples:

- Verbal conduct, such as epithets, derogatory comments, slurs, or jokes, or unwanted sexual advances, solicitations, or comments.
- Visual conduct, such as derogatory or sexually oriented posters, cartoons, drawings, or gestures.
- Physical conduct, such as assault, impeding, or blocking movement.
- Via technology or computers, including to transmit, communicate or receive derogatory, inappropriate pornographic, sexually suggestive, or explicit pictures, cartoons, messages, jokes, or material.
- Threats and demands.
- Requests for sexual favors, such as unwanted sexual advances, which condition a benefit upon an exchange of sexual favors.
- Violence or threats of violence.

Harassment includes inappropriate conduct, comment, display, action, or gesture based on another person's sex, color, race, religion, national origin, age, disability, sexual orientation, gender identity, and any other protected characteristic.

Examples of harassment include, but are not limited to: epithets, slurs or negative stereotyping; threatening, 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.



## POLICIES, LEGAL AND FIDUCIARY RESPONSIBILITIES

(continued from previous page)

### **Sexual Harassment:**

Sexual harassment is one form of prohibited harassment. Sexual harassment includes but is not limited to 1) unwelcome sexual advances and other unwelcome verbal, visual or physical conduct of a sexual nature, or 2) requests for sexual favors or conduct of a sexual nature when (a) submission to or rejection of such advances, requests, or conduct is made either explicitly or implicitly a term or condition of membership, a benefit associated with membership, or employment; (b) an individual's submission to or rejection of such conduct is used as a basis for a decision affecting that individual; or (c) the purpose or the effect of such conduct is to substantially interfere with the affected individual's membership or employment or to create an intimidating, hostile or offensive work environment; or 3) sexual misconduct, which means any behavior of a sexual nature which also involves coercion, abuse of authority, or misuse of an individual's leadership position.

Harassing conduct, including sexually harassing conduct, can be committed by a person of either the same sex or gender, or the opposite sex or gender (or any other protected category) of the person subjected to the harassment. A person may be the victim of harassment even though the offensive conduct has not been directed at the person alleging harassment, regardless of the sex, gender, gender identity, gender expression, sexual orientation, or other class status of the perpetrator. Additionally, sexually harassing conduct need not be intentional or motivated by sexual desire.

## POLICIES, LEGAL AND FIDUCIARY RESPONSIBILITIES

(continued from previous page)

The following are examples, but do not represent an inclusive list of conduct that may constitute prohibited sexual harassment:

- Unwelcome sexual flirtations or propositions.
- Unwanted physical touching or closeness, such as massaging a person's back, neck or shoulders, hugging, kissing, patting, pinching, fondling, or touching/pulling an individual's clothing or hair.
- Physical gestures that imply a sexual act or sexual anatomy, touching oneself in a sexual nature.
- Brushing up against another person, standing too close, or lingering.
- Using vulgar words of a sexual nature, describing body parts, or sexual acts.
- Discussions or inquiries about sexual fantasy, preferences, history, or sex life about self or others.
- Displaying sexually suggestive or demeaning objects, pictures or cartoons, or other materials on a personal or company-owned device shared in the workplace.
- Giving personal gifts that imply an intimate relationship.
- Repeated invitations and/or pressuring/coercion for dates or sexual favors; harassing phone calls, emails, texts, social media posts, or other communication.
- Any suggestion that an individual's committee assignment, leadership position, job security, project assignment, or the terms or conditions of employment depend at all on the submission to or rejection of requests for sexual favors or relations.

### **How to Report Incidents of Harassment or Inappropriate Behavior:**

Any person who believes they experienced or witnessed abusive conduct, discrimination, harassment, or retaliation in violation of this Code should promptly report the incident to the Member Accountability Committee at [memberconduct@nar.realtor](mailto:memberconduct@nar.realtor), to the NAR Chief Legal Officer, General Counsel, Senior Vice President of Human Resources, or Chief Executive Officer, who will promptly refer such report to the Member Accountability Committee.

Leadership Team members must promptly report to NAR any possible violation of this Code they observe or become aware of, and failure to do so will generally be deemed to be a violation of this Code and the Leadership Pledge.

## POLICIES, LEGAL AND FIDUCIARY RESPONSIBILITIES

(continued from previous page)

### Investigation and Discipline

Upon receipt of a report of possible abusive conduct, discrimination, harassment, or retaliation in violation of this Code, the Member Accountability Committee, using an outside independent investigator, will promptly conduct an investigation. Members have a duty to cooperate with and participate in an investigation into any reported violation of this Code when asked by NAR, to do so in good faith, and to provide complete and truthful information to NAR. During the investigation, NAR will involve only those deemed necessary to the investigation, and disclosures will only be made on an as-needed basis. The disclosure of personal or private information learned by any participant by virtue of their participation in the investigation and made without a lawful or legitimate purpose will generally be deemed a violation of this Code and the Leadership Pledge.

If the investigation substantiates a violation of this Code, the Member Accountability Committee, in consultation with the outside investigator and outside legal counsel, will determine the outcome of the investigation and any disciplinary action. All decisions, including disciplinary action taken by the Member Accountability Committee are final and not appealable.

The Member Accountability Committee may communicate the outcome of any investigation under this Code, including any disciplinary action, to NAR's Chief Legal Officer, General Counsel, Senior Vice President of Human Resources or Chief Executive Officer, and Leadership Team, as necessary.

NAR reserves the right to take any necessary and appropriate action against a member who engages in any form of abusive conduct, discrimination, harassment, or retaliation in violation of this Code. Such actions may include, but are not limited to, prohibition from attendance at future NAR meetings or events, suspension from NAR-related travel, removal from a leadership or committee appointment, referral of a request for removal of an officer to the Credentials and Campaign Rules Committee, expulsion from membership, or any other action deemed appropriate by NAR.

NAR strictly prohibits all individuals from retaliating against any person who in good faith reports, or participates in the investigation of, possible abusive conduct, discrimination, harassment, or retaliation in violation of this Code.

To the greatest extent allowed by law, NAR is not and will not be held responsible for any member's alleged violation of this Code or otherwise inappropriate or unlawful act.

# POLICIES, LEGAL AND FIDUCIARY RESPONSIBILITIES

(continued from previous page)

## Statement of Appropriate Event Conduct

The National Association of REALTORS® (NAR) is committed to providing a positive and rewarding experience for everyone associated with an NAR event. In addition to NAR members' adherence to the [NAR Member Code of Conduct](#) all attendees agree to abide by this Statement of Appropriate Event Conduct by virtue of their attendance at an NAR event.

All attendees (including without limitation NAR members, guests, speakers, exhibitors and vendors) are expected to conduct themselves professionally, to use good judgment and be respectful at all times while present at an NAR event. This includes an attendee's conduct while physically present at an NAR event, as well an attendee's conduct on any virtual platform associated an NAR event.


NAR does not tolerate any inappropriate behavior, including harassment or discrimination in any form. Examples of inappropriate behavior include, but are not limited to, harassing or defamatory verbal or written comments, display or use of graphic images or language, destruction of property, threats, intimidation, unwanted physical contact, unwanted sexual conduct whether physical or verbal or non-verbal, and any conduct, statements or images that denigrates or shows hostility toward an individual or group based on a protected characteristic.

Any attendee should immediately report any behavior they believe in good-faith violates this Statement of Appropriate Event Conduct to Jonathan Waclawski, General Counsel & Senior Vice President, Legal ([jwaclawski@nar.realtor](mailto:jwaclawski@nar.realtor)). Please include as much detail as possible, such as the date, time, location, and a description of the incident being reported. Any attendee who believes they are in immediate danger should report the incident directly to the police via 911.

NAR reserves the right to take any necessary and appropriate action against any attendee who violates this Statement of Appropriate Event Conduct, including, but not limited to, immediate removal from the event, prohibition from attendance at future NAR events, removal from a committee appointment, and expulsion from membership.

We value your attendance and thank you for your cooperation and commitment to ensuring a positive event experience for all.

By attending this event, you acknowledge that you have read the following Terms of Use and Privacy Policy and agree to be bound by them.

 **Terms of Use**    [Read NAR's Terms of Use](#)  
**Privacy Policy**    [Read NAR's Privacy Policy](#)

## WHAT TO EXPECT DURING YOUR TERM AS A DIRECTOR

Your appointment will be confirmed by September 15 of the year of your term, and your appointment will officially start on December 1 (and will end on November 30 of the following year if serving a one-year term).

During your term as a director, you will participate in two national meetings each year:

- [REALTORS® Legislative Meetings](#) (May/June)
- [NAR NXT, the REALTOR® Experience](#) (November)

More details about the national meetings are available in the **About the National Meetings** section.

Special meetings may also be called. Details on special meetings are outlined in Article IV, Section 4, of the [NAR Constitution](#).

In addition to the two national meetings, there are several more platforms and events to keep you informed and connected throughout the year:

## YEAR ROUND

### Director Communications

#### The Hub

When your term begins, you will be added to the Board of Directors community on our primary governance communications platform, [The Hub](#). All Directors can post messages and start a dialogue in this community, and you will receive important messages from the NAR President and staff here as well.

Important information you'll need for meetings, including the "Directors Packet" (more on that below), will be distributed via The Hub. Be sure to bookmark the link and look for emails coming from this community!

### NAR Surrogate Program

If you haven't already, consider joining the NAR Surrogate Program. This is a community of engaged and active NAR members committed to amplifying important updates and timely information, in collaboration with state and local associations and NAR, through local and national media, social channels, and in their communities. NAR surrogates play a vital role in highlighting the work REALTORS® do for their clients, the industry, and their communities.

NAR Surrogates receive weekly email updates with curated content to share, monthly conference calls to provide program updates and communications plans and resources, and access to resources, tools, and research.

Interested in joining?  
Email [surrogates@nar.realtor](mailto:surrogates@nar.realtor).

# WHAT TO EXPECT DURING YOUR TERM AS A DIRECTOR

(continued from previous page)

During your term as a director, you will participate in two national meetings each year. These meetings take place during the major NAR conferences:

## May/June

[REALTORS® Legislative Meetings](#)

## November

[NAR NXT, the REALTOR® Experience](#)

## YEAR ROUND

### December/January

#### **NAR Stakeholders Webinar**

In December or January, NAR will host a webinar for NAR Stakeholders, including committee members, State/Local Presidents and AEs, and NAR Directors. The webinar is led by the NAR Leadership Team and covers topics important to serving as NAR leaders.

### April/May

#### **Board of Directors Orientation and Virtual Voting Demonstration Webinar**

All directors of the National Association are required to complete an orientation as part of your director responsibilities. This webinar, which takes place in the weeks prior to the first Board meeting at the REALTORS® Legislative Meetings, will fulfill that requirement for new directors. It is recorded, so you can view later if you have a conflict with the live event.

In this session, you will learn about your roles and responsibilities as an NAR Director, receive helpful tips as you prepare for your first Board meeting at the REALTORS® Legislative Meetings, and receive a detailed walk-through of the virtual voting platform that we use during Board of Directors meetings.

### April/May; October

#### **Virtual Pre-Caucus Stakeholder Meetings**

Twice per year, Directors are invited to attend the Virtual Pre-Caucus Stakeholder Meetings. The goal of this meeting is to inform stakeholders of NAR business and receive feedback on business that the Executive Committee and Board of Directors will be considering at their upcoming meeting.

## ABOUT THE NATIONAL MEETINGS

Action and filed reports will be uploaded to the Board of Directors Hub Library each evening as they are received from the committees. To stay apprised of business that may come before the Board of Directors, Directors should review the filed reports as they come in each evening.

### Meeting Attendance

Directors are required to attend the two national meetings (or obtain an excused absence, see below for more information). You may attend and vote in the meeting in-person or virtually. If you plan to attend the meeting in-person, you will need to register for the conference in advance as a conference badge is required for entry.

- If you are unable to participate in person or virtually, you may request an excused absence. Requests can be sent to [nargovernance@nar.realtor](mailto:nargovernance@nar.realtor).

### Committee Business - Filed and Action Reports

All NAR committees, including the Executive Committee, meet during the conferences in the days leading up to the Board of Directors meeting. Each committee is required to file:

- An agenda 10-15 days prior to the first day of the NAR business meeting;
- Either an **Action** or **Filed** report by 5pm on the day of their meeting at the conference; and
- Meeting minutes within 30 days of the meeting.

**Action** reports are for those committees who are recommending a new – or change in – NAR policy, program, product or service, or related funding for approval by either the Executive Committee or the Board of Directors. These reports will include a summary of their meeting as well as a completed recommendation form to submit for a vote by the Executive Committee or Board of Directors. *(See NAR Governance Structure section for which recommendations could come to the Board of Directors.)*

**Filed** reports are for those committees who met, but do not have any business to bring before the Executive Committee or the Board of Directors. These reports will include a summary of the meeting discussion.

# ABOUT THE NATIONAL MEETINGS

(continued from previous page)

## Informative Sessions at the Conferences

Prior to the Board meeting, there are several informative sessions that Directors should consider attending, including:

- Committee meetings of which the Director is a member
- Committee meetings of interest or with known business coming before the board, if applicable
- Capitol Hill visits (May), if applicable
- Treasurer's Forum
- First Vice President and Treasurer Candidates' Forums, if applicable
- Regional Caucus meetings

## Board of Directors Meeting Materials

The evening before the Board of Directors meeting, NAR's governance staff will post the meeting materials, also known as the "packet," as a PDF document in the Board of Directors community on the Hub. Be on the lookout for this! This packet contains all the information you'll need for the next day's meeting, including the final agenda, consent agenda for approval, committee reports, and other expected business.

It is important to note that sometimes the packet is distributed later in the evening – this occurs when committee reports are filed late or when a sensitive item requires additional review before publishing. Rest assured; you will receive your packet the night before!

## Voting Process

Whether you are attending the meeting virtually or in-person, all directors will receive an email with a unique password and the link to join in advance of the meeting. The email is sent the night before the meeting, and again the morning of the meeting. If attending virtually, these login credentials will provide access to view and participate in the meeting, as well as to vote virtually.

If you plan to attend the meeting in-person, you can disregard the email. You will receive a hand-held voting device at check-in on the morning of the meeting.





## ABOUT THE NATIONAL MEETINGS

(continued from previous page)

### The Day of the Board of Directors Meeting

The meeting typically begins at 8:30am local time. Whether attending in-person or virtually, you will want to arrive (or log in) early to ensure you are checked in on time. Check-in typically opens at 7:00am but the lines, even the virtual queue, tend to build as it gets closer to the meeting.

- **Attending in-person:** All directors need to check in at the directors' check-in counter before entering the meeting room. At check-in, you will receive a printed copy of the meeting materials (packet) as well as your hand-held voting device.

When you enter the meeting room, you will notice that seating is arranged by NAR Regions. Each NAR Region is designated by a sign. To assure that the necessary quorum is maintained for conducting the Association's business, directors are required to sit with their Region for the entire meeting. There is additional seating for non-directors on the side or at the back of the room.

- **Attending virtually:** When you enter the meeting, you will first go to the waiting room as staff checks everyone in virtually. When they have finished checking you in, you will enter the meeting and you are ready to go.

### Parliamentary Procedure

The latest edition of [Robert's Rules of Order Newly Revised](#) is the authority governing all National Association meetings. A registered parliamentarian will be on hand at the Board of Directors meeting, but you should be familiar with parliamentary procedure to help expedite the business of the meeting.

If you wish to address an issue or make a motion from the floor in the meeting room, stand behind one of the microphones located in the aisles until the chair calls your microphone number. Before addressing an issue or reading a motion, state your name and home state. (Only directors are permitted to speak.) If you are attending the meeting virtually, click on "Messaging" in the Lumi platform, type your request to speak in the text box, and press the arrow button. When called upon to speak, Raise Hand in Zoom. To do this, click on "More," then "Reactions," then "Raise Hand." When prompted with a blue pop up box, unmute your microphone and begin speaking.

A written copy of any motion made from the floor should be presented to the recording secretary seated to the left of the stage (or emailed to [nargovernance@nar.realtor](mailto:nargovernance@nar.realtor) if attending virtually) so the motion may be incorporated into the Board of Directors minutes.

## FEEDBACK AND ASSESSMENT

### Director Experience Surveys

After each national meeting, NAR will send a brief survey to all directors to gather feedback about their experience as an NAR Director. Our goal is to ensure that your time in this role is as valuable, engaging, and effective as possible. Your input is essential in helping us continually improve both the structure and content of these meetings. We welcome and appreciate your honest feedback—it plays a key role in shaping a better experience for you and your fellow directors.

Thank you for your service on the NAR Board of Directors! We are grateful for the time and expertise you bring to the national association. If you have any questions or staff can assist you throughout your term, please email [nargovernance@nar.realtor](mailto:nargovernance@nar.realtor).



