



National Association of Residential Property Managers

Bylaws of Greater Portland Chapter of

The National Association of Residential Property Managers

ARTICLE I: **Name, Purposes, Powers and Definitions**

Section A: **Name**

The name of this organization shall be The Greater Portland Chapter of the National Association of Residential Property Managers, Inc., hereafter referred to as the Chapter.

Section B: **Purpose**

The purposes for which the organization is established are to:

1. Establish a permanent trade association in the residential property management industry in the Greater Portland geographical area.
2. To promote a standard of business ethics, professionalism and fair practices among its members.
3. To establish and promote education of its members.
4. To provide and promote the exchange of ideas regarding residential property management.
5. To educate and promote legislative initiative in the Portland tri-county area.

Section C: **Powers**

The Chapter may exercise all powers granted to it as a corporation organized under the non-profit corporation laws of the State of Oregon.

1. The Chapter shall be subject to all rules, regulation, ethics, standards and bylaws of the National Association of Residential Property Managers, Inc.
2. Chapter bylaws shall not conflict with those of the National Association of Residential Property Managers, Inc., hereinafter referred to as the national association.

Section D:

This Chapter's geographical definition shall be: The Portland tri-county area.

ARTICLE II: Membership

Individual Membership that consists of Professional, Associate, Support Staff, Affiliate Member, Honorary Members, and Company Membership.

Section A: Professional Member

Professional Member shall be an individual actively engaged in the management of residential properties as an agent for others. The individual must follow his/her specific state regulatory licensing law regarding performing the duties of a property manager. This member has completed a course of instruction covering the NARPM® Code of Ethics.

A Professional Member may also be an employee of a company, or employee of a property owner, or employee of an investor, who handles all aspects of residential property management. These individuals do not hold an active real estate license but must follow his/her specific state regulatory licensing law regarding performing the duties of a property manager.

Section B: Associate Member

An Associate Member shall be an individual actively engaged in the management of residential property as an agent for others. The individual must follow his/her specific state regulatory licensing law regarding performing the duties of a property manager. An Associate Member cannot hold the RMP® and / or MPM® designation, any certification, or hold elective office. This member has never completed a course of instruction covering the NARPM® Code of Ethics.

An Associate Member may also be an employee of a company, or employee of a property owner, or employee of an investor, who handles all aspects of residential property management. These individuals do not hold an active real estate license but must follow his/her specific state regulatory licensing law regarding performing the duties of a property manager, whether or not they hold an active real estate license.

Section C: Support Staff

A Support Staff Member shall be a person acting in the role of support in the office of a Professional Member and the Support Staff Member must not be acting in a

capacity requiring licensure according to his/her state's regulatory licensing law. A Support Staff Member does not vote or hold elective office.

Section D: Affiliate Member

An Affiliate Member shall be an individual or business entity, which provides products, services, or expertise to the residential property management industry. Requirements relating to acceptance into affiliate membership, suspension of affiliate membership shall be identical to those specified for members, except that affiliate members are not eligible to vote; however, affiliate members can be a chairperson and can serve in advisory positions to the executive committee or chairperson or committee members. An affiliate member does not vote or hold elective office.

The Chapter shall not recognize all NARPM® National Affiliate Member as Affiliate Members of this Chapter.

Section E: Honorary Member

Honorary membership shall be bestowed upon individuals who, are recommended by the chapter board of directors to the National Association Board of Directors, have rendered or continue to render distinguished service to the Chapter or to the profession of property management. Honorary members shall pay no dues or other assessments and shall be eligible to participate in the usual activities of the association, except they shall be ineligible to vote, hold office or serve as a member of the executive committee.

Section F: Life Member

Life members shall be all national past Presidents of NARPM®. Life membership will begin as the President's term is completed. Dues will be waived for Life members.

Other members who qualify may apply for Life Member as outlined in the national bylaws and complete the approved application.

Life Members shall not pay dues and are strongly encouraged to complete a course of instruction covering the NARPM® Code of Ethics. They shall be eligible to participate in the usual activities of the Association and its Committees and are eligible to vote and hold office.

- All Past Presidents shall be deemed Life Professional Members of the Association
- Shall be bestowed upon individuals who have retired from the property management business and, in the opinion of the Board of Directors, have rendered, or continue to render, distinguished service to the Association or the property management profession. An application to the Board of Director must be approved in order to hold this membership type”.

Section G: Company Membership

Company Membership is offered to the responsible individual of the company. In order to hold Company Membership, the company must have four (4) members, which is a combination of Professional and Support members, with two (2) out of the four (4) being Professional members. Additional Professional Members, Support Staff and Associate Members may register under the company for an additional fee. Membership categories under the Company will follow the same eligibilities and requirements as outlined above.

Section H: Application by Professional, Associate, Support Staff

1. Acceptance into membership: An applicant for membership in a chapter shall first be a member of the national association. A member of the national association may be a member of more than one chapter as long as that member meets all requirements for each chapter membership. New Members must complete a Code of Ethics course of instruction from the National Association of Residential Property Managers to become a Professional Member.
2. Vote: Voting member shall be eligible to vote in person at the annual meeting of the chapter in which officers are elected. Any member shall be eligible to vote at all meetings of sub-committee upon which the member serves, if any.

ARTICLE III: Suspension, Termination, Transferring, and Reinstatement of Membership.

Section A: Suspension of Membership

Suspension of membership shall result in a member being unable to vote in chapter matters for a period of time designated by these or the national association bylaws or, where such discretion is authorized by the national

association, for any one of the following reasons:

1. Suspension of membership: Suspension of membership for reasons stated in the bylaws of the national association.
2. By notification of the National NARPM® Board of Directors as a result of violations of the Code of Ethics and Standards of Professionalism.

Section B: **Termination of Membership**

Membership shall be terminated for reasons identified below. Upon termination, a member shall lose all rights and interests in the chapter and national association.

1. Resignation:
 - a. Any member, other than Affiliate Member, may resign at any time by forwarding a letter stating such intent to the Greater Portland Chapter and the national association, if applicable. The letter shall indicate the date on which the resignation is effective. No refund of chapter or national association dues shall be made for any reason.
 - b. Affiliate Member may resign at any time by forwarding a letter stating such intent to the Chapter. The letter shall indicate the date on which the resignation is effective. No refund of chapter or national association dues shall be made for any reason.
2. Failure to Pay Obligations: Membership shall terminate automatically when a member fails to pay annual Chapter dues with 75 days of due date. Members may file a letter of appeal to the executive committee should an extension be needed to pay obligation.
3. Delinquency in Payments: Any member failing to pay sums due to the national association within 30 calendar days of an invoice due date, shall be considered delinquent. Delinquency status shall remain in effect for one year, or until payment of obligations is made in full, whichever occurs first.
4. Code of Ethics Violations: By notification from the national association to the Chapter Executive Committee, of a violation(s) of the Code of Ethics and Standards of Professionalism or the non-payment of national annual dues.

Section C: **Transferring in a Company membership:**

The use of Company membership will enable the transfer of memberships to

other people in their company. In order to transfer membership, proof of termination from the licensing division, showing evidence that the person has left the firm, is required. For Support Staff, or in states where licensing is not required, other proof of termination must be submitted.

Section D: Reinstatement of Membership

A former member still meeting all membership requirements shall be reinstated:

1. Upon request, if such request is received during the calendar year during which a resignation occurred.
2. Upon request, provided that all financial indebtedness incurred has been paid and is current.
3. After waiting period of one calendar year from the date of termination as a result of a presidential request or by an action of the board of directors of the national association.
4. Upon request through the normal application procedures, if the resignation occurred beyond the current fiscal year.

ARTICLE IV: Executive Committee/ Board of Directors

Section A: Responsibilities

The chapter executive committee/board of directors, hereinafter known as the committee, shall have responsibility for the management of the chapter and shall exercise all rights and powers not expressly reserved by these bylaws or the bylaws of the national association. Such management responsibilities shall include, but not be limited to:

1. Establishing and implementing an organization framework for the chapter.
2. Establishing new or modifying existing operating rules that are not inconsistent with these bylaws of the national association or their intent. Changes to the bylaws must be submitted to the board of directors of the national association for approval.
3. Establishing annual chapter dues, application fees and special assessments.
4. Establishing new committees and dissolving existing committees.

Section B: The Executive Committee

All chapter executive committee members should faithfully attend all Chapter

Executive Committee meetings, the Executive Committee, hereinafter know as the committee, shall be composed of five (5) officers as follows:

1. President: The President shall:
 - a. Be the chief executive officer of the chapter.
 - b. Preside at all meetings of the chapter.
 - c. Act as an alternate signatory for funds withdrawn from the chapter account(s)
 - d. Sign all legal documents.
 - e. Undertake responsibility for such other activities as deemed appropriate by the committee.
 - f. Shall ensure the completion of all documentation required by the national association.
 - g. Serve a term of one year commencing with the beginning of the new year.
 - h. Must be a Professional Member of the Chapter
 - i. Must attend annual Board Leadership Training offered by the National Association of Residential Property Managers the President will be reimbursed for expenses by Portland NARPM as outlined in Chapter Procedures.
2. President-Elect: The President-elect shall:
 - a. Act as an alternate signatory for funds to be withdrawn from the chapter account(s).
 - b. Fulfill the responsibilities of the president during his/her absence.
 - c. Replace the president at the end of the fiscal year.
 - d. Automatically accede to the presidency during the calendar year when the presidency becomes vacant.
 - e. Undertake other activities as are deemed appropriate by the president.
 - f. Serve a term of one year commencing with the beginning of the calendar year.
 - g. Must be a Professional Member of the Chapter
 - h. Notify all chapter members of upcoming meetings.
 - i. Coordinate speakers and lectures that are relevant to the residential industry for chapter meetings.
 - j. Undertake responsibility for such other activities as deemed appropriate by the committee.
 - k. Oversee the submission of Chapter reports including Chapter Excellence submission.
 - l. Must be back up for attendance at annual Board Leadership Training offered by the National Association of Residential Property Managers if the President is unable to attend the President-Elect will be reimbursed for expenses by

Portland NARPM as outlined in Chapter Procedures.

3. Secretary: The Secretary shall:
 - a. Maintain current chapter membership record to coincide with the national association's membership database.
 - b. Record, maintain and distribute minutes of all regular and special meetings of the committee as appropriate.
 - c. Undertake responsibility for such other activities as deemed appropriate by the committee.
 - d. Serve a term of one year commencing with the beginning of the calendar year.
 - e. Must be a Professional Member of the Chapter

4. Treasurer: The Treasurer shall:
 - a. Be a signatory for all funds withdrawn from the chapter account(s).
 - b. Distribute annual renewal notices for chapter dues and special assessments.
 - c. Deposit all funds into a federally insured financial institution.
 - d. Prepare a financial report for committee upon request.
 - e. File all federal, state, and local reports as needed.
 - f. Prepare an end-of-year fiscal year report for the nation association.
 - g. File tax and other financial reports with the appropriate government agencies
 - h. Undertake responsibility for other such activities as deemed appropriate by the committee.
 - i. Serve a one-year term commencing with the beginning of the calendar year.
 - j. Must be a Professional Member of the Chapter

5. Past President- Past President shall
 - a. Shall serve as Chairman of the Nominating Committee
 - b. Undertake responsibilities as assigned by the President.
 - c. Serve a term of one year commencing with the beginning of the calendar year.

ARTICLE V: Eligibility, Nominations, Elections, Terms of Office, and Vacancies

Section A: **Eligibility**

To be eligible to serve as a Chapter Officer, an individual shall be a member in good standing with both the chapter and the national association. Furthermore, the chapter member must be willing to fulfill the duties of the office to which he/she is elected, including those duties relating to the national association.

Section B: **Notification of Members**

Chapter members shall be notified in writing, or electronically if approved by the Chapter Executive Committee, of the pending election and nominations solicited from chapter members at least thirty (30) days prior to the end of the calendar year. Nomination shall be done in two ways:

1. Write-in: Any member who writes in the name of the nominee shall provide a signed letter from the individual so nominated indicating the said individual's willingness to serve if elected and signed by five (5%) of the professional Chapter members.
2. In Person: Any member who is present during the electoral process can be nominated.

Section C: **Elections**

Elections shall be conducted in the last regularly scheduled chapter meeting, or electronically if approved by the Chapter Executive Committee, prior to the end of the calendar year.

1. Presiding Authority: The outgoing President shall conduct the election. The outgoing president can delegate the electoral process to the President-elect or any other chapter member provided that member is not a nominee.
2. Nominating Committee: The immediate Past President shall serve as chair of the nominating committee and the President shall appoint the other two members of the committee. The recommendation of the Nominating Committee shall be approved by the Greater Portland Chapter Executive Committee and presented to the membership for final vote.

3. Uncontested Offices: The presiding authority shall identify those offices for which there is only one nominee. Upon a motion to close the nomination for such offices, that nominee shall be considered duly elected.
4. Contested Offices: In the case of contested office(s), each office shall be dealt with through a ballot presented to those who are in attendance at the chapter meeting, or electronically if approved by the chapter executive committee. The nominee receiving a simple majority shall be elected to the position.

Section D: **Term of Office**

An Officer's term of office shall commence with the beginning of the beginning of the chapter's calendar year and conclude at the end of the same.

Section E: **Vacancy**

An office shall be declared vacant when an Officer:

1. Resigns that office through written notification to the president of the secretary.
2. Is no longer eligible for membership in the chapter or the national association.
3. Is no longer capable of fulfilling duties of the office involved.

Section F: **Filling a Vacated Office**

In the event that the position of the President is vacated, the President-elect shall automatically fill that position and shall continue to serve as both President and President-elect. In the case of other officers, a vacated office shall be filled:

1. When: When more than three (3) calendar months remain before the next election.
2. Procedure: By an individual nominated and approved by the executive committee.

Section G: **Company Membership:**

Company Membership is offered to the responsible individual of the company. In order to hold Company membership, the company must have four (4) members, which is a combination of Professional and Support members, with two (2) out of the four (4) being Professional members. Additional Professional Members, Support Staffs and Associate Members may register under the company for an additional fee. Membership categories under the Company will follow the same eligibilities and requirements as outlined above.

ARTICLE VI: **Meetings, Location and Majority Rules**

Section A: **Meetings**

The Executive Committee shall meet with the same frequency as the chapter meetings, or at a time approved by the chapter Executive Committee, which must be no fewer than four (4) meetings annually.

1. Notice of Regular Meeting: With the advice and consent of the President, the Secretary shall notify all member of the Executive Committee of the date, time and place by regular letter or email mailed to each member of the committee.
2. Waiver of Notice: Attendance by any member of the Executive Committee at the regularly scheduled meeting at which date, time and place is established for the next meeting shall constitute a waiver of notice of the next regular meeting of the committee.
3. Electronic Meeting: If approved by the Chapter Executive Committee, meeting can be held electronically in order to conduct the business of the chapter.

Section B: **Location**

All meetings of the Chapter shall be held within the geographic definition of the chapter. All meetings of the Executive Committee shall be held within the geographic definition of the chapter unless otherwise waived by all the members of the Executive Committee. Annual meeting location of the Chapter shall be approved by the Executive Committee.

Section C: **Quorum**

1. A majority of the Executive Committee Officers in attendance shall constitute a quorum.
2. Quorum: A quorum to conduct business by the members shall be 10% of the members eligible to vote at a regularly scheduled meeting. A Chapter event can be held without a quorum, but no business can be conducted.

Section D: **Simple Majority Vote**

All actions and decisions of the Executive Committee shall be made official by simple majority vote of the members present at any regular or special meetings of the committee, unless otherwise precluded by law.

ARTICLE VII: **Committees: Appointment, Responsibilities, Creation and Dissolution**

Section A: **Appointment**

Except as otherwise stated in these bylaws or the bylaws of the national association, the chairperson and members of all sub-committees shall be appointed by the President with the advice and consent of the Executive Committee.

Section B: **Responsibilities**

Committees shall undertake such responsibilities as are identified in these bylaws or as may be assigned to them by the President with the advice and consent of the Executive Committee. No sub-committee may take any action on behalf of or representative of the chapter unless specifically authorized by the Executive Committee.

Section C: **Creation and Dissolution**

The President, with the advice and consent of the Executive Committee, shall have the authority to create and dissolve sub-committees according to the needs of the Chapter.

ARTICLE VIII: **Code of Ethics & Standards of Professionalism:**

Acknowledgement and Enforcement:

The Code of Ethics and Standards of Professionalism shall be approved by the National NARPM Board of Directors.

As a condition of membership all Professional Members of NARPM® must complete a NARPM® Code of Ethics training. Each Professional Member of the association is required to complete a NARPM® approved ethics training either in classroom or through other means within ninety (90) days of making application, as approved by the board of directors of NARPM®. The association shall design a new course of instruction each four-year period to meet the requirement of membership.

Failure to satisfy this requirement within ninety (90) days of making application to the association will; result in the membership of the Conditional Member being suspended. If a Conditional Member has not taken the new member ethics class during their first year (12 months) of application, they will be terminated and will need to reapply for new membership.

Section A. Acknowledgment: Each applicant for membership in the Association shall read and be familiar with the Association Code of Ethics and Standards of Professionalism. Continual adherence to the Code is mandatory for membership in the Association. Professional Members shall have successfully completed a course of instruction on the NARPM® Code of Ethics.

Section B. Enforcement: The Board of Directors shall be responsible for enforcement of the Code of Ethics and Standards of Professionalism. Should a complaint be filed with the Board, the Board is charged with being fair and equitable to both Complainant and Respondent. The complaint will be turned over to the Professional Standards Sub-Committee to investigate violations. The Committee shall report its findings to the Board; the Board will make a determination on the charges and take appropriate action.

Section C: **Chapter Charter**

A Chapter Charter is granted by the National Association of Residential Property Managers, only upon the acknowledgment that the Chapter members shall:

1. Be familiar with Code: Read and be familiar with the applicable Code of Ethics to which continual adherence is mandatory for continuation of a Chapter Charter and individual membership.
2. Be Unopposed to Application: By receipt of the Chapter Charter, the chapter does hereby formally agree to not take any legal actions(s) against the national association, its officer(s), director(s), committee chairperson(s), committee member(s) or the chapter, its officer(s), sub-committee chairperson(s), or sub-committee member(s) for any prescribed action identified by these bylaws or the bylaws and the national association taken for the purpose of enforcing the applicable Code of Ethics and Standards of Professionalism.

Section D: **Enforcement**

It is the duty of the President of the Chapter to report all violations to the national association's Code of Ethics and Standards of Professionalism to the national association's grievance committee.

ARTICLE IX: **Financial Considerations: Calendar Year, Chapter Dues, Special Assessments, Budget, Non-Binding**

Section A: **Calendar Year**

The chapter's financial year shall be a calendar year.

Section B: **Chapter Dues**

The Chapter may charge annual and pro-rated dues, subject to approval by the national association, as outlined below:

1. Payable: Dues for local chapters are payable no later than January 1 of each year.
2. Non-payment of Dues: Failure to pay the annual chapter due within **sixty**

days (60) days after the first day of the year shall result in automatic termination of Chapter membership unless there are extenuating circumstances.

3. Member Dues: The amount of the Chapter dues for all members and each class of membership shall be established annually by the Board of Directors during the budgeting process.
4. Affiliate Dues: The amount of local chapter dues for Affiliate dues shall be established annually by the board of directors during the budgeting process. The Chapter will charge dues to National Affiliate members.
5. Company Membership Dues: Requires payment by the company of all fees that are due and payable to NARPM® for members in the company. The responsible individual for the company shall be liable for any amounts that are unpaid under the Company Membership.
6. Late Fees: Any payment received after the due date will be considered late, and a late fee will be assessed. The Board of Directors must approve any schedule of late fees or returned check fees during the budgeting process.

Section C: **Special Assessments**

Special Assessments may be established by the Executive Committee and imposed upon its Chapter members and /or affiliate members for a specific funding purpose. The purpose and amount of any special assessment shall be announced at a regular or special meeting of the Chapter prior to the imposition of such an assessment. No more than one special assessment may be imposed in any calendar year.

Section D: **Budget**

The Treasurer, in conjunction with the Executive Committee, shall prepare an itemized budget of income and expenses for each calendar year. The budget shall not exceed the chapter's ability to pay the same and shall be approved by the Greater Portland Chapter's Executive Committee or Board of Directors.

Section E: **Non-Binding**

The Chapter shall not have any authority to financially obligate or bind the national association for any reason.

ARTICLE X: Proposals and Procedures for Amending: Proposal, Procedure for Amending, Approval

Section A: Proposals

Amendments to these bylaws may be proposed by any Chapter member or Board of Directors of the national association at any time through a letter addressed to the Executive Committee and presented or mailed to the Secretary. Any proposal shall be studied by the entire Executive Committee or an Officer of the Executive Committee or by a sub-committee created and/or assigned for that purpose as appointed by the President.

Section B: Procedure for Amending

The entity assigned for the purpose of reviewing proposed bylaw revision shall present the proposed amendment to the executive committee with its findings and proposed recommendations of actions. A two-thirds majority of the Executive Committee is necessary in order to amend these bylaws.

Section C: Approval

Once approved by the Chapter Executive Committee, amendments shall be subject to approval by the Board of Directors of the nation association prior to their implementation or adoption by the chapter and a final copy of these bylaws are to remain on file at National's office.

ARTICLE XI: Miscellaneous: Invalidity, Waiver, Hold Harmless and Indemnify, State Laws, Dissolution

Section A: Invalidity

The invalidity of any provision of these bylaws shall not impair or affect in any manner the validity, enforceability, or effect of the remainder of these bylaws.

Section B: Waiver

No provision of these bylaws shall be deemed to have been abrogated or waived by reason of any failure to enforce the same, regardless of the number of violations or breaches which may have occurred.

Section C: Hold Harmless and Indemnify

The Chapter shall hold harmless and indemnify members of the Executive

Committee, Officer(s), sub-committee chairperson(s) and sub-committee members, as well as the national association, its board of directors, officers, chairperson, and committee members who are acting within the scope of their responsibilities, duties, or these bylaws.

Section D: **State Laws**

These bylaws may be amended to conform and comply with the laws, statutes, rules, and regulations of the governing bodies of local, county and/or state authorities that have jurisdiction. Should amendments to these bylaws be required by Oregon state law, Chapter shall notify the national association of said amendments, but no further action will be required.

Section E. **Sexual Harassment**

The National Association of Residential Property Managers™ (NARPM) has adopted a zero-tolerance policy toward discrimination and all forms of unlawful harassment, including but not limited to sexual harassment. This zero-tolerance policy means that no form of unlawful discriminatory or harassing conduct by or towards any employee, member, vendor, or other person in our workplace and at our events/meetings will be tolerated.

NARPM is committed to enforcing its policy at all levels within the Association. Any officer, director, volunteer, member, or employee who engages in prohibited discrimination or harassment will be subject to discipline, up to and including immediate discharge from employment or dismissal from the association.

Reporting Without Fear of Retaliation: No Association member will be retaliated against for reporting harassment. This no-retaliation policy applies whether a good faith complaint of harassment is well founded or ultimately determined to be unfounded. No Association officer, director, volunteer, or member is authorized, or permitted, to retaliate or to take any adverse action whatsoever against anyone for reporting unlawful harassment, or for opposing any other discriminatory practice.

Section F: **Dissolution**

Should the membership vote by majority to dissolve the operation of the Greater Portland Chapter, all remaining funds in the treasury will be sent to the National Association of Residential Property Managers.