

**By Laws**  
**ARTICLE I**

Name

Section 1. The name of this organization shall be Commercial Brokers Association of Austin (CBA), a non-profit organization.

**ARTICLE II**

Objective

Section 1. The objectives of the CBA shall be:

- A. To unite those who are actively involved in the leasing of office, retail or industrial buildings.
- B. To foster knowledge, education, integrity and quality workmanship in the leasing of commercial space.
- C. To advance the civic development of the community in cooperation with all local, state and national governmental departments and to advance the economic growth of this community by effectively exerting a beneficial influence upon the commercial and investment real estate field and related business interests.
- D. To promote the indoctrination training and education of those engaged in the leasing of office, retail or industrial space in order to foster experienced and competent leasing brokers.
- E. To foster friendship and fellowship among members.

**ARTICLE III**

Membership

Section 1. Any person who is actively involved in the leasing of office, retail or industrial space may apply for membership in CBA subject to approval by the Board of Directors of CBA and may participate in its activities as hereinafter designated.

Section 2. The applicant must be a person who demonstrated integrity and knowledge with regard to his/her professional accomplishments.

Section 3. Affiliate membership-an affiliate membership may be extended to selected representatives of professional services and other companies associated with or who may contribute to the professionalism of the CBA membership. Affiliate members may not hold office and are not entitled to vote.

## ARTICLE IV

### Admissions Procedure

Section 1. The admissions procedure shall be handled in accordance with procedures established from time to time by the Membership Committee subject to review and consideration by the Board of Directors of the CBA

## ARTICLE V

### Dues

Section 1. Dues, fees and assessments shall be in amounts established from time to time by the Board of Directors of CBA

Section 2. All dues shall become payable on or before February 1 of each year, and failure to make such payment within fifteen days from that date shall subject delinquent members to removal from the membership roll.

## ARTICLE VI

### Board of Directors

Section 1. The affairs of the CBA shall be managed and controlled by a Board of Directors, all of whom shall be elected from the membership of CBA and consist of:

A. Twelve (12) members nominated and elected as herein provided, plus one ex officio member as provided below, and as provided for in Article VII, Section 3.

1. Four members of the Board of Directors to be elected each year to three (3) year terms each.

2. The immediate past President shall serve as an ex officio member of the Board for one year or serve for the remaining part of his original term.
3. The term of office of each Director shall begin with installation at the annual meeting of the year of election.

Section 2. A quorum for any meeting of the Board of Directors shall consist of fifty percent of the elected Board of Directors and officers. Meeting shall be conducted according to Robert Rules of Order, latest edition.

## ARTICLE VII

### Officers

- Section 1. Officers of the CBA shall be a President, President Elect, Secretary and Treasurer who shall be elected by the Board of Directors for a term of one year from their installation at the Annual Meeting which shall be the first meeting in the first month of the fiscal year. The President Elect shall serve as President for the year immediately following service as President Elect.
- Section 2. The President of CBA shall be the chief executive and shall carry out those duties of leadership as required by the office. The President shall conduct all general and special meetings of the CBA membership, meeting of the Board of Directors and shall direct the affairs of the CBA in compliance with its rules and regulations.
- Section 3. The President Elect shall cooperate with and assist the President in the discharge of his duties. The President Elect shall perform the duties of President in the event of his absence or disability. The President Elect may, with the approval of the President, set up planning committees for the upcoming fiscal year. In the event the President Elect shall be elected to serve in this office during his/her last year on the Board of Directors, the President Elect's term on the Board of Directors shall automatically be extended for a period of one year. In addition, the normal year for that person to serve ex officio shall also be served. In such event, the Board of Directors shall be increased in size by such action. (See Article VI, Section 1.)
- Section 4. The Secretary shall supervise the minutes and perform such other duties as assigned by the Board of Directors.

Section 5. The Treasurer shall handle the financial matters and such other duties as assigned by the Board of Directors.

Section 6. All officers shall be elected by a Majority of the Board of Directors from the Board of Directors.

## ARTICLE VIII

### Nominating Committee

Section 1. The Nominating Committee shall consist of a Chairperson and four other members, one of which shall be the President Elect appointed by the Board of Directors during the tenth month of the fiscal year, for the purpose of selecting a list of nominees for membership to the Board of Directors in Accordance with the rules and regulations. No member of the Nominating Committee may serve two successive terms.

Section 2. The members receiving the highest number of votes shall be declared elected and the election committee shall so certify in writing to the President giving the number of ballots cast for each nominee. Any tie shall be decided by a majority vote of the Board of Directors.

Section 3. In case of a vacancy of an office or in the Board of Directors the vacancy shall be filled by the Board of Directors for the balance of the term.

## ARTICLE IX

### Resignations, Delinquencies, Reinstatements and Leaves of Absence

Section 1. All resignations of members shall be made to the Board of Directors in writing and may be accepted by it on a majority vote, subject to the payment of all outstanding dues and obligations of the resigning member.

Section 2. Any member who fails to pay his dues or other indebtedness within fifteen days after the same becomes due shall be automatically suspended. If such indebtedness has not been paid at the first subsequent meeting of the Board of Directors, he shall be dropped from membership in the CBA

## ARTICLE X

## Termination of Membership

- Section 1. Any member, after due notice and hearing, may be reprimanded, suspended or have his membership terminated for sufficient cause by the Board of Directors.
- Section 2. Sufficient cause is hereby declared to be:
- A. Violation of the rules and regulations of CBA
  - B. Violation of Standards of Practice of CBA or any action or conduct considered by the Board of Directors to be discreditable to the profession.
  - C. Refusal or willful neglect to comply with any order or decision of the Board of Directors.
  - D. Failure to pay any moneys due the organization.
- Section 3. Any member terminated by CBA shall have thirty days in which he can appeal termination to the Board of Directors of CBA

## ARTICLE XI

### Committees

- Section 1. Standing Committees of the CBA shall be:
- A. Education
  - B. Legal
  - C. Social
  - D. Membership
  - E. Rules and Regulations
  - F. Newsletter
- Section 2. Each committee shall consist of a minimum of three (3) members appointed by the Board of Directors of CBA
- Section 3. Special Committees may be appointed by the President with approval of the Board of Directors to perform such services as may be assigned them.

## ARTICLE XII

## Meetings and Quorums

- Section 1. The annual meeting of the CBA shall be held during the first month of each fiscal year. Other meetings may be called by the President with approval of the majority of the Board of Directors.
- Section 2. A quorum for any annual meeting shall consist of 15% of the membership in good standing.
- Section 3. A quorum of any special meeting shall consist of 15% of the membership in good standing. All members shall be notified by mail at least two weeks in advance of the time and place of the annual and special meetings and the matters to be considered.

## ARTICLE XIII

### Amendments

- Section 1. These rules and regulations may be amended by the Board of Directors of the Commercial Leasing Brokers Association by a majority vote of the Directors and officers present at a meeting, provided thirty days notice in advance shall have been given to all members of CBA of the intentions to amend, together with a written copy of the substance of the proposed amendments, and provided further that such amendments shall be submitted to the membership at a meeting called for such purpose. The passage of the proposed amendments shall require a simple majority vote of the membership by ballot. The ballot may be sent by mail, fax or e-mail.
- Prior to the submission of any amendments to the membership, such amendments shall have received approval of the majority vote of the Board of Directors.

## ARTICLE XIV

### Fiscal and Elective Years

- Section 1. The fiscal and elective year of the CBA shall be the calendar year.

## ARTICLE XV

### Endowment Fund

- Section 1. CBA has established an Endowment Fund (“the Fund”) for the purposes of Charity.

Section 2. Annual contributions will be made to the Fund through the proceeds of the CBA annual Golf Tournament or other such significant Charitable Function. The proceeds of the Golf Tournament or Charitable Function shall be split annually on an 80/20 basis with 80% being paid to the CBA “Named Charity,” as is selected from time to time by the CBA Board of Directors, and 20% of the proceeds being donated directly into the Fund. At the conclusion of each Fiscal Year, the Board of Directors may elect to make an additional contribution to the Fund if so desired from the general operating fund.

Section 3. The CBA Board of Directors shall not take a withdrawal from The Fund until the principal balance of the Fund reaches \$100,000.00. Once the Fund reaches \$100,000.00, it shall be decided on an annual basis by the then current CBA Board of Directors how the balance in excess of \$100,000.00 will be distributed, if at all.

Date Approved by CBA Board of Directors – October 1, 2014

Signature of CBA President  
Katie Ekstrom