

# Summary of 2021 Bylaws Changes for Membership Approval

In accordance with Article 17 of the Association's Bylaws, the proposed changes to BRR's bylaws are below and were presented to the membership for review before the Annual Membership Meeting, where they will be voted on.

The Annual Membership will be held in conjunction with BRR's Member Expo, Thursday, September 23, 2021, at 9:45 a.m. MT, at the Galaxy Event Center, 1385 S Blue Marlin Ln, Meridian, ID 83642, or via Zoom. If you haven't registered for the Expo, [please do so here](#).

The primary purpose of these proposed changes is to provide clarity around attendance, quorums, and voting procedures for annual and other member meetings, whether held in person, virtually, or in a hybrid format.

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**12.4 Annual Membership Meeting.** A meeting of the Association's Membership shall be held annually at a place and/or via a platform, on a date and hour to be designated by the Board of Directors. ~~A quorum for the Annual Membership Meeting shall consist of a majority of those in attendance who are eligible to vote.~~

**12.5 Other Member Meetings.** Meetings of the Members may be held at such other times as the President or the Board of Directors may determine, or upon request of at least ten percent (10%) of the REALTOR® Members eligible to vote. If such meetings are called, the notice shall be accompanied by a statement of purpose of the meeting. ~~A quorum for these meetings shall consist of a majority of those in attendance who are eligible to vote.~~

*NOTE: More than just REALTOR® members are eligible to vote in some cases, so removing the term from this section provides the opportunity to grant voting rights to more member classes in the future.*

**12.6 Quorum for Annual and Other Member Meetings.** A quorum for the transaction of business at Annual and other Member Meetings shall consist of a majority of those in attendance who are eligible to vote.

**12.76 Notice of Annual and Other Member Meetings.** Written notice shall be given to every Member entitled to participate in the meetings at least ten (10) ~~five (5)~~ calendar days preceding all member meetings unless a different notice period is required in these Bylaws. In all instances where a notice, ballot, or other information is to be mailed or delivered to the Members, distribution by electronic means (including e-mail, facsimile, or future technologies) ~~if approved by the Board of Directors~~ shall be deemed sufficient notice.

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*NOTE: To match the timeframe for announcing candidates and opening board elections, recommending the notice change from five days to ten. Also, the next section already allows for and addresses the electronic transaction of business, so a separate board approval is not needed.*

**12.87 Electronic Transaction of Business.** To the fullest extent permitted by law, the Board of Directors and Membership may conduct business by electronic means; and Directors and Members may participate in any meeting of the Directors through the use of a conference telephone, video conference, or similar communications equipment by means of which all persons participating in the meeting can hear each other. Such participation shall be at the discretion of the President and shall constitute presence at the meeting.

17.1 These Bylaws may be altered, amended, or repealed and new bylaws may be adopted, by majority vote of the Members present and qualified to vote at any meeting at which a quorum is present, or during a specified voting period prior to a meeting, provided the substance of such proposed amendment or amendments shall be plainly stated in the meeting notice, except that the Board of Directors may, at any regular or special meeting the Board of Directors at which a quorum is present, approve amendments to the Bylaws which are mandated by National Association of REALTORS® policy. If proposed amendments are voted on during a specified voting period prior to a meeting, at least five percent (5%) of Members eligible to vote must do so for the results to be valid.

*NOTE: To match the participation threshold for director elections, added that requirement here for director elections which may be held prior to the annual membership meeting, should these actions ever be combined on one ballot.*

17.2 Notice by mail or electronic means (including e-mail, facsimile, or future technologies) if approved by the Board of Directors shall be deemed sufficient notice of all meetings at which such amendments are to be considered shall be sent to every Member eligible to vote at least ten (10) calendar days prior to the time of meeting or when the voting commences.

*NOTE: Similar to the change above, the bylaws already allow for and addresses the electronic transaction of business, so a separate board approval is not needed.*

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Questions about the proposed changes may be submitted to Kim Weissinger, 2021 Chair of the Bylaws Committee, at [kim@finehomesofboise.com](mailto:kim@finehomesofboise.com) or 208-407-9388, or to Breanna Vanstrom, BRR's Chief Executive Officer, at [breanna@boirealtors.com](mailto:breanna@boirealtors.com) or 208-947-7228.