



By-Laws and Rules

Approved April 2023

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ARTICLE 1 – DEFINITIONS

Act means the Canada Not-for-Profit Corporations Act as amended from time to time or any statute that may be substituted for that Act.

Annual Meeting means the business meeting of the Members, as required by the Act, and called each year pursuant to these By-Laws.

Articles means CREA's Articles of Continuance filed pursuant to the Act, and as amended from time to time.

Board of Directors means the board of directors of CREA.

CREA or **ACI** means The Canadian Real Estate Association - L'Association canadienne de l'immobilier.

Director means any individual duly elected or appointed to sit on the Board of Directors of CREA.

Meeting of the Members means any Special Meeting or Annual Meeting duly called pursuant to these By-Laws.

Member means a person or organization who has qualified under any category of membership established in these By-Laws and whose membership is in good standing.

Ordinary Resolution means a resolution passed by a majority of the votes cast on that resolution.

Policy means any internal, operational, membership, or other requirement duly established in writing by the Board of Directors that does not require ratification of the Members.

REALTOR® is a certification mark owned by REALTOR® Canada Inc., a subsidiary of CREA, and identifies a standard of brokerage service rendered by Members of CREA.

REALTOR® Code means the Code of Ethics of CREA.

Special Meeting means any business meeting of the Members other than the Annual Meeting.

Special Resolution means a resolution passed by a majority of not less than two thirds (2/3) of the votes cast on that resolution.

Three-Way Agreement means the written agreements between CREA and each Board and Association setting out membership and other obligations of each party.

ARTICLE 2 – BY-LAWS AND RULES

2.1: Adoption of Rules

The Board of Directors may from time to time adopt rules (hereinafter referred to as "Rules") consistent with these By-Laws relating to CREA's management and operation.

2.2: Force and Effect

Unless the Act provides otherwise, any By-Laws or Rules not embodied in the Articles may be repealed or amended by the Board of Directors and any subsequent amendments adopted by the Board of Directors shall come into force and effect on the date specified by the Board of Directors, but shall cease to have force and effect unless ratified, with or without amendment, at the next Meeting of the Members.

ARTICLE 3 – INTERPRETATIONS

In reading the By-Laws and Rules, words may be interpreted as meaning singular, plural, masculine or feminine, as the context requires. References to persons shall include firms, corporations and other legal entities.

ARTICLE 4 – MEMBERSHIP

4.1: Classes of Membership

Membership in CREA shall consist of:

- 4.1.1: Boards – Local Real Estate Boards and Local Real Estate Associations.
- 4.1.2: Associations – Provincial and Territorial Real Estate Associations.
- 4.1.3: REALTOR® members – individuals who are licensed real estate practitioners and who are members in good standing of a Board or Association.

4.2: Qualifying For and Maintaining Membership

To qualify and to maintain membership in CREA, prospective and current members shall agree to adhere to and be bound by the following, as applicable, and as amended from time to time:

- 4.2.1: CREA's By-Laws, Rules and Policies;
- 4.2.2: The 3-Way Agreement;
- 4.2.3: The REALTOR® Code;
- 4.2.4: The Principles of Competition.

4.3: Failure to Comply

- 4.3.1: If a REALTOR® member appears to be in violation of CREA's By-Laws, Rules or Policies, CREA may refer the matter to the appropriate Board as a professional standards complaint or take such other action as is provided for in the Rules.
- 4.3.2: In the event of a complaint that a Board or Association has not complied with CREA's By-Laws, Rules or Policies, the Board of Directors has the authority to make such determination as it deems reasonable including

termination of the Board or Association membership, in accordance with the procedure outlined in the Rules.

4.3.3: Upon termination of membership, all rights and privileges associated with membership in CREA shall immediately cease.

4.4: Board/Association Withdrawal from CREA

4.4.1: A Board or Association may withdraw as a member from CREA by giving ninety (90) days written notice to CREA's Chief Executive Officer.

4.4.2: Upon withdrawal of membership, all rights and privileges associated with membership in CREA shall immediately cease.

4.5: Effect of Board/Association Termination

In the event a Board or Association ceases to be a Member of CREA, all REALTOR® members who are members of such Board or Association shall also be deemed to have terminated their membership, unless they have joined another Member Board or Association.

4.6: Board Direct Membership in CREA

Notwithstanding any other provision of CREA's By-Laws or Rules, CREA may, upon application, permit a Board to be a direct member of CREA without being a member of an Association.

4.7: Arbitration

All REALTOR® members shall be conclusively deemed to have agreed to submit claims to arbitration as provided in CREA's Rules, the By-Laws and Rules and Regulations of the applicable Board/Association, and the REALTOR® Code.

ARTICLE 5 – MEETINGS OF THE MEMBERS

5.1: Annual Meeting

The Annual Meeting shall be held each year between the first day of March and the thirty-first day of May at such time and place as determined by the Board of Directors.

5.2: Annual Financial Statements

CREA may publish a notice in any manner to its Members stating that the annual financial statements and report of the auditor are available at the registered office of CREA and any Member may, on request, obtain a copy free of charge at the registered office or by prepaid mail.

5.3: Special Meetings

Special Meetings may be called by the Board of Directors on its own initiative, or by one or more Boards and Associations collectively holding at least five percent of the total votes available to be cast at the meeting.

5.4: Form and Timing of Notice

- 5.4.1: Notice of the time and place of any Meeting of the Members shall be in written or electronic format, given in the name of the Chair or Chief Executive Officer, and shall be communicated to each Member entitled to vote at the meeting, each CREA Director, and to the auditor of CREA.
- 5.4.2: The notice shall be communicated by regular mail, courier, facsimile, e-mail or other electronic means delivered to the persons identified in 5.4.1 at their last known address as shown on the records of CREA at least thirty (30) days before the meeting date.
- 5.4.3: The inadvertent omission to notify any persons, or the non-receipt of such notice by any persons, shall not invalidate the proceedings at any such meeting.
- 5.4.4: Any person who is entitled to notice of a Meeting of the Members may waive notice, and attendance of the person at the meeting is a waiver of notice of the meeting.

5.5: Quorum

A quorum at any Meeting of the Members shall be fifty (50) per cent of the Boards and Associations entitled to vote, present through their voting delegates.

5.6: Entirely Electronic Meetings

If the Board of Directors or Members call a Meeting of the Members, the Board of Directors may, in special circumstances, determine that the meeting shall be held entirely by means of a telephonic, an electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting.

ARTICLE 6 – ATTENDANCE AND VOTING AT MEETINGS OF THE MEMBERS

6.1: Voting Rights

Unless otherwise specifically provided for by the Act, only Boards and Associations are entitled to vote at Meetings of the Members.

6.2: Number of Votes

Subject to Article 6.2.4, the number of votes that each Board and Association has at a Meeting of the Members shall be as follows:

- 6.2.1: Each Board shall be entitled to one (1) vote for each five hundred (500) members or part thereof, from all membership categories;
- 6.2.2: Each Association shall be entitled to one (1) vote. Associations with direct REALTOR® members (i.e. REALTOR® members who are not members of a Board) shall be entitled to one (1) additional vote for each five hundred (500) direct REALTOR® members or part thereof.
- 6.2.3: "Members" in this Article means members in good standing as of December 31, whose dues are paid as of January 31st, according to CREA's records. In the case of dual membership, only the Board or Association that collects and remits the CREA dues on behalf of the member may include that person in its membership figures for the purposes of this Article.

6.2.4. Where, applying Article 6.2.1 or Article 6.2.2, a Board/Association would have been allocated more than 38% of the votes available to be cast at a Meeting of the Members, such Board/Association shall instead be allocated a number of votes equal to 38% of the votes available to be cast (rounded down).

6.3: Voting Delegates

Each Board or Association may send one or more voting delegates to carry their votes. Each voting delegate may carry one or more votes on behalf of the Board or Association, up to the total number of votes to which the Board or Association is entitled. Voting delegates must be REALTOR® members.

6.4: Votes Needed to Pass Motion

Unless otherwise specifically provided for by the Act, and subject to Article 6.5 below, all questions at Meetings of the Members shall be determined by an Ordinary Resolution.

6.5: Qualified Majority

Notwithstanding Article 6.4 of these By-laws, at least 6% of all Boards and Associations (collectively) must vote in favour of a resolution at a Meeting of the Members in order for the resolution to pass.

6.6: Voting Method

At the discretion of the Chair, a vote may be conducted by show of hands, an electronic voting mechanism, or by secret ballot.

6.7: Attendance

All Members may attend and participate in any Meeting of the Members.

ARTICLE 7 – BOARD OF DIRECTORS

7.1: Composition of Board of Directors

The administration of CREA's affairs shall be vested in a Board of Directors comprised of:

7.1.1: the following individuals who shall be appointed as Directors by the Board of Directors immediately following the Annual Meeting:

7.1.1.1: the individual who was the Chair-Elect in the preceding year, as Chair;

7.1.1.2: the individual who was the Chair in the preceding year, or in the event that he/she cannot act, the most recent Past Chair so willing to act, as Immediate Past Chair.

7.1.2: the following individuals who shall be elected in accordance with the By-Laws:

7.1.2.1: eight (8) Regional Directors;

7.1.2.2: six (6) Directors-at-Large.

7.2: Definitions

Director-at-Large means a Director elected by all Boards and Associations at an Annual Meeting.

Regional Director means a Director elected by the Boards and Associations of a Region in accordance with the procedure outlined in Article 8.

Region refers to each of the following seven (7) Regions:

- (1) New Brunswick, Newfoundland, Nova Scotia and Prince Edward Island (2 Directors);
- (2) Quebec;
- (3) Ontario;
- (4) Manitoba;
- (5) Saskatchewan;
- (6) Alberta/Northwest Territories;
- (7) British Columbia/Yukon Territory.

7.3: Terms of Office

7.3.1: The Chair and the Immediate Past Chair shall hold office for a term of one (1) year.

7.3.2: The Regional Directors and the Directors-at-Large shall hold office for a term of two (2) years.

7.3.3: All terms of office are deemed to expire at the end of the Annual Meeting in the year the particular term ends.

7.4: Restriction on Holding Office

7.4.1: No Director may hold more than one position as Director.

7.4.2: Any individual who holds the office of Chair is deemed to have resigned any other Director position such person would simultaneously hold. The balance of the term of an incoming Chair's term as a Director-at-Large or Regional Director (if any) will be filled by a qualified member elected at an Annual Meeting of the Members.

7.5: Term Limits

7.5.1: Subject to the provisions of this section, Directors cannot serve more than three (3) consecutive two-year terms.

7.5.2: A Director who is elected Vice-Chair in his or her sixth (6th) year may run for a fourth (4th) consecutive term.

7.5.3: A Director who has left the Board of Directors for at least three years after serving three (3) consecutive terms may run again as if he or she were sitting for the first time.

7.6: Sitting on more than One Board of Directors

No Director may serve on the board of directors of any Board or Association while serving as a CREA Director. This restriction does not apply to any person sitting as a CREA Director at the time this Article comes into force for the balance of that person's term.

7.7: Quorum

A majority of the Directors shall constitute a quorum at any meeting of Directors and may exercise all the powers of the Board of Directors.

7.8: Meetings of the Board of Directors

7.8.1: The Board of Directors shall meet not less than twice yearly upon the call of the Chair.

7.8.2: Meetings of the Board of Directors may also be called by:

7.8.2.1: A motion of the Boards and Associations passed at a Meeting of the Members; or

7.8.2.2: Any five (5) members of the Board of Directors.

7.8.3: All meetings shall take place at the time specified in the call at CREA's registered office or such place as determined by the Chair.

7.9: Form of Meeting

7.9.1: Any meeting of the Directors may be held in person, by teleconference or by other electronic means upon the call of the Chair.

7.9.2: Any Director, with the permission of the Chair, may participate in a meeting of the Directors in person, by teleconference or by other electronic means.

7.10: Notice of Meetings of Directors

Notice of Board of Directors meetings shall be delivered or telephoned to each Director not less than ten (10) days before the meeting is to take place. A shorter notice period is permitted if all the Directors are present or if those absent have signified their consent to the meeting being held with the shorter notice period and in their absence.

7.11: Director Honoraria

The Directors shall be allowed an honorarium for their services, and shall be paid for expenses incurred on behalf of CREA in accordance with the policy of the Board of Directors, provided that any proposed change in the amount of total honoraria for Directors, including Directors who are officers, is approved at a Meeting of the Members.

7.12: Loss of Qualification during the Term of Office

7.12.1: A Director shall cease to hold office as a Director in the following circumstances:

7.12.1.1: If the Director:

7.12.1.1.1: Resigns by delivering a written resignation to the Chair and Chief Executive Officer;

7.12.1.1.2: Makes an assignment for the benefit of creditors, becomes bankrupt or insolvent, or takes the benefit of any act that may be in force for bankrupt or insolvent debtors.

7.12.1.1.3: Ceases to be a REALTOR® member;

7.12.1.1.4: Has been declared incapable; or

- 7.12.1.1.5: Dies.
- 7.12.1.2: If, at a Meeting of the Members, a resolution is passed that a Director be removed from office by the members who elected that Director.
- 7.12.1.3: If the Director:
 - 7.12.1.3.1: Breaches CREA's By-Laws, Rules or Policies;
 - 7.12.1.3.2: Breaches CREA's Practices, including, but not limited to, the Code of Conduct, Conflict of Interest and Director Performance practices;
 - 7.12.1.3.3: Is convicted of an indictable offence or an offence involving theft, fraud or moral turpitude; or
 - 7.12.1.3.4: Commits any other act that is, in the opinion of the Board of Directors, sufficient cause for loss of qualification.
- 7.12.2: The Board of Directors, by a resolution passed by at least seventy-five (75) per cent of the Directors, other than the Director who is the subject of the meeting, may determine that conduct in violation of 7.12.1.3 has occurred.
- 7.12.3: Directors who lose qualification as a result of 7.12.1.1 or 7.12.1.2 shall immediately be terminated from the Board of Directors.
- 7.12.4: In the event a Director is the subject of a resolution of the Board of Directors under 7.12.2, the Board of Directors has the authority to take any action, including suspending the Director, pending the ratification of that resolution by the Members.

7.13: Vacancies

If a vacancy occurs as a result of any of the foregoing reasons, the Directors remaining in office may exercise all of the powers of the Board of Directors provided that a quorum is sustained. The Board of Directors may fill a vacancy for the balance of the term:

- 7.13.1: by appointing a qualified Member; or
- 7.13.2: by recommending that a qualified Member be elected by the membership in accordance with these By-Laws.

ARTICLE 8 – ELECTION OF DIRECTORS-AT-LARGE AND REGIONAL DIRECTORS

8.1: Qualifications of Directors

Individuals wishing to be elected either as a Director-at-Large or a Regional Director must:

- 8.1.1: Be a REALTOR® member;
- 8.1.2: Have been a REALTOR® member for at least five (5) years;
- 8.1.3: Have a minimum of three (3) years' experience within the last ten (10) years sitting on a board of directors of a Canadian Not-For Profit corporation or a public body;
- 8.1.4: Otherwise not be disqualified by the Act;
- 8.1.5: In the case of a Regional Director, be licensed in that Region;
- 8.1.6: If elected, must have completed leadership courses as set out in CREA policy within one year of being elected; and
- 8.1.7: Complete the candidacy documents in the form provided by CREA.

8.2: Only One Director Position

A candidate for Director is eligible to run for election for only one Director position in any given year.

8.3: Directors-at-Large

8.3.1: Directors-at-Large shall be elected and retire in rotation. Three (3) Directors-at-Large shall be elected at each Annual Meeting;

8.3.2: All Boards and Associations are entitled to vote in the Director-at-Large elections, and shall carry the same number of votes as they do for the Annual Meeting voting.

8.4: Regional Directors

8.4.1: Only the Boards and Associations of the particular Region are entitled to vote in the Regional Director elections, and shall carry the same number of votes as they do for the Annual Meeting.

8.4.2: Regional Directors shall be elected and retire in rotation as follows:

8.4.2.1: In odd numbered years, Regional Directors shall be elected in the following regions:

British Columbia/Yukon (1 Director);

Manitoba (1 Director); Quebec (1 Director);

New Brunswick/Newfoundland/Nova Scotia/Prince Edward Island (1 Director).

8.4.2.2: In even numbered years, Regional Directors shall be elected in the following regions:

Alberta/Northwest Territories (1 Director);

Saskatchewan (1 Director);

Ontario (1 Director);

New Brunswick/Newfoundland/Nova Scotia/Prince Edward Island (1 Director).

8.5: Place of Regional Director Election

The Regional Director election may be held in the Region if a majority of the candidates running for Regional Director in that particular Region advise CREA's Chief Executive Officer in writing of their preference no later than sixty (60) days preceding the Annual Meeting. Otherwise, the election will be scheduled by CREA on a date preceding the Annual Meeting in the city scheduled for that meeting. The Board of Directors may, in special circumstances, determine that the Regional Director election shall be held entirely by means of a telephonic, an electronic or other communication facility that permits all participants to communicate adequately with each other during the meeting.

8.6: Acclamation

8.6.1: If the number of candidates seeking election to the Board of Directors is less than or equal to the number of vacancies open for that position, or, if a nominating committee constituted under the Rules nominates only the number of nominees necessary to fill vacancies on the directorate without the requirement for an election to be held, then those candidates shall be deemed to be elected by acclamation to that position.

- 8.6.2: If one of the acclaimed positions is for a term of one (1) year, and the candidates are unable to agree amongst themselves as to who will take that term, the candidate who shall have a term of only one (1) year shall be determined by random draw, conducted by the Chief Executive Officer.

8.7: Voting

- 8.7.1: Any candidates to be elected must receive a majority of the legal ballots cast. In any directorship category, where vacancies exist for both two-year and one-year terms, the candidates elected to the two-year terms shall be those receiving the greatest number of votes in descending order. Once candidates have been elected to all two-year terms, the candidates with the next highest number of votes shall be elected to any one-year term.
- 8.7.2: Subject to 8.7.4, the candidate or candidates receiving the fewest number of ballots cast shall be deemed to have withdrawn from any subsequent ballot except where this would give rise to a position on the Board of Directors being filled by a candidate who did not receive a majority of the ballots cast.
- 8.7.3: In the event there is a tie for first place, and either there are fewer vacancies than there are tied candidates or where no other candidates will be removed from the subsequent ballot, then up to two subsequent ballots will be held between the tied candidates. If the tie remains unbroken, the winner will then be determined by random draw.
- 8.7.4: In the event there is a tie for last place in circumstances where deeming all last place candidates to have withdrawn would give rise to a position on the Board of Directors being filled by a candidate who did not receive a majority of the ballots cast a run-off ballot will be held between the persons tied. The person with the fewest votes in the run-off ballot will be removed from subsequent ballots.

ARTICLE 9 – COMMITTEES AND TASK FORCES

9.1: Committees and Task Forces

The Board of Directors shall create an audit committee and may create such other committees, task forces and other bodies as it deems appropriate, and establish their mandates.

9.2: Reporting

All committees, task forces and other bodies shall report to the Board of Directors.

ARTICLE 10 – FISCAL YEAR

Until changed by resolution of the Board of Directors, CREA's fiscal year shall end on December 31st.

ARTICLE 11 – EXECUTION OF DOCUMENTS

11.1: Cheques, Notes, Drafts, etc.

All cheques, drafts, electronic transfers or orders for the payment of money and all notes and acceptances of bills of exchange shall be signed or authorized by the person or persons designated in accordance with Board of Director policy.

11.2: Execution of Documents

Contracts, documents or any instruments in writing requiring the signature of CREA shall be signed by the officers of CREA, or such other persons as authorized by the Board of Directors, and all contracts, documents and instruments in writing so signed shall be binding upon CREA without any further authorization or formality. The Directors shall have power from time to time by resolution to appoint an officer or officers on behalf of CREA to sign specific contracts, documents and instruments in writing. The Directors may give CREA's power of attorney to any registered dealer in securities for the purposes of the transferring of and dealing with any stocks, bonds, and other securities of CREA.

ARTICLE 12 – BANKING ARRANGEMENTS

12.1: Authorization

The Board of Directors shall designate, by resolution, the persons authorized to transact the banking business of CREA, to have the authority set out in the resolution, including, unless otherwise restricted, the power to:

- 12.1.1: Choose the banker or bankers to operate CREA's accounts;
- 12.1.2: Make, sign, draw, accept, endorse, negotiate, lodge, deposit or transfer any of the cheques, promissory notes, drafts, acceptances, bills of exchange and orders for payment of money;
- 12.1.3: Execute any agreement relating to any banking business and defining the rights and powers of the parties thereto; and
- 12.1.4: Authorize any officer of the banker to do any act or thing on CREA's behalf to facilitate the banking business.

12.2: Board Authorized Signatories

The Board of Directors may authorize any person to negotiate and re-negotiate the terms and conditions of loans on behalf of CREA, including the security to be given.

ARTICLE 13 – LIABILITY AND INDEMNITY OF DIRECTORS AND OFFICERS

13.1: Indemnity

To the extent permitted by the Act every Director and officer of CREA and the heirs, executors and administrators, and estate and effects of such Director and officer, shall from time to time and at all times be indemnified and saved harmless, out of the funds of CREA, from and against:

- 13.1.1: All costs, charges and expenses whatsoever, which the Director or officer sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against such Director or officer for or

in respect of any act, deed, matter or thing whatsoever made, done or permitted by such Director or officer in or about the execution of the duties of the office; and

13.1.2: All other costs, charges and expenses, which such Director or officer sustains or incurs in or about or in relation to the affairs thereof.

13.2: Insurance

CREA shall purchase and maintain insurance, if available, on behalf of each and every of its Directors, officers, former Directors and former officers against any liability incurred or alleged to have been incurred by them by reason of being or having been Directors or officers of CREA. CREA shall purchase insurance in respect of potential liabilities of the Directors and officers whether or not CREA would have the power to indemnify them against any such liability.

13.3: Protection of Directors and Officers

Subject to the Act, no Directors or officers of CREA shall be liable for the acts, receipts, neglects or defaults of any other Director or officer or employee, or for joining in any receipt or act for conformity or for any loss, damage or expense happening to CREA through the insufficiency or deficiency of title to any property acquired by CREA or for or on behalf of CREA or for the insufficiency of any security in or upon which any of the money of or belonging to CREA shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any money, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his/her respective office or trust in relation thereto unless the same shall happen by or through the person's own wrongful and willful act or through wrongful or willful neglect or default of such Directors or officers.

ARTICLE 14 – ACTIONS AND PROCEEDINGS

14.1: No action or proceeding, either at law or in equity, will be brought by any CREA Member against any other Member or against any Director, officer, employee, or any other servant or agent of CREA, or its member Boards and Associations, for any act or omission in relation to the administration or enforcement of these By-Laws.

14.2: This Article may be pleaded as, and shall constitute, an absolute defence to any such claim or action.

RULES

RULE 1 – DEFINITIONS

All defined terms in the By-Laws shall have the same meanings in the Rules.

RULE 2 – QUALIFYING FOR MEMBERSHIP

2.1: BOARDS AND ASSOCIATIONS

In order to qualify and maintain membership in CREA, all Boards and Associations must comply with the following requirements:

2.1.1: Board Membership

- 2.1.1.1: A Board must consist of a minimum of two (2) real estate firms, with no common ownership or interest, direct or indirect.
- 2.1.1.2: A Board, as a minimum, must maintain a class of membership for an individual who is a licensed real estate practitioner in that province/territory.
- 2.1.1.3: A Board may maintain any other class of membership for individuals or organizations whose mandates support the aims and objectives of the Board.
- 2.1.1.4: A Board must provide in its bylaws that all its licensed real estate practitioner members must:
 - 2.1.1.4.1: be members of CREA;
 - 2.1.1.4.2: except in the case of a Board that is not a member of an Association, be members of the Association in its province or territory;All in accordance with the by-laws, rules and policies of the Association and of CREA respectively.
- 2.1.1.5: An updated membership list must be provided to CREA by each Board by December 31st of each year.
- 2.1.1.6: A Board must be a member in good standing of the provincial/territorial Association in its province or territory, where one exists, unless it has been approved for direct membership by CREA.

2.1.2: Association Membership

- 2.1.2.1: An Association must provide in its bylaws that all its member Boards and licensed real estate practitioner members must be members of CREA.
- 2.1.2.2: Only one Association from a given province or territory may be a member of CREA.

2.1.3: Corporate Jurisdiction

- 2.1.3.1: Unless otherwise agreed by the affected Boards, only one Board shall operate in each separate jurisdictional area.

- 2.1.3.2: Where the applicant Board is a member of an Association, any proposed changes to the corporate jurisdiction of a Board must be approved by CREA and the appropriate Association.
- 2.1.3.3: Where an applicant Board is not a member of an Association, CREA may, at its option, advise the relevant Association of the application and seek its input.
- 2.1.3.4: If the applicant Board is proposing to take any portion of the jurisdiction of another Board into its jurisdictional boundaries, the written approval of that affected Board is also required.

2.1.4: Dues

- 2.1.4.1: A Board/Association will collect and remit the appropriate CREA fees, assessments and membership dues in accordance with CREA's By-Laws and Rules.
- 2.1.4.2: Boards/Associations must present their financial statements to their membership every year.

2.1.5: The REALTOR® Code

Each Board/Association shall adopt and enforce the REALTOR® Code in the manner and according to the standards established in the Three-Way Agreement and CREA's By-Laws, Rules and Policies, all as amended from time to time and shall ensure through its By-Laws and membership agreements that all Board members are bound by the REALTOR® Code.

2.1.6: Principles of Competition

A Board/Association is required to abide by the Principles of Competition.

2.1.7: Arbitration

- 2.1.7.1: All Boards/Associations shall ensure through their By-Laws and membership agreements that commission disputes between members are subject to binding arbitration and must have access to a process to deal with such disputes.
- 2.1.7.2: All Associations must have access to an arbitration/mediation process to deal with disputes between their member Boards.

2.1.8: CREA's By-Laws, Rules and Policies

A Board/Association must abide by the By-Laws, Rules and Policies of CREA, and must, through its By-Laws and membership agreements, establish the same requirement of its own members.

2.1.9: Incorporation

A Board/Association must be incorporated and must be in compliance with all legislation that applies to the Board/Association

2.1.10: CREA's Certification Marks

- 2.1.10.1: All of CREA's certification marks, including, but not limited to, REALTOR®, REALTORS®, MLS®, Multiple Listing Service®, and the associated logos must only be used in accordance with the rules for use and certification mark policies as established by CREA from time to time.
- 2.1.10.2: A Board/Association must monitor trademark use within its jurisdiction, as required by CREA's By-Laws, Rules and Policies, and will assist CREA, as needed, in the enforcement of CREA's certification marks.

2.1.11: Board/Association Names

All Board/Association name changes are subject to the approval of CREA. CREA's approval for a proposed Board name is conditional on the prior approval of the appropriate Association except where an applicant Board is not a member of an Association in which case CREA may, at its option, seek the input of the appropriate Association.

2.1.12: Agreements

Boards/Associations must execute and abide by all agreements with CREA including the Three-Way Agreement, the Certification Mark License Agreement and any other agreements reasonably requested by CREA to be signed. Any existing agreements must be re-signed by Boards/Associations that have changed their names.

2.1.13: Staff

- 2.1.13.1: A Board/Association must:
 - 2.1.13.1.1: maintain staff to co-ordinate its activities and administration, to enforce the REALTOR® Code and CREA's By-Laws, Rules and Policies, and to ensure the Board/Association complies with these Rules, and;
 - 2.1.13.1.2: have an executive officer, chief executive officer or equivalent title (CEO/EO).
- 2.1.13.2: The CEO/EO of all Boards/Associations must maintain membership in the Association Executive Network ("AEN"), and that person cannot actively transact or trade in real estate in a licensed capacity or receive any remuneration connected to a trade in real estate, including referral fees.
- 2.1.13.3: The CEO/EO of all Boards/Associations shall annually attend: the AE Seminar.

A CEO/EO who is unable to participate may designate senior staff to attend in their place. CREA's Chief Executive Officer may grant an exemption to this requirement in any particular year. A Board/Association's request for an exemption must be in writing and must set out in detail the reasons for the request.

- 2.1.13.4: The CEO/EO of all Boards/Associations must complete the education requirements set out in the Core Standards Policy.

2.1.14: Insurance

A Board/Association must maintain claims-based Directors and Officers Liability Insurance in accordance with the Core Standards Policy.

2.1.15: Legal Counsel

A Board/Association must have a designated legal counsel to whom it has access when needed.

2.1.16: Operational Responsibilities

A Board/Association must provide education sessions to new REALTOR® members and to their directors that meet the requirements set out in the Core Standards Policy.

2.1.17: Certification

2.1.17.1: All Boards/Associations must annually complete a form provided by CREA certifying in writing that they continue to be in compliance with this Rule and that all Board/Association documents continue to be current and comprehensive. The certification for each year must be filed with CREA no later than January 31 of the following year.

2.1.17.2: Additionally, all Boards/Associations must when requested by CREA:

2.1.17.2.1: Complete a Self-Evaluation Form intended to assess the status of a Board/Association in terms of these Rules; and

2.1.17.2.2: Provide copies of any Board/Association documents, including bylaws, rules, policies, certificates of insurance, financial review engagement or audited financial statement, whichever is required under the Board/Association's incorporation legislation.

2.1.18: Failure to Comply

In the event a Board/Association fails to comply with 2.1.17, CREA may, in addition to any other powers set out in CREA's By-Laws and Rules, suspend the Board's voting rights at Meetings of the Members and/or suspend some or all of its services or subsidies otherwise provided to Boards/Associations.

2.1.19: New Board/Association Membership Applications

2.1.19.1: Applicants for Board/Association membership must complete a Board/Association Membership Application form and submit it to the Chief Executive Officer, together with all required documentation.

2.1.19.2: The details of what must be included in all applications is set out in the Core Standards Policy.

2.2: REALTOR® MEMBERS

REALTOR® members shall be considered members of CREA upon:

- 2.2.1: Written notification to CREA by the respective Board or Association that their application for membership has been approved; and
- 2.2.2: Receipt by CREA of any dues, initiation fees or assessments owing.

RULE 3 – FAILURE TO COMPLY WITH REQUIREMENTS OF MEMBERSHIP

3.1: BOARDS AND ASSOCIATIONS

In the event of a complaint that a Board or Association has not complied with the requirements of membership, the following process shall be applied:

- 3.1.1: The complaint must be initiated either by CREA, a Board, or an Association. In the latter case of a Board or Association, the complaint must be in writing directed to CREA's Chief Executive Officer.
- 3.1.2: Upon receipt of a complaint the Chief Executive Officer shall forward to the Board/Association, a copy of the complaint, a notice setting out the details of the complaint, and a Self-Evaluation Form, which shall be completed by the Board/Association and returned to the Chief Executive Officer within twenty (20) days of its date. Except in the case of a Board/Association that is not a member of an Association, the Chief Executive Officer shall also advise the relevant Association of the complaint.
- 3.1.3: Upon receipt of a complaint of non-compliance with Core Standards, the Chief Executive Officer may also decide to audit the Board/Association. During an audit the Board/Association will be required to provide CREA with any documentation requested in order to determine whether the Board/Association is in compliance with Rule 2.
- 3.1.4: Upon receipt of the Self Evaluation Form, or the expiry of the twenty (20) day period without the Form being returned, CREA's Board of Directors may make any such determination as it deems reasonable, including, but not limited to, requiring that the areas of non-compliance be rectified within a specified period of time, restricting Board access to CREA services, or termination of Board membership. In making such a determination the following factors are to be considered:
 - 3.1.4.1: The nature of the non-compliance with Rule 2;
 - 3.1.4.2: Any steps the Board has already taken to try to comply with Rule 2;
 - 3.1.4.3: Historical non-compliance with Rule 2;
 - 3.1.4.4: Board involvement in organized real estate including participation in PAC Days, CREA AGMs, etc.;
 - 3.1.4.5: Impact of any decision on the REALTOR® members of the Board; and
 - 3.1.4.6: Any other information that may be relevant.
- 3.1.5: Prior to making a determination under 3.1.4, the CREA Board of Directors shall provide the affected Board with the opportunity of making representations to the Board of Directors and shall, except in the case of a Board that is not a member of an Association, advise the relevant Association. The affected Board may, at its option, have its representatives attend a meeting of the CREA Board of Directors for this purpose.
- 3.1.6: In the event the CREA Board of Directors terminates the membership of the Board, it will provide a Notice of Termination to the Board, with an effective date not less than 30 days from the date of the Notice and will

advise, except in the case of a Board that is not a member of an Association, the relevant Association.

3.1.7: The CREA Board of Directors shall communicate directly to all REALTOR® members affected by any decision made pursuant to 3.1.4 above.

3.1.8: The complaint process set out in this Section applies equally to a complaint against an Association.

3.2: REALTOR® MEMBERS

3.2.1: Complaints relating to the conduct of REALTOR® members will be referred by CREA to the executive officer of the Board or Association to which the Member belongs, with the request that the matter be dealt with through the Board's professional standards process.

3.2.2: Without limiting the responsibility of Boards and Associations to provide for the adjudication of complaints under 3.2.1 pursuant to their professional standards processes, the complaint may also be dealt with by CREA in accordance with this Rule and any related policies and guidelines.

3.2.3: Any decision of the Chief Executive Officer may be stated to be effective immediately or at such time as a determination is made on the complaint by the appropriate Board or Association.

3.2.4: A Member affected by a decision under 3.2.2.2 above may appeal to the CREA Board of Directors within ten (10) days of notification of the decision.

3.2.5: The Board of Directors shall review and consider the complaint and may make such determination as it deems reasonable.

RULE 4 – BOARD DIRECT MEMBERSHIP IN CREA

4.1: The CREA Board of Directors will consider an application for direct membership in CREA from a Board that wishes to withdraw from its Association, provided that the following criteria have been met:

4.1.1: The Board is, and has for at least three years immediately preceding the application, been in compliance with CREA's By-Laws, Rules and Policies, and in particular with CREA's core standards for maintaining Board membership in CREA.

4.1.2: The CREA Board of Directors is satisfied that the withdrawal of the Board from the Association will not impact its ability to continue to comply with CREA's By-Laws, Rules and Policies.

4.1.3: The Board's membership in the Association and in CREA is in good standing at the time of application.

4.1.4: The Board has, prior to any vote by its membership:

4.1.4.1: presented a business case to members that details the provincial products and services that will cease, how those products and services will be replaced, the estimated costs of doing so, and any other information regarding the effect of withdrawal that is reasonably required by members to make an informed decision;

4.1.4.2: the Board has in good faith engaged the Association in discussions intended to resolve any issues between them. These discussions may include mediation.

4.1.5: Following the completion of the steps outlined in Rule 4.1.4 above, a motion to withdraw from the Association and to apply for direct

membership in CREA has been passed by at least a 2/3 majority vote of the Board members at a duly called meeting of the members.

- 4.2: The application for direct membership must be in writing and must establish that the criteria in Rule 4.1 have been satisfied.
- 4.3: The application will be considered by the CREA Board of Directors at its next duly constituted meeting following receipt of the application. The Directors may request any additional information, including representations from the Association.
- 4.4: Consent to direct membership will not be unreasonably withheld.
- 4.5: In the event the application is approved, the Board of Directors may impose such conditions on approval it deems reasonable.
- 4.6: Any approval under this section will take effect one year from the date of the motion by the CREA Board of Directors.

RULE 5 – FEES, ASSESSMENTS AND DUES

5.1: Remittance of Fees, Assessments and Dues – Boards/Associations

- 5.1.1: The Board of Directors shall establish fees, assessments, and membership dues to become effective when approved at a Meeting of the Members. A-la-carte fees are effective immediately and do not require approval at a Meeting of the Members.
- 5.1.2: CREA dues shall be remitted at least quarterly, based on a calendar year.
- 5.1.3: Except with respect to new REALTOR® members in the case of Rule 5.1.4, each Board and Association shall remit to CREA, not later than the end of each calendar quarter, an amount representing at least one-fourth of the applicable CREA dues for each person who is a Member at any time during the calendar quarter.
- 5.1.4: New REALTOR® members joining CREA shall have their membership dues calculated from the first day of the month of joining CREA.
- 5.1.5: In the event a Board fails to remit dues as required by CREA for a period of six (6) months, CREA's Board of Directors may terminate the membership of the Board.

RULE 6 – MEETINGS OF THE MEMBERS

6.1: Voting Delegates

- 6.1.1: In order to exercise voting rights, a Board or Association must provide CREA's Chief Executive Officer with written notice of the names of its voting delegates at least forty-five (45) days prior to the Annual Meeting. The individuals named will also be deemed to be the Board or Association's voting delegates at any subsequent Special Meeting held before the next Annual Meeting, unless the Board/Association otherwise notifies the Chief Executive Officer in writing.
- 6.1.2: Any Board or Association that did not comply with Rule 6.1.1 will nevertheless be entitled to vote at any subsequent Special Meeting held in the same fiscal year, provided it supplies the Chief Executive Officer with

the names of its voting delegates at least thirty (30) days prior to the date of such subsequent meeting.

- 6.1.3: A Board or Association may change its voting delegates at any time, on written or electronic notice to the Chief Executive Officer.

RULE 7 – DIRECTOR RESPONSIBILITIES

7.1: Board of Directors

7.1.1: Responsibility

In addition to the duties and powers established in the Articles and By-Laws, the Board of Directors is responsible for the following:

- 7.1.1.1: To give direction to the Officers.
- 7.1.1.2: To review and approve the proposed annual budget for the following fiscal year.
- 7.1.1.3: To consider and approve policies that will further the objectives of CREA.
- 7.1.1.4: To identify major issues and trends affecting the profession and determine the position to be taken by CREA.
- 7.1.1.5: To ensure that there is a united national voice for the profession.
- 7.1.1.6: To develop standards of ethics and practice for the conduct of business in the profession.
- 7.1.1.7: To establish national objectives for CREA in the following areas:
 - 7.1.1.7.1: Governmental Affairs;
 - 7.1.1.7.2: Public Relations and Communications;
 - 7.1.1.7.3: Member Services;
 - 7.1.1.7.4: Technology;
 - 7.1.1.7.5: Education.
- 7.1.1.8: To determine the nature of co-operative relationships with foreign industry bodies.
- 7.1.1.9: To determine the nature of co-operative relationships with related national industry bodies.
- 7.1.1.10: To appoint the Chief Executive Officer.
- 7.1.1.11: To protect CREA's trademarks and designations.
- 7.1.1.12: To carry out such other general responsibilities as may be properly directed by the Members.

7.1.2: Reporting

The Board of Directors reports to the Members.

7.2: Directors

- 7.2.1: All Directors shall:
 - 7.2.1.1: Act as representatives of CREA to Boards and Associations across the country by attending Board/Association meetings as directed by the Board of Directors.
 - 7.2.1.2: Undertake specific duties as assigned by the Chair or the Board of Directors.
- 7.2.2: Directors shall always act in the best interests of CREA.

RULE 8 – DIRECTOR NOMINATION PROCESS

8.1: Notice of Director Elections

- 8.1.1: The Chief Executive Officer shall send a notice to all real estate firms, at the addresses recorded in CREA's membership database and to all Boards and Associations, advising of upcoming vacancies on the Board of Directors and encouraging qualified individuals to let their names stand for election as Regional Director or Director-at-Large.
- 8.1.2: The notice may be in writing or electronic format, and may be communicated by regular mail, courier, facsimile, e-mail or other electronic means, at least one hundred and five (105) days before the Annual Meeting, and shall be posted on CREA's Member Portal.
- 8.1.3: Boards and Associations shall distribute the notice to all of their current directors, as well as to those former directors and other qualified individuals the Board/Association believes would make a contribution to the CREA Board of Directors.

8.2: Candidates

Interested candidates must complete CREA's Director Candidacy Form and submit it to the Chief Executive Officer no later than sixty (60) days prior to the Annual Meeting.

8.3: Referral to a nominating committee

In the event that no qualified candidate has submitted his or her name for election for any particular category the matter shall be referred to a nominating committee.

8.4: Notification of Candidate Names

The Chief Executive Officer shall circulate the names of the candidates to all Boards and Associations no later than thirty (30) days prior to the Annual Meeting.

RULE 9 – REALTOR® CODE

9.1: Application

No obligation under the REALTOR® Code is to be read as requiring a REALTOR® member to violate the law. If compliance with any particular Article of the REALTOR® Code would result in a REALTOR® member being in violation of applicable law, then that requirement has no force and effect with regard to that REALTOR® member.

9.2: Amendments

Revisions to the articles or interpretations of the REALTOR® Code shall become effective when approved by the Members.

9.3: Board Authority

- 9.3.1: Each Board or Association with direct members must either maintain a mechanism to effectively deal with and adjudicate complaints under the REALTOR® Code or delegate such enforcement to another Board or Association or to a regional or provincial body established by Boards or Associations for that purpose.
- 9.3.2: Each Board or Association with direct members has the exclusive authority to interpret and apply the REALTOR® Code as it deems appropriate to complaints received by the Board or Association, subject to the scope of any delegation under Rule 9.3.1.

9.4: Process For Handling Complaints

- 9.4.1: Complaints must be in writing and cannot be filed anonymously. Boards/Associations may establish in their own rules under what circumstances the complainant's identity is disclosed to any other party.
- 9.4.2: Complaints may come from any source including the public and REALTOR® members and can be initiated by the Board/Association itself. No rule, bylaw or contractual commitment may prevent a Board/Association from proceeding with a complaint simply because of its source;
- 9.4.3: Professional standard processes should include efficient methods of dealing with complaints that may not warrant a full hearing, such as a consent to discipline or Fast-Track process;
- 9.4.4: In processing a complaint, the Board will use the following criteria:
 - 9.4.4.1: If the subject matter of the complaint falls under the REALTOR® Code and is not found in the provincial regulatory requirements, then the Board shall process the complaint under the REALTOR® Code.
 - 9.4.4.2: If the subject matter of the complaint falls under the provincial regulatory requirements and is not found in the REALTOR® Code, then the complaint or complainant may be referred to the regulatory body responsible for enforcement of the provincial regulatory requirements.
 - 9.4.4.3: If the subject matter of the complaint can be found in both the REALTOR® Code and the provincial regulatory requirements, the Board may refer the complaint or the complainant to the appropriate regulatory body or elect to deal with the complaint under the REALTOR® Code.
 - 9.4.4.4: If one aspect of the complaint falls under the provincial regulatory requirements and another aspect falls under the REALTOR® Code, the Board/Association may refer to the complaint or the complainant to the appropriate regulatory body and may, at its option deal with the other aspect of the complaint under the REALTOR® Code.

RULE 10 – CERTIFICATION MARKS

10.1: The Marks

- 10.1.1: The Certification Marks (collectively, the "Marks") owned or controlled by CREA, and that are licensed by CREA pursuant to the terms and conditions herein, are as follows:

MLS®;
Multiple Listing Service®;
MLS® logos as shown in existing registrations and such variations as may be permitted by CREA in writing (collectively, the "MLS® Marks");
REALTOR®;
REALTORS®;
REALTOR® logos as shown in existing registrations and such variations as may be permitted by CREA in writing (collectively, the "REALTOR® Marks").

10.1.2: CREA may in the future adopt other marks as certification marks, and may license them in CREA's sole discretion, and on such terms and conditions as CREA may subsequently specify in writing.

10.2: Licensees of the Marks

10.2.1: The following Members of CREA are licensed to use, reproduce and display the Marks:

- 10.2.1.1: Boards;
- 10.2.1.2: Associations;
- 10.2.1.3: REALTOR® members.

10.2.2: The following non-members are licensed to use, reproduce and display the Marks:

- 10.2.2.1: A corporation, partnership, or other entity operating as a licensed real estate firm, provided that all licensed practitioners in any way affiliated with the real estate firm are REALTOR® members;
- 10.2.2.2: Former REALTOR® members who are no longer licensed, but who are honorary life members or equivalent of a Board/Association or Honorary Affiliates of CREA;
- 10.2.2.3: An individual, corporation, partnership or other entity who has been licensed by CREA in writing to use, reproduce and display one or more of the Marks for certain specific wares or services.

10.3: Restrictions on License

10.3.1: Compliance With Standards

The right to use, reproduce or display the Marks is conditional on strict adherence by the licensee to all terms, standards and conditions established by CREA from time to time in its By-Laws, Rules, Trademark Policy, or any other policies or rules related to the Marks. CREA has the absolute right to withhold, withdraw or suspend any licensee's right to use, reproduce or display the Marks, or any one of them, at any time.

10.3.2: Non Exclusive

All licenses granted pursuant to this Rule shall be non-exclusive. Licensees shall have no right to sub-license or assign their right to use, reproduce or display the Marks, or any of them, except as may be permitted by CREA in writing.

10.3.3: Term and Termination

- 10.3.3.1: All licenses granted pursuant to this Rule shall commence upon each licensee satisfying the terms and conditions of CREA's By-Laws, Rules and Policies, and shall terminate upon each licensee ceasing to be a Member in good standing of CREA, or upon CREA suspending or terminating the license as provided for in CREA's By-Laws, Rules and Policies, as amended from time to time.
- 10.3.3.2: Upon termination, each licensee shall immediately cease any and all use, reproduction and/or display of the Marks, or any of them, and any and all similar marks.

10.4: Estoppel

Licensees agree that they will not at any time, either during the term of, or following the termination of this license:

- 10.4.1: Challenge the validity or distinctiveness of the Marks or any other trademarks of CREA, or CREA's ownership thereof;
- 10.4.2: Use, display or attempt to register (as trademarks, trade names, corporate names or domain names) any word, phrase, term, acronym, initials or design that incorporate, or are confusingly similar to the Marks or any other trademark of CREA unless specifically authorized to do so in CREA's Trademark Policy.

10.5: Enforcement

Boards and Associations are responsible for monitoring and enforcing the proper use, reproduction and display of the Marks in their own jurisdiction. This includes ensuring that real estate firm names, websites and other advertising materials (print and electronic) are compliant, and that Boards and Associations respond to complaints regarding improper uses of the Marks, and conduct discipline hearings in a prompt manner, as required.

RULE 11 – STANDARDS RELATING TO THE OPERATION OF AN MLS® SYSTEM

11.1: General

- 11.1.1: An MLS® System is a member-to-member cooperative selling system for the purchase, sale or lease of real estate that:
 - 11.1.1.1: is wholly owned and controlled by one or more member Boards/Associations;
 - 11.1.1.2: includes an inventory of listings of participating REALTOR® members;
 - 11.1.1.3: ensures a certain level of accuracy of information, professionalism, and cooperation amongst REALTOR® members; and
 - 11.1.1.4: adheres to CREA's By-Laws, Rules and Policies.
- 11.1.2: The ability to place listings, cooperate on listings, and otherwise access an MLS® System and its inventory must be available to all REALTOR® members of that Board/Association on the same terms and conditions.
- 11.1.3: A Board/Association may establish requirements to access an MLS® System such as fees, or certain qualifications or designations, provided

that all REALTOR® members have the opportunity to meet those requirements.

11.1.4: Member Boards/Associations may create separate corporate entities to operate MLS® Systems on their behalf, provided that the member Boards/Associations:

11.1.4.1: Wholly own and control the entity;

11.1.4.2: Ensure that the entity complies with CREA's Bylaws, Rules and Policies, including use of CREA's trademarks and assumes responsibility for any non-compliance by the entity;

11.1.4.3: Execute such agreements with CREA, or cause the entity to execute such agreements with CREA, as may be required by CREA.

11.1.5: Boards/Associations may use a technology provider to operate an MLS® System on their behalf provided that the Boards/Associations ensure that the technology provider complies with CREA's Bylaws, Rules and Policies, including use of CREA's trademarks and assumes responsibility for any non-compliance by the technology provider.

11.2: Acceptance of Listings

11.2.1: The Three (3) Pillars of the MLS® Mark

Only listings that comply with the following three (3) pillars of the MLS® Mark can be placed on a Board/Association's MLS® System.

11.2.1.1: Membership

Only REALTOR® members may place a listing on a Board/Association's MLS® System.

11.2.1.2: Agency

A listing REALTOR® member/real estate firm must act as agent for the seller to post, amend or remove a property listing in a Board's MLS® System. The nature of any additional services to be provided by the listing REALTOR® member/real estate firm to the seller is determined by agreement between the listing REALTOR®/real estate firm and the seller.

11.2.1.3: Compensation to Co-operating Broker

The listing REALTOR® member agrees to pay to the co-operating (i.e. selling) REALTOR® member compensation for the co-operative selling of the property. An offer of compensation of zero is not acceptable.

11.3: Interpretations of the Three Pillars of the MLS® Mark

11.3.1: The listing REALTOR® member shall be available to provide professional advice and counsel to the seller on all offers and counter offers unless otherwise directed by the seller in writing.

11.3.2: The listing REALTOR® member is responsible and accountable for the accuracy of information submitted to a Board/Association for inclusion in the Board's MLS® System, and the Board/Association is responsible for ensuring that the data submitted to it meets reasonable standards of quality.

- 11.3.3: Only REALTOR® members are permitted to display the MLS® trademarks in signage, advertising, etc.
- 11.3.4: Where the seller directs the listing REALTOR® member in writing to do so, the seller's contact information may appear in the REALTOR® member only remarks (non-public) section of a listing on a Board/Association's MLS® System. The seller's contact information shall not appear on REALTOR.ca or in the general (public) remarks section of a listing on a Board/Association's MLS® System.
The listing REALTOR® member may include a direction in the General Description section on REALTOR.ca or on websites operated by CREA or a Board/Association to visit the REALTOR® member website to obtain additional information about the listing (but the nature of such additional information shall not be specified).
- 11.3.5: Where the seller has reserved the right to sell the property himself/herself, that fact shall be specified in the Board/Association's MLS® System.

11.4: Out of Jurisdiction Listings

- 11.4.1: A Board/Association may, at its option, accept a listing of a property located outside the Board's corporate jurisdiction, including property located in another province or territory, or another country, provided that:
- 11.4.1.1: the REALTOR® member, in taking the listing, does not violate the provisions of applicable provincial/territorial licensing legislation; and
- 11.4.1.2: the listing complies with all other requirements of CREA's By-Laws, Rules and Policies and the Rules of CREA and the Board/Association, including the three (3) pillars of the MLS® Mark.

11.5: Real Estate Component

- 11.5.1: Only properties with a real estate component may be listed on an MLS® System.
- 11.5.2: The term "real estate" includes real property, a leasehold or other interest in real property less than a fee simple, and a time share agreement with regard to real property.
- 11.5.3: Provided they conform to the provisions of the provincial/territorial licensing legislation, a Board/Association may also, at its option, accept listings for:
- 11.5.3.1: a moveable dwelling that is designed for use as a permanent residence;
- 11.5.3.2: a business, including an interest or share of a business, with or without premises, and the fixtures, stock-in-trade, goods and chattels associated with the business, provided such items are sold in bulk as part of the business operation.

11.6: Processing of Listings

- 11.6.1: Listing Contracts
- 11.6.1.1: A Board/Association may, at its option, require either listing contracts or data input forms to be submitted within a reasonable period of time (as defined by the Board/Association

MLS® Rules) after execution of the listing contract. A Board/Association has the right to require production of the executed listing contract prior to processing the listing.

11.6.1.2: All unconditional sales, and any changes to listing information, must be submitted to a Board/Association within a reasonable period of time (as defined by the Board/Association MLS® Rules). Boards/Associations may, at their option, require conditional sales to be reported.

11.6.1.3: All forms submitted to a Board/Association in relation to a listing must be complete and accurate.

11.7: Non-Member Access to Information

11.7.1: Information on an MLS® System is intended for the exclusive use of REALTOR® members. However, a Board/Association may, at its option, permit access to such information by third parties other than REALTOR® members whose objectives support the interests of the Board/Association and its members, provided that such access:

11.7.1.1: is granted only by way of a written contract and not as a privilege of membership; and

11.7.1.2: is otherwise in compliance with the law.

11.8: Board/Association Obligations

11.8.1: All Boards and Associations that operate MLS® Systems must:

11.8.1.1: Have in place MLS® Rules governing the operation of their MLS® Systems that, at a minimum, give effect to this Rule.

11.8.1.2: Ensure the high quality of listing information on the MLS® Systems and promote data integrity to ensure that MLS® Systems throughout Canada remain a reliable source of accurate information.

RULE 12 – DISPUTE RESOLUTION

12.1: CREA shall maintain and administer a dispute resolution process to adjudicate disputes between:

12.1.1: REALTOR® members operating in different provinces or territories, relating to the division or disposition of commissions, including referral fees;

12.1.2: A Board (or Boards) and an Association;

12.1.3: Boards operating in different provinces or territories;

12.1.4: Boards operating in the same province or territory, provided that the provincial dispute resolution process has been exhausted and does not involve binding arbitration.

12.1.5: A Board that is not a member of an Association and another Board operating in the same province or territory.

12.2: REALTOR® members, for the purposes of 12.1.1, includes real estate firms, and any other entity that is legally entitled to pay or receive referral fees or other compensation, including, as the context requires, all licensed members of the brokerage who are members of CREA.

12.3: All inter-provincial REALTOR® member commission disputes shall be submitted to CREA unless otherwise agreed by all parties to the dispute, and the decision of the adjudicators is final and binding. All other disputes under this Rule may, at the

option of the parties be submitted to CREA, provided that all parties to the dispute consent.

- 12.4: The dispute resolution process shall be in accordance with policies established by the Board of Directors.

RULE 13 – CONFERENCE

CREA shall organize and operate an annual Conference to be held in conjunction with a Meeting of the Members.

RULE 14 – MINUTES

14.1: Minutes to Be Recorded and Filed

- 14.1.1: Minutes of all proceedings, motions approved and decisions taken at Meetings of the Members, CREA Board of Directors, and all Committee and Task Force Meetings shall be recorded and filed at CREA's head office.
- 14.1.2: The Minutes of Meetings of the Members and the Board of Directors shall be signed by the Chief Executive Officer and, after approval, by the meeting Chair. All other CREA minutes shall be signed by the staff liaison and, after approval, by the Chair.

14.2: Distribution of the Minutes of CREA Meetings

- 14.2.1: Minutes of all meetings shall be distributed to all CREA Directors.
Additionally:
- 14.2.1.1: Minutes of Committee and Task Force meetings shall be distributed to all the members of the particular Committee or Task Force;
- 14.2.1.2: Minutes of CREA Board of Directors meetings shall be made available to Boards and Associations on request;
- 14.2.1.3: Minutes of Meetings of the Members shall be distributed to Boards and Associations;
- 14.2.1.4: Posting the minutes on CREA's Member Portal or Committee/Task Force Channel shall constitute "distribution" for the purposes of this Rule.

RULE 15 – AFFILIATION

The Board of Directors may establish relationships between CREA and any national or international real estate body and may enter into agreements setting out the terms of that relationship.

RULE 16 – RULES OF ORDER

Where not otherwise provided for in CREA's By-Laws, Rules, Policies or Standing Rules for meetings, procedural issues at all CREA meetings shall be determined in accordance with the latest edition of "Robert's Rules of Order."

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Any questions or comments about the service or products CREA provides? You can contact us on-line at info@crea.ca.

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