



BYLAWS of
The Oahu Chapter of
The National Association of Residential Property Managers

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**Bylaws of
The Oahu Chapter of
The National Association of Residential Property Managers
Updated March 2024**

ARTICLE I: Name, Purpose, Powers and Definitions

Section A: Name

The name of this organization shall be The Oahu Chapter of the National Association of Residential Property Managers, Inc., hereinafter 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 on the Island of Oahu, in the State of Hawaii.
2. To promote a standard of business ethics, professionalism, and fair business practices among its members.
3. To establish and promote education of its members.
4. To provide and promote an exchange of ideas regarding residential property management.
5. To educate and promote legislative initiatives on the Island of Oahu, in the State of Hawaii.

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 Hawaii.

1. The Chapter shall be subject to all rules, regulations, ethics, and 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., herein referred to as the National Association.

Section D:

This chapter's geographical definition shall be: The Pacific Basin, excluding those areas with existing chapters.

ARTICLE II: 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 licensure in performing the duties of a property manager and be in good standing with the Department of Commerce and Consumer Affairs. This member has completed a course of instruction covering the NARPM® Code of Ethics.

For the purposes of this section, 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 must comply with state licensing laws, but do not hold an active real estate license.

Section B: Associate Member – grandfathered January 1, 2021

An Associate 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 licensure in performing the duties of a property manager and be in good standing with the Department of Commerce and Consumer Affairs. 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.

For the purposes of this section, 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 must comply with state licensing laws, but do not 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 Hawaii's State regulatory licensing law. A Support Staff Member does not vote or hold elective office but may be a member of a committee.

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 and suspension of affiliate membership shall be identical to those specified for members, except that Affiliate Members are not eligible to vote. Affiliate Members cannot be a chairperson but can serve in advisory positions to the Board or chairpersons or committee members. An Affiliate Member does not vote or hold elective office.

The Oahu Chapter shall not recognize all NARPM® National Affiliate Members as Affiliate Members of this Chapter. A Chapter Vendor Affiliate Member does not have to be a NARPM® National Affiliate Member. Affiliate membership does not, directly or indirectly, imply an endorsement of the services or products provided by the Affiliate Members.

Section E: 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 NARPM® National Board of Director must be approved in order to hold this membership type.

Section F: Application by Professional, Associate, or Support Staff Members

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 if 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 members 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-committees upon which the member serves, if any.
3. Dues: Chapter dues for each category of membership will be set at the Chapter's annual budget meeting by the Board of Directors and will vary based on the financial need of the Chapter.

ARTICLE III: Suspension, Termination, 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 Association of Residential Property Managers, Inc. as a result of violations of the Code of Ethics and Standards of Professionalism.
3. For an act or omission that the Chapter Board of Directors believes is unbecoming to the Chapter or puts the Chapter in an unfavorable light for which the Board believes suspension is necessary.

Section B: Termination of Membership

Membership shall be terminated for any reason identified below. Upon termination, a member shall lose all rights and interests in the chapter and/or the 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 Oahu Chapter Board 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 within 30 days of the due date. Members may file a letter of appeal to the Board of Directors should an extension be needed to pay the 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 Board of Directors, of a violation(s) of the Code of Ethics and Standards of Professionalism or for non-payment of National Association annual dues.

Section C: Reinstatement of Membership

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

1. Upon written request, if such request is received during the calendar year during which a resignation occurred.
2. Upon written request, provided that all financial indebtedness incurred has been paid and is current.
3. After a waiting period of one (1) calendar year from the date of termination, when termination occurred because of a Board request or by an act of the National Association.
4. Request through the normal application procedures if the resignation occurred beyond the current fiscal year.

ARTICLE IV: Board of Directors

Section A: Responsibilities

The Chapter Board of Directors, hereinafter known as the Board, shall have responsibility for the management of the Chapter and shall exercise all rights and powers not expressly reserved by these bylaws of the National Association. Such management responsibilities shall include, but not be limited to:

1. Establishing and implementing an organizational framework for the Chapter.
2. Establishing new or modifying existing operating rules that are not inconsistent with these bylaws, the bylaws of the National Association or their intent. Changes to the bylaws must be made per Article: X of these Bylaws.
3. Establishing annual Chapter dues, application fees and special assessments.
4. Establishing new committees and dissolving existing committees.

Majority board approval is needed to enter into any legally binding agreements or to bind the NARPM Oahu Chapter to any financial obligations over \$1,000.00.

Section B: Board of Directors

All Chapter Board members should faithfully attend all Chapter Board meetings. The Board of Directors, hereinafter known as the Board, shall be composed of the below nine (9) officers as follows:

1. President: The President shall:
 - a. Serve as 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 Board.
 - f. Shall ensure the completion of all documentation required by the National Association.

- g. Serve a term of two (2) years commencing with the beginning of the new calendar year (every other year).
 - h. Must be a Professional Member of the Chapter.
 - i. Must attend an annual Board Leadership Training offered by the National Association of Residential Property Managers.
2. Vice President: The Vice President shall:
- a. Act as an alternate signatory for funds withdrawn from the Chapter account(s).
 - b. Fulfill the responsibilities of the President during his/her absence.
 - c. Automatically accede to the presidency during a calendar year when the presidency becomes vacant.
 - d. Undertake other activities as are deemed appropriate by the President.
 - e. Serve a term of two (2) years commencing with the beginning of the calendar year (every other year).
 - f. Must be a Professional Member of the Chapter.
 - g. Undertake responsibility for such other activities as deemed appropriate by the Board.
 - h. Oversee the submission of Chapter reports including Chapter Excellence submissions.
 - i. Must be the back-up in attendance for the annual Board Leadership Training offered by the National Association of Residential Property Managers if the President is unable to attend.
3. Secretary: The Secretary shall:
- a. Maintain current Chapter membership records to coincide with the National Association's membership database.
 - b. Record, maintain and distribute minutes of all regular and special meetings of the Board as appropriate.
 - c. File all federal, state, and local reports as needed.
 - d. Undertake responsibility for such other activities as deemed appropriate by the Board.
 - e. Serve a term of one (1) year commencing with the beginning of the calendar year.
 - f. Must be a Professional Member of the Chapter.
 - g. Notify all Chapter Members of upcoming meetings including but not limited to:
 - i. The time, date, and location of said meeting.
 - ii. Chapter business to be conducted.
 - iii. Guest speakers who will be participating.
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 the Board upon request.
 - e. Prepare an end-of-fiscal year report for the National Association.
 - f. File tax and other financial reports with the appropriate government agencies.
 - g. Undertake responsibility for other such activities as deemed appropriate by the Board.
 - h. Serve a term of one (1) year commencing with the beginning of the calendar year.
 - i. Must be a Professional Member of the Chapter.
5. The Immediate Past President shall:
- a. Shall serve as Chairperson of the Nominating Committee.
 - b. Act as an alternate signatory for funds withdrawn from the Chapter account(s).
 - c. Undertake responsibilities as assigned by the Board.
 - d. Serve a term of two (2) years commencing with the beginning of the new calendar year (every other year).
 - e. Must be a Professional Member of the Chapter.

6. Four (4) Additional Members known as Directors shall:
 - a. Undertake responsibilities as assigned by the Board.
 - b. These Directors shall be divided into two levels, each level will serve a term of two (2) years commencing with the beginning of the calendar year, after the initial vote, as noted below:
 - i. The first level shall consist of the two (2) Directors who receive the first and second greatest number of votes at the election held at the last regularly scheduled Chapter meeting after these bylaws are enacted and they shall serve a term of two (2) years. The new Directors shall be elected every other year.
 - ii. The second level shall consist of the two (2) Directors who receive the third and fourth greatest number of votes at the election held at the last regularly scheduled Chapter meeting after these bylaws are enacted and they shall serve a term of one (1) year. Following this one-year term, this level will be up for election again and the Directors elected will serve a term of two (2) years to be elected every other year.
 - c. Must by Professional Members of the Chapter.

ARTICLE V: 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: Nominating Committee

1. Responsibilities: Nominating Committee is responsible for providing a slate of Officers/Directors each year to the general membership for voting.
2. Composition: The Nominating Committee shall be composed of five (5) members.
 - a. The Immediate Past President shall serve as Chairperson, however, the most recent Past President able and willing to serve shall chair the Nominating Committee if the Immediate Past President is unable to serve.
 - b. The remaining members of the Nominating Committee shall include the two (2) Board Directors not up for election and two (2) Professional Members chosen by the Nominating Committee Chair.
 - c. To be eligible to serve on the Nominating Committee, members must be in good standing with the Chapter and the National Association of Residential Property Managers, Inc.
 - d. A quorum of three (3) members of the Committee shall be required to conduct the business of the Nominating Committee.
 - e. The Nominating Committee shall be fully formed by May each year and shall serve for that calendar year. No member on the Nominating Committee may be on the nominating slate of Officers/Directors for that year. The Nominating Committee shall meet on the call of the Chairperson and no member may serve on the Nominating Committee for more than three (3) consecutive years.

3. Duties: The duty of the Nominating Committee is to find the best candidate for each Officer/Director position from the general membership.
 - a. The Nominating Committee shall call for applications no later than thirty (30) days before the scheduled voting for that election year via the website, electronically or verbally at a monthly Chapter meeting. The Nominating Committee shall carefully review each application submitted for an Officer/Director position and verify that the candidate is in good standing with the Chapter and National Association of Residential Property Managers, Inc., can fulfill the duties of the office for which they are applying, is eligible for the position and is willing to serve if elected.
 - b. The Nominating Committee shall call for Write-In Candidates from the general membership no later than thirty (30) days before the slate of candidates is to be presented to the Board for ratification for that election year.
 - i. To be considered a Write-In Candidate, the prospective candidate shall provide a signed letter to the nominated committee indicating they are willing to serve if elected and signed by at least ten percent (10%) of the professional members at least ten (10) days before the slate of candidates is to be presented to the Board for ratification for that election year.
 - ii. The Nominating Committee shall review each Write-In Candidate as they did each applicant and provide a final report to the Board for ratification.
 - c. Upon ratification by the Board, the Nominating Committee shall publish the ratified slate to the general membership at least fifteen (15) days before the election.

Section C: Elections

Elections shall be conducted no later than the September Chapter meeting, or electronically no later than the month of September, if approved by the Chapter Board.

1. Presiding Authority: The outgoing President shall conduct the election. The outgoing President can delegate the electoral process to a Past President or Nominating Committee member provided that neither member is a nominee.
2. Uncontested Offices: The Presiding Authority shall identify to the membership those offices for which there is only one nominee. Upon a motion to close the nominations for such offices, that nominee shall be considered duly elected.
3. 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 Board.
4. The Chapter shall not allow nominations from the floor of the chapter meeting.
5. The nominee receiving a simple majority of the vote shall be elected to the position.

Section D: Term of Office

An elected officer's term of office shall commence with the beginning of the Chapter's calendar year and conclude at the end of the same, unless stated otherwise in these bylaws.

Section E: Vacancy

An office shall be declared vacant when an officer:

1. Resigns that office through written notification to the President or the Secretary.
2. No longer is eligible for membership in the Chapter or the National Association.

3. No longer is capable of fulfilling duties of the office involved as determined by the President and ratified by the Board.
4. No longer is capable of fulfilling the duties of the office as determined by a vote of the Board of Directors with a two-thirds majority.

Section F: Filling a Vacated Office

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

1. When more than three (3) calendar months remain before the next election at which the vacancy shall be filled.
Procedure: By an individual nominated and approved by the Board to fill the remaining year of the term. At the next election, the remainder of the term for the office must be filled through the nominations process.
2. When less than three (3) calendar months remain until the next election, a vacated office shall remain vacant.

ARTICLE VI: Meetings, Locations and Majority Rules

Section A: Meetings

The Board shall meet a minimum of 11 times during the year.

1. Notice of Regular Meeting: With the advice and consent of the President, the Secretary shall notify all members of the Board of the date, time, and place of the next regular scheduled meeting. Additionally, the notice of the meeting shall be placed on the Chapter website.
2. Waiver of Notice: Attendance by any member of the Board at a 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 Board.
3. Electronic meetings: If approved by the Chapter Board, meetings can be held electronically 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 Board shall be held within the geographic definition of the Chapter unless otherwise waived by all the members of the Board. Annual meeting location of the Chapter shall be approved by the Board.

Section C: Quorum

1. A majority of the Board officers in attendance shall constitute a quorum. Once a quorum is established, it cannot be broken by a Board member absenting themselves.
2. Quorum: A quorum to conduct business by the members shall be ten percent (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 Board shall be made official by simple majority vote of the members present at any regular or special meeting of the Committee, unless otherwise precluded by law.

The President may not vote unless the Board vote is tied. In this case, the President may vote to reach a majority vote.

Section E: Non-Board Member Participation

In addition to the Board and Committee Chairs, past local Chapter Presidents, committee members and general members may attend the Board meetings.

1. The Board upon a motion by a Board member may deny access to the Board meeting to any attendee the Board deems necessary or restrict any attendees' access to portions of the Board meeting.
2. Voting at the Board meeting is limited to Board Members.

Section F: Electronic Meetings

If approved by the Chapter Board, meetings can be held electronically to conduct the business of the Chapter. Technological advances now provide for forms of electronic participation and further advancements in the future are probable. Such participation shall be at the discretion of the Board and shall constitute presence at the meeting.

Section G: Special Meetings

A special meeting of the Board can be called by any member of the Board to conduct business that cannot wait until the next regularly scheduled board meeting.

1. Notice of the time, place and specific purpose of the Special Meeting shall be provided to the Board at least two (2) days before the special meeting. Email discussion of Director availability for the meeting as well as the date and time for the meeting is allowed and scheduling discussions are not considered "Board meetings/discussions."
2. At the Special Meeting, Members can discuss only the business that was stated in the notification and any decisions made at the Special Meeting shall be ratified at the next regularly scheduled general Board meeting.

Section H: The Chapter Meetings

1. Location: All meetings of the Chapter shall be held within the geographic definition of the Chapter. The Chapter Annual meeting location shall be approved by the Board.
2. Quorum: A quorum to conduct business by the members shall be ten percent (10%) of the members eligible to vote at a regularly scheduled meeting in attendance. A Chapter event can be held without a quorum, but no business can be conducted.

Section I: Governing Rules

The rules contained in the current edition of **Robert's Rules of Order Newly Revised** shall govern all Board meetings and Chapter meetings to which they are applicable and in which they are not inconsistent with these bylaws or the National Association of Residential Property Managers, Inc. Bylaws.

ARTICLE VII: Committees

Section A: Appointment

Except as otherwise stated in these bylaws or the bylaws of the National Association, the chairpersons and members of all sub-committees shall be appointed by the President with the advice and consent of the Board. The President, with the advice and consent of the Board, shall have the power to remove any Committee Member with just cause and appoint any member to fill a vacancy with the advice and consent of the Board. The President is prohibited from serving as Chairperson or member of a 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 Board. No sub-committee may take any action on behalf of or as a representative of the Chapter unless specifically authorized by the Board.

1. The Chapter shall have the following standing committees: Education & Speakers, Government Affairs, Designations, Membership, Vendors, and Website.
2. The duties and responsibilities of each committee will be set forth in the Chapter's Policy and Procedures Manual.
3. Voting: Any member serving on a sub-committee is eligible to vote at all meetings of that sub-committee.

Section C: Creation and Dissolution

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

Section D: Authority

Except as otherwise authorized by the bylaws, any action by a committee shall be subject to the approval of the Board.

ARTICLE VIII: Code of Ethics & Standards of Professionalism

Acknowledgment 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 Member 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.

It is the duty of the President of the chapter to report all violations to National Association's Code of Ethics and Standards of Professionalism to the National Association's Grievance Committee.

Section C: Chapter Charter

A Chapter Charter is granted by the National Association of Residential Property Managers, Inc. 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 action(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 of the National Association taken for the purpose of enforcing the applicable Code of Ethics and Standards of Professionalism.

ARTICLE IX: Financial Considerations

Section A: Calendar Year

The Chapter's financial year shall be a calendar year from January to December.

Section B: Chapter Dues

The Chapter may charge annual and prorated dues, subject to approval by the National Association, as outlined below:

1. Payable: Dues for local Chapters are payable no later than January first (1st) of each year.
2. Non-payment of dues: Failure to pay the annual Chapter dues within thirty (30) days after the first day of the year shall result in automatic termination of Chapter membership unless there are extenuating circumstances, as determined by the Board.
3. Member dues: The amount of the Chapter dues for all members and each class of membership shall be established annually by the Board during the budgeting process based on the financial need of the Chapter.

4. Affiliate Dues: The amount of Chapter dues for Affiliate Members shall be established annually at the annual Board budget meeting. The Chapter will charge dues to National Affiliate Members who wish to also be Affiliate Members of the Chapter.
5. Late Fees: Any payment received after the due date will be considered late, and a late fee may be assessed. The Board must approve any schedule of late fees or returned check fees during the annual Board budget meeting.

Section C: Special Assessments

Special Assessments may be established by the Board 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 Board, shall prepare an itemized budget of income and expenses for each calendar year at the annual Board budget meeting. The budget shall not exceed the chapter's ability to pay the same and shall be approved by the Oahu Chapter's Board.

Section E: Non-Binding

The Chapter shall not have any authority to financially obligate or bind the National Association of Residential Property Managers, Inc. for any reason.

ARTICLE X: Proposals and Procedures for Amending

Section A: Proposals

Amendments to these bylaws may be proposed by any Chapter member or board of directors of the National Association of Residential Property Managers, Inc. at any time through a letter addressed to the Board identifying the purpose for the change, signed by five (5) members of the general membership population, and presented or mailed to the secretary. The Secretary must receive the proposed change at least ten (10) business days prior to the regularly scheduled Board meeting at which time the change will be discussed. The entire Board shall study any proposal and determine the proper course of action for the proposed change.

1. As deemed necessary by the Board, a temporary committee may be formed to investigate and research the proposed change and recommend a course of action to the Board.

Section B: Procedure for Amending

The entity assigned for the purpose of reviewing proposed bylaw revisions shall present the proposed amendment to the Board with its findings and proposed recommendations of actions. A two-thirds majority of the Board is necessary to amend these bylaws. Once approved by the Chapter Board, amendments shall be subject to approval by the Board of Directors of the National Association of Residential Property Managers, Inc. prior to their implementation or adoption by the Chapter and a final copy of these bylaws are to remain on file at the office of the National Association.

ARTICLE XI: Miscellaneous

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 Board, officer(s), sub-committee chairperson(s) and sub-committee member(s), as well as the National Association, its board of directors, officer(s), chairperson(s) and committee member(s) 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 Hawaii State law, the Chapter shall notify the National Association of Residential Property Managers, Inc. 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 Chapter membership vote by majority to dissolve the operations of the Oahu Chapter, as recommended by the Board or National Association of Residential Property Managers, Inc., all remaining funds in the treasury will be sent to the National Association of Residential Property Managers, Inc.