

January 1, 2021

**New Orleans Metropolitan Association of REALTORS®, Inc. (NOMAR)
Commercial Investment Division (CID)
Gulf South Real Estate Information Network (GSREIN)**

Agreement to Serve

I, _____, acknowledge that I have been elected or appointed to serve as a Director of the New Orleans Metropolitan Association of REALTORS®, Inc. (“NOMAR”), Commercial Investment Division (“CID”) or Gulf South Real Estate Information Network, Inc. (“GSREIN”).

I fully understand that this position requires that I serve members of NOMAR, CID or GSREIN in the decisions and activities of the respective Board.

I understand that email communication is the primary form of communication for this Board. I will read my email and promptly notify NOMAR if my email address changes.

I agree to uphold, carry out and abide by the Constitution, Bylaws and Policies and Procedures of NOMAR, CID or GSREIN, including, but not limited to, the attached Code of Conduct with Regard to Confidentiality and Conflict of Interest Summary, Code of Conduct With Regard to Confidentiality and Conflict of Interest Policy, Antitrust Policy, Whistleblower Policy and Social Media Policy, all of which I agree to execute and submit to the CEO prior to attending a Board of Directors meeting of NOMAR, CID or GSREIN. Furthermore, I will discharge the duties of my position faithfully and to the best of my ability using sound judgment.

Recognizing that I cannot adequately represent the views of the membership if I am not present at meetings, I pledge to attend every meeting of the Board of Directors and that I will request an excused absence if I am unable to attend a meeting due to Board business or as otherwise provided for in the Bylaws of NOMAR, CID or GSREIN.

I will, to the best of my ability, abide by the Code of Ethics in all my actions, both as a Director of the board and as a REALTOR®.

I acknowledge that any failure to abide by this Agreement, as well as any violation of the applicable policies, may result in action by the Board, including, but not necessarily limited to, removal from office.

Signature

Printed Name

Organization and Position

Date

CODE OF CONDUCT WITH REGARD TO
CONFIDENTIALITY AND CONFLICT OF INTEREST POLICY OF
NEW ORLEANS METROPOLITAN ASSOCIATION OF REALTORS®, INC.,
NOMAR'S COMMERCIAL INVESTMENT DIVISION and
GULF SOUTH REAL ESTATE INFORMATION NETWORK, INC.

MUST BE SIGNED BY THOSE SERVING IN A POSITION OF DIRECTOR, OFFICER, STAFF
AND OTHERS PARTICIPATING IN THE BOARD OF DIRECTORS MEETINGS

1. Introduction to Policy

Each Director, Officer and Staff person owes a fiduciary obligation to the New Orleans Metropolitan Association of REALORS® (NOMAR), the Commercial Investment Division (CID) and the Gulf South Real Estate Information Network, Inc. ("GSREIN") to act *honestly and in good faith* with a view to the best interests of the Corporations and Division.

This Conflict of Interest Policy ("Policy") outlines a framework of guiding principles for Directors, Officers and Staff. As with any statement of policy, the exercise of judgment is required in determining applicability of these guidelines to each individual situation.

2. Conflict(s) of Interest

(a) Directors, Officers and Staff shall avoid situations that may result in a conflict or perceived conflict between their personal and/or professional interest(s) and the interest of NOMAR, CID and GSREIN and situations where their actions as Directors, Officers and Staff are influenced or perceived to be influenced by their personal and/or professional interests.

(b) In general, a conflict of interest exists for Directors, Officers and Staff who use their position with the Corporation or Division to benefit themselves, employer(s), associates, friends, or families or other corporations in which he/she has a personal and/or professional financial interest.

(c) Full disclosure enables Directors, Officers and Staff to resolve unclear situations and gives an opportunity to dispose of conflicting interests before any difficulty arises.

3. Compliance with Law

(a) In addition to this Policy, each Director, Officer and Staff person must at all times comply fully with applicable laws, including, but not limited to, the statutory authority governing standards of conduct for Directors, Officers and Staff, and should avoid any situation which could be perceived as improper, unethical or indicative of a casual attitude towards compliance with the law.

(b) Directors, Officers and Staff are expected to be sufficiently familiar with any legislation that applies to their position and shall recognize potential liabilities, seeking legal advice where appropriate.

(c) Each Director, Officer and Staff person must comply with the laws of the State of Louisiana that are applicable to GSREIN's business and comply with the rules and regulations of any foreign, federal, state, provincial and local governments, and other applicable private and public regulatory agencies.

4. Outside Business Interest(s)

(a) No Director, Officer or Staff person may hold a significant financial interest, either directly or through a relative, associate or employer, or hold or accept a position as an officer or director in an organization in a relationship and/or in competition with NOMAR, CID or GSREIN, where by virtue

of his or her position in NOMAR, CID or GSREIN, the Director, Officer or Staff person could, in any way, benefit the other organization by influencing any business decision, including, but not limited to, purchasing, selling or other operational decisions of the NOMAR, CID or GSREIN, unless that interest has been fully disclosed in writing to the Board.

(b) A "significant financial interest" in this context is any interest substantial enough that decisions of the Corporation or Division could result in gain for the director.

5. Procedures

(a) Duty to Disclose.

Each Director, Officer or Staff person of NOMAR, CID or GSREIN must disclose to the CEO or President any and all interests and relationships of which the Director, Officer or Staff is aware of, at any point during his/her term, which will or may give rise to a conflict of interest. If such an interest or relationship should arise during the Director's term, the individual shall make immediate disclosure of all relevant facts to the Administrative Executive or the President.

(b) Determining Whether a Conflict of Interest Exists.

After disclosure of the potential conflict of interest, and after any discussion with the disclosing Director, Officer or Staff person, the disclosing Director, Officer or Staff person shall leave the governing board while the determination of a conflict of interest is discussed and voted upon. The remaining board members shall decide if a conflict of interest exists.

(c) Procedures for Addressing a Conflict of Interest.

1. If the Board is making decisions that may provide a benefit to a Director, Officer or Staff person's private interests, directly or indirectly, the Director, Officer or Staff person shall withdraw from the discussion, deliberation and voting altogether.

2. Disclosure may cure a conflict of interest or allow NOMAR, CID or GSREIN to appropriately avoid a potential conflict. However, a conflict may be so severe as to only be resolved by the Director's resignation from one or both of the conflicting positions. Each Director agrees that if the Board determines a potential conflict cannot be cured, the Director shall resign from the Board.

6. Confidentiality

(a) NOMAR and GSREIN Board meetings are closed meetings. Board members, committee members and staff will have access to information that, if revealed to outsiders, could be damaging or sensitive to other members or staff, harmful to the best interests of the organization, or could even create legal liability. Information provided to the board and staff may concern personnel, financial, contractual, membership or legal matters. It will often be confidential and is intended for use in decision-making and governance. Information shall be held in the strictest of confidence and shall not be divulged to any outside party, including other members, without authorization of the President or the CEO.

(b) Each board member is reminded that the continuing success of this Association in servicing its members is due to the fact that the individual board members leave their company affiliation at the door, and their discussions, deliberations and judgment relating to their duties is to serve the best interest of the board and its members as a whole.

7. Responsibility

(a) Each Director, Officer or Staff person must adhere to the standards described in this Policy.

(b) Any Director, Officer or Staff person who knows or suspects a breach of this Policy shall report the same to the CEO or the President.

(c) At a minimum, each Director, Officer or Staff person shall annually review, sign and deliver to the President and/or the CEO a copy of his/her acknowledgment of this Policy.

8. Violation of this Policy

(a) If the Board determines that a Director, Officer or Staff person has breached or violated this Policy, the Board may sanction the Director, Officer or Staff person or limit his/her involvement with particular topics. If the Board determines that recusal is not a sufficient remedy, the Board may request the Director, Officer or Staff person’s resignation.

(b) Notwithstanding any provision to the contrary, each Director, Officer or Staff person agrees that when the Board determines that the Director, Officer or Staff person has violated this Policy and requests the Director, Officer or Staff person’s resignation, the Director, Officer or Staff person shall resign forthwith as a member of the Board, from his/her position as an Officer, or as an employee, as applicable. In the event the Director, Officer or Staff person fails or refuses to submit his/her resignation, the Board may seek to remove the Director, Officer or Staff person in accordance with the By-laws for NOMAR, CID or GSREIN.

9. Waivers and Amendments

Any waiver of this Policy may be made only by the Board and will be disclosed as required by law or regulation. Any amendment of this Policy must be made in writing and dually acknowledged by all subscribing parties.

10. Clarification

A Director, Officer or Staff person should seek clarification of this Policy, when/where necessary, from the Chief Executive Officer, President or Association General Counsel.

I ACKNOWLEDGE that I have read and understand the foregoing Conflict of Interest Policy for Director, Officer or Staff person of NOMAR, CID or GSREIN and agree to abide by and conduct myself in accordance with this Policy at all times during my term of office or my employment affiliation with NOMAR, CID or GSREIN.

Signature **Print Name:** **Date**

**New Orleans Metropolitan Association of REALTORS®, Inc. (NOMAR)
Commercial Investment Division (CID)
Gulf South Real Estate Information Network, Inc (GSREIN)**

Social Media Policy for Leadership and Volunteer Service

The New Orleans Metropolitan Association of REALTORS®, Inc. (“NOMAR”), Commercial Investment Division (CID) and Gulf South Real Estate Information Network, Inc (GSREIN) value social media. Its proper use creates awareness of our purpose and mission. It is also a great communication and marketing tool. As a voting or non-voting member of the Board of Directors of NOMAR, CID or GSREIN, committee chairperson and/or committee member, or employee, what you share on the Internet is (or may be interpreted to be) representative of NOMAR, CID or GSREIN and, in any event, must be approached with caution. The written word is easily misunderstood and misinterpreted, especially in a leadership position as you are held to a higher standard by others.

NOMAR, CID and GSREIN also respects your right to interact and communicate about non-association related matters using the Internet. In order to protect NOMAR, CID and GSREIN from the posting of comments and information that may have a harmful effect on its reputation and/or its members, volunteer leaders and/or employees, the following policy has been developed. For the purpose of this policy, “engaging in social media” means posting or uploading content to any type of interactive electronic communication, including but not limited to, email, websites, forums, blogs, vlogs, wikis, podcasts, picture-sharing (i.e., Flickr, Shutterfly), video-sharing (i.e., YouTube), instant messaging, discussion boards, and listservs.

- Since the Internet is public space, you must refrain from engaging in social media that may disparage or harm the image or reputation of NOMAR, CID, GSREIN or any of its members, volunteer leaders and/or employees.
- You assume any and all risks associated with engaging in social media. Use caution when publishing text, pictures, video, or other content that you created. All created content is protected by copyright. If you want to use copyrighted material, you must obtain written permission from the original author of this content. Whenever possible, link to content elsewhere on the Web instead of republishing it. You should properly attribute content to its author.
- Before engaging in social media, know NOMAR’s, CID’s and GSREIN’s position on association and/or industry related issues. ***Always indicate that your posts reflect your opinion and the views expressed therein are yours alone and that any statements, opinions, and beliefs do not necessarily reflect the views and/or position of NOMAR, CID or GSREIN -- whether or not your opinion is consistent with the association’s position on that issue.*** If you are posting on behalf of NOMAR, CID or GSREIN as an official response, note that in your comment.
- When engaging in social media, be vigilant to ensure that you do not disclose any information that is confidential or proprietary to NOMAR, CID, GSREIN or to any third party that has disclosed information to us. This includes but is not limited to the use of NOMAR, CID and GSREIN trademarks and copyrighted material.

- Do not involve yourself in disputes: In a legal, public, or political dispute between members, or between associations and members, your job is to **remain neutral**. Do not make any statement that can be viewed as preference to one member/association over another.
- Use caution when posting photos of leadership, staff, and members from NOMAR, CID, GSREIN or other REALTOR® events.
- When engaging in social media, do not expect your comments to be private. Even comments posted in private groups can easily be shared publicly.
- Do not share or publicly post any decisions that are confidential. This includes board matters, personnel, staffing, professional standards decisions, and financial information.
- RPAC: Under federal campaign financial law, a trade association is permitted to solicit contributions only from its restricted class (i.e., its members, executive and administrative personnel, and their families). Because we cannot ensure that all NOMAR's social media followers are members, solicitation on social media channels could potentially violate state and federal law and is therefore prohibited. However, it is permissible to post information such as how much has been contributed to RPAC or the number of contributors. When posting about RPAC, keep to this creed: Do not ask, just state the facts.

I have read, understand, support and, as a condition to holding my leadership position with NOMAR, CID or GSREIN agree to fully abide by the above Social Media Policy. I will direct any inquiries or concerns, whether or not specifically addressed in the policy statement, to the respective organization President and/or CEO. I understand that any violation of this Social Media Policy could result in my removal from my leadership position in accordance with the By-laws and/or Rules and Regulations of NOMAR, CID and/or GSREIN.

Signature

Printed Name

Organization and Position

Date

**New Orleans Metropolitan Association of REALTORS®, Inc. (NOMAR)
Commercial Investment Division (CID)
Gulf South Real Estate Information Network, Inc. (GSREIN)**

ANTITRUST POLICY

A goal of the New Orleans Metropolitan Association of REALTORS®, Inc. (NOMAR), its' Commercial Investment Division (CID) and the Gulf South Real Estate Information Network, Inc. (GSREIN), is to improve the level of products and services offered by its members to the public and to assist customers in comparison shopping for products and services. Consistent with this policy, it is the policy of NOMAR/CID/GSREIN to comply strictly with the antitrust laws. NOMAR/CID/GSREIN will not knowingly permit discussions of individual broker commissions or the related types of sensitive information listed below. NOMAR/CID/GSREIN membership is open to any individual or entity meeting the membership qualifications set forth in the Bylaws. Statistical reporting by NOMAR/CID/GSREIN will be voluntary and will relate to comparisons of past transactions of general interest. Data collection will not be limited to the membership, and the results will be available to non-members for a reasonable fee. In conducting any collective research, NOMAR/CID/GSREIN will take care to avoid anti-competitive effects.

NOMAR's/CID's/GSREIN's counsel is well versed in antitrust matters and the association relies heavily on counsel's judgment to see that topics that may give an appearance of an agreement that would violate the antitrust laws are not discussed at NOMAR/CID/GSREIN meetings. In addition, it is NOMAR's/CID's/GSREIN's policy that its staff be reasonably versed in antitrust matters. The fact that NOMAR/CID/GSREIN staff or counsel is present at a meeting, however, should not invite probing to determine how far a discussion can proceed before it becomes apparent that it is improper and is cut off. It is the responsibility of each member in the first instance to avoid raising improper subjects for discussion. This policy statement has been prepared to assure that participants in NOMAR/CID/GSREIN meetings are aware of this obligation. The Do's and Don'ts presented below highlight basic antitrust principles. Members should consult counsel in all cases involving specific situations, interpretations, or advice.

DO NOT:

1. Do not, in fact or appearance, discuss or exchange information regarding:
 - a. Commission levels, fees, business expenses or other business information or policies that would allow or encourage price fixing or maintenance;
 - b. Bids on contracts for particular properties or any information, which allow or encourage bid rigging;
 - c. Actions relating to actual or potential competitors that might have the effect of excluding them from your market or of influencing the business conduct of customers towards such competitors;
 - d. Plans of individual companies concerning proposed or existing territories or customers;
 - e. A firm's competitive business decisions;
 - f. The duration or types of listing agreements or the form of compensation accepted;
 - g. The compensation offered or paid to a firm's agents or employees;
 - h. Any other actions that might be construed as concerted attempts to restrain competition, including joint attempts to control or affect prices, market conditions, market practices, customer choice, etc.
2. Do not discuss or exchange information regarding the above matters during social gatherings incidental to NOMAR/CID/GSREIN sponsored meetings, even in jest.
3. In addition, any general historical statistical data collected by NOMAR/CID/GSREIN is for use and analysis by individual businesses and should not be discussed among competitors at organized functions or otherwise.

DO:

1. Adhere to prepared agendas for all NOMAR/CID/GSREIN meetings and object any time meeting minutes do not accurately reflect the matters which transpired.
2. Consult with the NOMAR/CID/GSREIN General Counsel and your company on all antitrust questions relating to NOMAR/CID/GSREIN meetings.
3. Protect against any discussions or meeting activities that appear to violate the antitrust laws; disassociate yourself from any such discussions and leave any meeting in which they continue.

Signature

Print Name:

Date

**New Orleans Metropolitan Association of REALTORS® (NOMAR)
Commercial Investment Division (CID)**

Gulf South Real Estate Information Network (GSREIN)

Whistleblower¹ Policy

Introduction

The New Orleans Metropolitan Association of REALTORS® Code of Conduct requires directors, officers and employees of NOMAR, its' CID and GSREIN to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of NOMAR, its' CID and GSREIN we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Reporting Responsibility

It is the responsibility of all directors, officers and employees to comply with the Code of Conduct and other Association policies and to report violations or suspected violations in accordance with this Whistleblower Policy.

Retaliation

No director, officer or employee who in good faith reports a suspected violation shall suffer harassment, retaliation or adverse employment consequence. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within the Association prior to seeking resolution outside the Association.

Reporting Violations

The Association has an open-door policy that encourages employees to share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, an employee's supervisor (department head) is in the best position to address an area of concern. However, if you are not comfortable speaking with your supervisor, or you are not satisfied with your supervisor's response, you are encouraged to speak with the Executive Vice President. If an employee thinks it more appropriate under the circumstances, he or she may report the suspected violation directly to either the President of the Association or the Association's legal counsel.

Supervisors and staff have an obligation to report suspected violations to the appropriate party as outlined above. For suspected fraud, or when you are not satisfied or uncomfortable with following the Association's open-door policy, individuals should contact the Association's President or legal counsel.

Officers and directors should report suspected violations to the Executive Vice President. If an officer or director thinks it more appropriate under the circumstances, he or she may report the suspected violation to either the President of the Association or to the Association's legal counsel.

¹ Definition: One who reveals wrongdoing within an organization to the public or to those in positions of authority.

Compliance Division

All reports received by the President of the Association or by the Association's legal counsel shall be referred to the Executive Vice President. The Executive Vice President shall have the authority and obligation of investigating and resolving all violations or reported violations, unless the Executive Vice President is the subject of the reported violation. In the event the Executive Vice President is the subject of the reported violation, or if in the judgment of the Executive Vice President the matter is deemed too serious, then the matter shall be referred to the Executive Committee who shall be responsible for investigating and resolving all reported violations. Either the Executive Vice President or the Executive Committee, at the conclusion of the investigation, shall report all violations to the Board of Directors.

Accounting and Auditing Matters

The Executive Committee of the Association shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The Executive Committee shall immediately notify the Board of Directors in the event that it is determined that a violation has occurred.

Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Code of Conduct. Any allegations that prove not to be true **and** which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Handling of Reported Violations

The recipient of a reported violation will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

Signature

Print Name

Date