

SouthEast Valley Regional Association of REALTORS®
Board of Directors Meeting Minutes

July 26, 2018

1:00pm – 4:00pm

Board of Directors Room

1363 S. Vineyard Mesa, Arizona 85210

I. CALL TO ORDER

The meeting was called to order by President, Liz Harris at 1:00pm.

A) Roll Call:

Present: President, Liz Harris; President Elect, Derek Anglin; Vice President, Duane Washkowiak; Past President, Craig Peck; Treasurer, Michael Hofstetter; Directors: Raphael Isaac, Kelly Soriano, Susan Hernandez, Tiffany Jones, Lee Worthington, Michelle Mazzola, Thomas Moore, Dena Greenawalt, Joan Krueger, Victoria Lara, Martha Fuller

Absent:

Staff: Interim CEO, Pamela Frestedt; Assistant CEO and Vice President of Member Services, Tonya Deskins; Director of Marketing and Communications, Daniel Ochoa; Vice President of Finance and Human Resources, Donna King; Barney Thornton, Admin.

Guests: Stan Graham, Jeff Murray, Don Geahlen, Steve Tait, Veronica Tewksbury, Charles Poulson, Steve Chader

B) Pledge of Allegiance

C) Conflict of Interest Policy and Confidentiality Statement

A quorum was present.

II. MEMBERSHIP FORUM

A) Steve Chader, Don Geahlen and Craig Peck were presented with their REALTOR® Emeritus Awards. Steve Chader and Don Geahlen left the meeting after the presentation.

B) Stan Graham spoke on behalf of Robert Kline regarding the 2019 SEVRAR Election.

III. APPROVAL OF AGENDA – The agenda was approved as presented.

IV. CONSENT AGENDA - Motion and second – Motion carried.

A) Approval of Board Minutes – May 24, 2018 and June 28, 2018

B) Approval of 2018 new SEVRAR members:

Individual Affiliate Members - 26, Institute Affiliate – 2, Designated Appraisers - 0, Broker Primary 5, Secondary Brokers – 17, MLS Only-1, Non Members – 0, REALTORS® - 266

C) Approval of 2018 New Committee Members

V. ACTION ITEMS

A) **Motion:** To approve the May, 2018 Financials as presented for audit. **Motion carried.**

B) **Motion:** To approve the June, 2018 Financials as presented for audit. **Motion carried.**

C) **Motion and second:** To approve the 2019-2021 Strategic Plan as presented. **Motion carried.**

D) **Motion and second:** To approve the 2019 Business Plans as presented. **Motion carried.**

E) **Motion and second:** To approve the 2019 SEVRAR Officer Candidates with the acceptance of the withdrawal of Robert Kline. **Motion carried.**

F) Dena Greenawalt was elected as the 2019 SEVRAR President-Elect by a majority vote of the directors present and voting.

G) Duane Washkowiak was elected as the 2019 SEVRAR Vice-President by a majority vote of the directors present and voting.

H) 2017 Financial Review – Steve Tait with Walker and Armstrong gave a 2017 audit presentation.

I) **Motion and second:** To approve the slate of 2019 Director Candidates. **Motion carried.**

J) A review of recommendations from the Governing Documents Committee with 30 day notice took place.

K) **Motion:** To approve an additional \$1,500.00 to support the budget for the Leadership Program Reunion. **Motion carried.**

- L) **Motion:** To approve a reallocation of Capital Funds for a new CRM System, Rapattoni Magic Cloud AMS. **Motion carried.**
- M) **Motion:** To approve funding a family picnic to be held in conjunction with the October Real Fest on October 19, 2018 for a total of \$10,000.00. **Motion carried.**
- N) **Motion:** To approve a RAPAC Fundraiser to be held the week of September 10-15, 2018 at the SEVRAR Avion Center at a cost of \$10,000.00. **Motion carried.**

VI. UPDATES

- A) CEO Report – Interim CEO, Pamela Frestedt gave a CEO Report.
- B) ARMLS Report – Duane Washkowiak gave an ARMLS Report.
- C) Critical Needs Task Force – Michelle Mazzola gave a Critical Needs Update.+
- D) Committee Liaison Reports – Were made available.

VII. ANNOUNCEMENTS

- A) Monday, July 30, 2018
The Announcement of candidates and voting procedures are made at marketing meeting/home tour functions.
- B) Broker Appreciation – August 10 – 11:30am-2:30pm
- C) Friday, August 17, 2018 - The election is open. (Third Friday in August)
- D) Friday, August 24, 2018 - The election is closed. (Fourth Friday in August) (Rev. 10-12)
- E) Wednesday, August 31, 2018 - The Election results are posted.(August 31)
- F) September Board meeting changed from Sept. 27th – Sept. 20
- G) October 15 – AAR Executive Committee
- H) October 16 – AAR Leadership Conference Day 1
- I) October 16 – Installation Dinner at Scottsdale Marriott at McDowell Mountains
- J) October 17 – Regional caucus and BOD AE, President and Presidents-Elect breakfast Scottsdale Marriott at McDowell Mountains

VIII. NEW BUSINESS

- A) Dena Greenawalt brought up topics to be considered for future board meetings.

IX. PRESIDENT’S REMARKS

- A) Election PAG update is under way.
- B) RAPAC Participation for SEVRAR is extremely low.

X. EXECUTIVE SESSION

Michelle Mazzola, Joan Kruger, Charles Poulson, Stan Graham and Veronica Tewksbury left the meeting at 4:09pm.

The Board went into Executive Session at 4:10pm.

The Board left Executive Session at 5:00pm

XI. ADJOURNMENT

There being no further business to come before the Board the meeting adjourned at 5:00pm.

Submitted by,

Interim CEO, Pamela Frestedt

GOVERNING DOCUMENTS COMMITTEE

Chair: Larry Stover

Date: July 18, 2018

Staff Liaison: Pamela Frestedt

Per Article XVI of the Bylaws Motions 1-3 will be considered at the next Regular Board of Directors meeting to be held on September 27, 2018.

Since the proposed changes to the Bylaws will impact some items in the Policy Manual, those changes are also included for consideration by the Board of Directors as Motions 4-6 on September 27, 2018.

MOTION 1: To approve the following proposed change to the SEVRAR Bylaws:

ARTICLE XI – OFFICER, DIRECTORS AND STATE DIRECTORS

Section 5: STATE AND NATIONAL DIRECTORS

A. NAR DIRECTORS:

Which reads:

SEVRAR's NAR Directors shall be the President, President-Elect and the CEO.

Shall be changed to:

SEVRAR's NAR Directors shall be the President, President-Elect and the **Vice President.**

RATIONALE:

Per the NAR Bylaws an NAR Quota Director must be a REALTOR® or a REALTOR®-ASSOCIATE. As a staff member, the CEO is not eligible to be an NAR Director.

MOTION 2: To approve the following proposed change to the SEVRAR Bylaws:

ARTICLE XI – OFFICER, DIRECTORS AND STATE DIRECTORS

Section 6: VACANCIES

A.

Which reads:

In the event of the vacancy of the President's position, the President-Elect would assume the balance of that president's term and, continue to his/her own term to which he/she was elected. In the event of the vacancy of the President-Elect position, it shall be filled either by a General or Special Election for the entire membership subject to Article XI, Section 4. A vacancy in the position of immediate past president will not be filled.

Shall be changed to:

In the event of the vacancy of the President's position, the President-Elect would assume the balance of that president's term and, continue to his/her own term to which he/she was elected. In the event of the vacancy of the President-Elect position, it shall be filled ~~either by a General or Special Election for the entire membership~~ subject to Article XI, Section 4. A vacancy in the position of immediate past president will not be filled.

RATIONALE:

Per Article XI, Section 4, the Board of Directors election the President-Elect, not the general membership, so this sentence contradicted itself. The strikethrough clears up any confusion.

MOTION 3: To approve the following proposed change to the SEVRAR Bylaws:

**ARTICLE XIII – COMMITTEES
Section 1: STANDING COMMITTEES**

Which reads:

The President shall appoint from among the members subject to the confirmation by the Board of Directors, the following standing committees and their chairs.

Finance	Information Systems
Grievance	Government Affairs
Professional Standards	Professional Development

Shall be changed to:

The President shall appoint from among the members subject to the confirmation by the Board of Directors, the following standing committees and their chairs.

Finance	Leadership
Community Outreach	Professional Development
Grievance	Professional Standards
Government Affairs	RAPAC
Information Systems	

RATIONALE:

It was thought that adding these three committees to the Standing Committee list was warranted given the large scope of work that these committees do annually. The list was alphabetized for ease of the reader. This list is comparable to the list of committees that is used for eligibility to run for an officer position for the Board of Directors with one addition to that list, the RAPAC committee.

MOTION 4: To approve the following change to the Policy Manual:

SECTION 1: ASSOCIATION GOVERNANCE POLICIES:

1.9 Duties of the Vice President

Add the following Section.

1.9.h The Vice President shall automatically become an AAR Quota Director and an NAR Director.

RATIONALE:

Per the NAR Bylaws an NAR Quota Director must be a REALTOR® or a REALTOR®-ASSOCIATE. With the proposed change to the Bylaws regarding the change from CEO to Vice President, this duty will need to be added to the "Duties of the Vice President".

MOTION 5: To approve the following change to the Policy Manual:

SECTION 1: ASSOCIATION GOVERNANCE POLICIES:

1.20.i REQUIREMENTS FOR ELECTED OFFICERS:

Which reads:

1.20.i REQUIREMENTS FOR ELECTED OFFICERS. A candidate for an Officer position must have completed at least two years as a Director by the time he/she takes office, or within the last five years will have served, by the time he/she takes office, one full year as a Director and will have chaired for one full year one of the following committees: Finance, Grievance, Professional Development, Information Systems, Professional Standards, Government Affairs, Leadership Development, Community Outreach, will have chaired a committee or served as an officer of any other NAR affiliated organization.

Shall be changed to:

1.20.i REQUIREMENTS FOR ELECTED OFFICERS. A candidate for an Officer position must have completed at least two years as a Director by the time he/she takes office, or within the last five years will have served, by the time he/she takes office, one full year as a Director and will have chaired for one full year one of the following committees: Finance, Grievance, Professional Development, Information Systems, Professional Standards, Government Affairs, Leadership Development, Community Outreach, **RAPAC, or will have chaired a committee or served as an officer of any other NAR affiliated organization.**

RATIONALE:

The RAPAC committee performs duties of a Standing Committee which by definition on Page 2 of the Policy Manual reads: "A standing committee will address strategies, programs and basic capacities through its own direct action or by the creation of special committees and task forces to get the work accomplished." The chair of this committee, by virtue of that work for SEVRAR has proven the ability to lead.

MOTION 6: To approve the following change to the Policy Manual:

SECTION 2: COMMITTEE TASK FORCE POLICY:

2.2 Standing Committees:

Which reads:

The President shall appoint from among the members, subject to the confirmation by the Board of Directors, the following standing committees and their chair. (Rev. 10-12)

Finance	Grievance
Professional Standards	Government Affairs
Information Systems	Professional Development

Shall be changed to:

The President shall appoint from among the members, subject to the confirmation by the Board of Directors, the following standing committees and their chair.

Finance	Leadership
Community Outreach	Professional Development
Grievance	Professional Standards
Government Affairs	RAPAC
Information Systems	

RATIONALE:

It was thought that adding these three committees to the Standing Committee list was warranted given the large scope of work that these committees do annually. The list was alphabetized for ease of the reader. These committees perform duties of Standing Committees which by definition on Page 2 of the Policy Manual reads: "A standing committee will address strategies, programs and basic capacities through its own direct action or by the creation of special committees and task forces to get the work accomplished." The chair of this committee, by virtue of that work for SEVRAR has proven the ability to lead.