



## FINAL AGENDA

### 2017-2019 Board of Governors Meeting

SUNDAY, APRIL 7, 2019

Crystal Gateway Marriott-Arlington, VA

8:30 - 10:45 am

Salon IV, Arlington Ballroom-First Level

Staff Liaison: Sylvia Bowen | [sbowen@nahro.org](mailto:sbowen@nahro.org)

<http://www.nahro.org/nahro-board-governors-members>

---

Saturday, April 6: 8 p.m.	Final Board Agenda w/Consent and Discussion Items posted on BOG webpage.
Sunday, April 7: Salon IV Arlington Ballroom 8:00 – 8:30 a.m.	Hard copy of final agenda available during continental breakfast.
8:30 – 11:30 a.m.	Board Meeting—Salon IV, Arlington Ballroom, 1 <sup>st</sup> Level

#### 8:30-8:45

**CALL TO ORDER**--President Carl S. Richie, Jr.

**ROLL CALL**—Sylvia Bowen

**WELCOME, INTRODUCTIONS, AND ACKNOWLEDGEMENT OF GUESTS/STAFF**—President Richie

**ASSOCIATES' COMMENT PERIOD** – 2 minutes per speaker

**APPROVAL OF THE MINUTES OF THE OCTOBER 26, 2018 BOARD OF GOVERNORS AND ANNUAL BUSINESS MEETING**

#### 8:45-8:50

##### **PRESENTATION OF CONSENT AGENDA**

President Richie will identify ALL items on the Consent Agenda. He will ask if any Board member wishes to move any items from the Consent Agenda to the Discussion Agenda, followed by motion to approve all items on the **Consent Agenda without discussion/comment**.

- Nominating & Election Committee: Amendments to the Guidelines for National Office Campaigns
- Amendments to the Louisiana Housing Council By-laws
- Amendments to the Pacific Northwest Regional Council By-Laws
- 2022 National Conference Site: San Diego, CA – Marriott Marquis

## 8:50-9:00

### PRESENTATION OF DISCUSSION AGENDA

*Chairs will present each item and the Board will vote on each separately.*

Recommendation: Housing America Net Proceeds

The B&A Committee recommends to the BOG that net proceeds of the events sponsored by Housing America go to Board-designated net assets. The B&A Committee will determine the use of accumulated funds for use in the future. Fred Banks seconded the recommendation. The recommendation was unanimously approved.

## 9:00-9:30

### REPORTS

- President
- Senior Vice President
- Chief Executive Officer

## 9:30-10:15

**STRATEGIC DISCUSSION:** *“Engaging in National Housing Conversation”*

## 10:15-10:30

BREAK

## 10:30-10:50 (3 minutes/speaker)

### BRIEF HIGHLIGHTS PRESENTED BY VICE PRESIDENTS OF STANDING COMMITTEES:

CR&D	Mark Thiele
Member Services	Andy Rodriguez
Housing	John Mahon
Professional Development	Marsha Parham-Green
IRGE	Saeed Hajarizadeh
Commissioners	Henrietta Snipes

## 10:50-11:20 (3 minutes/speaker)

### BRIEF HIGHLIGHTS PRESENTED BY CHAIRS OF NATIONAL COMMITTEES, TASK FORCES AND AD HOC GROUPS:

Budget and Administration	Steve Merritt, Acting Chair
Legislative Network	Mike Gerber
Housing America Task Force	Richard Herrington
Business Partners Council	Dionne Roberts
Strategic Planning Advisory Group	Jennifer Bergman
Diversity, Equity and Inclusion	Elizabeth Glenn
Board of Ethics & Credentialing Trustees	Carrie Blackburn Riley

Small Agency Task Force  
Housing & Development Law Institute\*

| Sharon Carlson  
| Vivian Bryant

**11:20 -11:30** (*1 minute/speaker*)

**BRIEF COMMENTS FROM REGIONAL PRESIDENTS** - (*items not covered in written reports that are posted on BOG webpage*)

**NEW BUSINESS**

**ADJOURNMENT**

Documents Posted [on BOG Webpage](#)

---

**NEXT MEETING:** In conjunction with the Summer Conference: July 11-13: Boston, MA

# CONSENT AGENDA

## Nominating and Election Committee

### AMENDMENTS TO THE GUIDELINES FOR NATIONAL OFFICE CAMPAIGNS

The [Guidelines for National Office Campaigns](#) (Guidelines) were first adopted and approved by the Board of Governors in 1989 and last amended in 2010. The Nominating & Election Committee (N&E) recommends amendments to: (a) address issues that were raised during the last campaign period; (b) provide clarity to existing language; (c) provide guidance on issues that are not currently addressed; and (d) to respond to a request from a campaign manager.

#### **Social Media**

Social media is not currently addressed in the existing Guidelines. The N&E recommends adding new content to the National Election Campaign Guidelines to address this issue.

## **II. E. Exposure of Candidates by national NAHRO**

### **4. Social Media— proposed new language:**

Candidates may use their own social media accounts (e.g., Twitter and Facebook) while campaigning for a NAHRO office. Candidates may not tag NAHRO on any social media accounts, including, but not limited to Twitter and Facebook at the point when they have formally declared their candidacy. NAHRO will provide information on the NAHRO website to inform members how to access candidates' social media sites. NAHRO staff shall refrain from campaigning for or showing preference to any candidate via social media at the point when the individual has formally declared his/her candidacy. NAHRO reserves the right to publish, broadcast, tweet, retweet or "like" news or material from or by its members, whether they are candidates or not. However, NAHRO will not mention or disseminate any material relating to a candidate's campaign or campaign proposals unless specifically approved under policies determined by the Nominating and Election Committee.

## **II F. Exposure of Candidates by Regions and Chapters/State Associations**

### **Existing language:**

If a Region, Chapter/State Association extends an invitation to a candidate for national president or senior vice president, it must also extend the same invitation to all other declared candidates for the same office. When candidates are invited to events, they shall be invited with equity in terms of role.

**Proposed additional language:**

If candidates are unable to attend events outside their region, their campaign representatives may distribute campaign literature and buttons or other paraphernalia on their behalf, provided all candidates for the same office were invited to the event.

**V. C. Election Results**

**Existing language:**

~~The tabulation of the election results shall include the number of ballots from each state that are cast for each candidate. This information will then be made available to the candidates or any other Associate upon request.~~

**Proposed new language:**

Results will be tabulated both nationally and for each state and will include: the total number of eligible voters, the number of votes cast for each candidate in each state for both paper and electronic ballots, and the total number of ballots cast. This information will be made available to the candidates and campaign managers, the members of the N&E and any other voter upon request.

**Proposed additional language**

If there is not more than one nominee for a position to be filled, the N&E shall certify to the Board of Governors at the annual meeting that such nominees have been duly elected to such positions.

*(The NAHRO Constitution states: "The Nominating and Election Committee shall certify the results of the election and shall carry out any recount directed by the Board of Governors in response to a majority of the members present at the time of the announcement of the election results.")*

**III. Finances**

**A. Limitation on Expenditures**

**Background**

The N&E received a request from a campaign to increase the spending limit by \$5,000. The current spending limit is \$15,000.

Spending limits previously approved by the Board as requested by the Election Committee:

1994: \$5,000

1999: \$8,000

2006: The NAHRO President appointed a special task force "to carefully examine and develop amendments to the Guidelines." The task force recommended sweeping changes, among which was to increase the spending limit to **\$15,000**, because of the

increase in the number of potential voters--from 8,800 to 19,000 (due to change in the association's membership structure in 2002, which permitted each agency to designate a specified number of associates, who were entitled to cast one vote).

**Existing language:**

"Expenditures by candidates for national office (President and Senior Vice President) shall be limited to \$15,000 from cash and in-kind sources..."

**Proposed language:**

"Expenditures by candidates for national office (President and Senior Vice President) shall be limited to \$20,000 from cash and in-kind sources..."

**Resolution: The N&E respectfully requests that the Board of Governors approve the above-mentioned amendments to the Guidelines for National Office Campaigns. These amendments shall become effective immediately.**

**Member Services Committee**

**Consent Agenda**

***The Louisiana Housing Council By-Law Changes***

The Louisiana Housing Council proposed the following additions and change to its By-Laws:

*Consistent Change Throughout the Document*

- Changed the title from Executive Committee to Board of Directors.

*Article IV -- Membership*

- Instead of just saying agency member, changed the language to active member agency individuals or firms.

*Article V – Officers*

- Clarified that the president shall appoint committee members, removed language pertaining to the Executive Secretary/Service Officer being the custodian of all funds, and defined when the Treasure is to submit a statement of the accounts to the Board.

*Article VI – Board of Directors*

- Clarified that special meetings can be schedule by electronic communication, limited proxy voting to once a year for each Vice Chair and changed the number of meetings a member can miss without an excused absence before being removed from the board.

*Article VII – Dues*

- Changed the language concerning when dues renewals are sent and how to handle delinquent dues.

#### *Article VII – Election of Officers*

- Changed language from agency member to member agency, changed the number and type of members on the nominating committee, and added a new section which clarified the process for the call for nominations, including when the nominations take place, who accepts the nominations, verifying who is eligible to vote and the voting process.

#### *Article IX – Committees*

- Changed the language from standing committees to standing committee members.

#### *Article XI – Amendments*

- Removed section 2 which talked about Region and BOG approval.

#### *Article XIII – Effective Date of By-Laws*

- Added information about the Regions and BOGs approval.

*Resolution:* The Member Services Committee moves the acceptance of the additions and changes to the Louisiana Housing Council By-Laws.

### ***The Pacific Northwest Regional Council (PNRC) By-Law Changes***

PNRC proposed the following additions and change to its By-Laws:

#### *Article III – Classes of Membership*

- General: Removed reference to geographical area, and language defining the specific types of members allowed so in the future if new member types are added, the by-laws wouldn't need changing.
- Section 2 Affiliate Members: Removed reference to geographical area, and changed MSC to BPC to match National NAHRO's terms.
- Section 3 Allied Member: Removed reference to geographical area.
- Section 7 Lifetime Membership: Changed language pertaining to who assigns lifetime members.

#### *Article IV – Executive Board*

- Section 1 Composition: Added state association to the make-up of the Executive Board.
- Added Section 8 Removal from office (originally Article IX): Defines when and how a person can be removed from the board.

#### *Article V – Officers*

- Section 2 President: Added duties to the president’s role concerning appointments
- Section 4 Vice President: Removed specific portfolio descriptions so in the future if new portfolios are added, the by-laws wouldn’t need to be changed.

#### *Article VI – Nominations*

- Removed Section 2 concerning what to do if no additional nominations are received.

#### *Article VI Meetings*

- Defined when a special meeting can be held.

#### *Article VIII – Committee*

- Section 1: Defined committees as those mirroring National NAHRO and removed actual committee names so in the future if new portfolios are added, the by-laws wouldn’t need to be changed.
- Section 5: Rename to Section 2 since Sections 2-5 were removed.
- Section 6: Rename to Section 3 since Sections 205 were removed.

#### *Article IX – Removal of Executive Board Members*

- Moved under Article IV.

#### *Article X – Amendment*

- Removed old language pertaining to when the by-laws could be amended.

**Resolution: The Member Services Committee moves the acceptance of the additions and changes to PNRC’s By-Laws.**

#### ***2022 National Conference***

Background: During a conference call held earlier in the Month of March, the conference department provided several sites for the Member Services Committee to consider for the 2022 National Conference. These included San Diego, Seattle and New Orleans. Seattle unfortunately did not have any dates available so that left the other two cities. Both San Diego and New Orleans offered dates in September and spaces where a convention center wasn’t needed.

The San Diego hotel was used for guest rooms during the 2007 conference. The space was recently renovated, near the hotel and marina, and within walking distance of restaurants, bars and shopping. The room rate offered was \$289, which is a good rate for San Diego, especially during the peak September month. The food and beverage package was manageable and inclusive of tax and gratuity, which is good.



The hotel in the New Orleans proposal was the one used in 2016. It also offered a competitive room rate of \$249, a manageable food and beverage package exclusive of tax and gratuity, and the site was ideal since it was close to several neighborhoods.

While both cities had great attendance in the past, offered a good layout, and good proposals, the staff recommend the committee select the San Diego proposal since their food and beverage package was inclusive of tax and gratuity, which would help the organization better manage expenses.

**Resolution: The Member Services Committee moves the acceptance of the conference department's recommendation to hold the 2022 Summer Conference in San Diego, CA at the Marriott Marquis San Diego Marina.**

Discussion