



2017-2019 Board of Governors Meeting

Final Agenda

Saturday, July 28, 2018, 9 A.M. to 12:30 P.M.

Yerba Buena Ballroom, Salon 7, Lower B2 Level

San Francisco Marriott Hotel

Staff Liaisons: Sylvia Bowen | sbowen@nahro.org

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

Friday, July 27 4:00-5:00 p.m.	Final Board Agenda w/Consent and Discussion Items available for Pick up: Conference Registration—Yerba Buena Grand Assembly, Lower B2 Level and Posted on BOG webpage.
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8:30 CONTINENTAL BREAKFAST

9:00-9:10 CALL TO ORDER--President Carl S. Richie, Jr.

ROLL CALL--La Tonya Rajah

WELCOME, INTRODUCTIONS, AND ACKNOWLEDGEMENT OF GUESTS AND STAFF
President Richie

ASSOCIATES' COMMENT PERIOD – 2 minutes per speaker

APPROVAL OF MINUTES OF THE APRIL 22, 2018 BOARD MEETING

9:10 – 9:15 PRESENTATION OF THE 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.**

CONSENT AGENDA

MEMBER SERVICES

MAHRA By-Laws

Background: MAHRA proposed additional changes to their by-laws. These included better identifying who an “active” member was, adding the ability to attend virtual meetings, changing the titles of some officers to reflect National NAHRO titles, allowing electronic voting, and updating voting procedures.

Resolution: The Member Services Committee moves the acceptance of the changes/additions to the MAHRA bylaws.

Kansas Chapter By-Laws

Background: The Kansas Chapter proposed additional changes to their by-laws. These included changes to the retention period of an active member who ceases to qualify for active membership, who is eligible to receive dues payments, when budget revisions may occur, who can fill vacancies, who can be an officer, changes to committee names to be more in-line with National, office terms for Vice-presidents, who can sign checks, the role of the service officer, renaming Regional Representatives to District Representatives, and updating the election process.

Resolution: The Member Services Committee moves the acceptance of the changes/additions to the Kansas Chapter bylaws.

Texas Chapter By-Laws

Background: The Texas Chapter proposed additional changes to the by-laws. These included the following:

- * Article III Membership: Affiliate members will have the same rights as Agency and Associate members
- * Article IV Board: Removing Executive from document to better distinguish between the Officers and Directors
- * Article IV Board; Composition: Removal of required membership with other chapters
- * Article IV Board; Section 5: Defining what is a majority
- * Article IV Board; Section 6: Decreasing the number of absences
- * Article V Officers; Section 6: Removal of language for the office of Treasurer
- * Article VI Nominations; Section 1: Empowering the President to replace members of the Nominating committee that have vacated
- * Article VI Nominations; Section 2: Electronic voting by membership for officer/directors
- * Article VIII Committees; Section 2: Removal of language
- * Article VIII Committees; Section 4: Removal of Service Officer responsibility for website
- * Article IX Amendments, Section 1: Eased Amendment process to allow vote by Agency Members only and to allow an electronic vote
- * Article X Effective Date; Section 1: Added additional language clarifying SWNAHRO and NAHRO role in affirmation of the bylaws compliance

Resolution: The Member Services Committee moves the acceptance of the changes/additions to the Texas Chapter bylaws.

9:15 - 10:00 PRESENTATION OF DISCUSSION AGENDA

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

DISCUSSION AGENDA

BUDGET AND ADMINISTRATION

2017 Audit Report and Letter (submitted with preliminary agenda)

Background: The B&A Committee had a thorough review and discussion of the FY2017 Audit report and letter as submitted by the auditing firm of Raffa. The audit resulted in a clean audit of NAHRO's combined financial statements and provided recommendations for accounting procedures going forward. The accounting department has already implemented appropriate policies to address these recommendations.

Resolution: The B&A Committee recommends that the BOG accept the 2017 audit report and letter, combined financial statements and management letters.

MEMBER SERVICES

Member Dues Increase

Background: In July of 2016, based on the dues discussion held at the Summer Conference and on the recommendation of then-President Steve Merritt, the Member Services committee resolved to review the NAHRO dues structure every two years starting with the 2018 Summer Conference. During the 2018 meeting, President Carl Richie along and CEO Adrienne Todman provided the committee with a few scenarios to consider:

- a 5% increase (\$1.48 per unit) or an 8% increase (\$1.52 per unit) in dues for housing agency and public agency (CD/redevelopment agencies) membership categories;
- 15% increase for affiliate members (For-Profit, Non-Profit and Manufacturers and Suppliers).

The last increases were:

1. housing agency - 2 1/2 years ago
2. public agency increase - 5 years ago and
3. affiliate members - 10 plus years ago.

A 5 to 8% increase would be nominal to most agencies:

1. between \$5 and \$8 for smaller agencies
2. and a few hundred for larger ones.

The increase would not affect the \$100 minimum or roughly 65 units for the smallest agencies, or the maximum of \$18,000 for the largest agencies.

The last increase helped add new benefits such as more no cost e-learning on hot policy topics, enhanced the ability to communicate more effectively with the media; added new trainings such as the Commissioners Guide to Monitoring & Oversight, and provided much needed IT investment. This increase will provide more investment into the organization to provide additional services. Finally, it was pointed out that our competitors raise their dues annually at approx. 3% per year.

Resolution: The Member Service Committee moves the acceptance of an 8% dues increase in 2019 for housing and public agencies and a 15% increase for affiliate members. The resolution passed by majority with one opposed.

BECT

Proposed By-laws Revisions

Background:

The BECT By-Laws were last revised in 2002. Proposed revisions address general administrative issues only.

Summary of Changes: Proposed revisions were presented with the Preliminary Board Agenda. The following revisions were made at the BECT onsite meeting, July 27.

Article V – Meetings

Scheduled in-person meetings do not require telephone or electronic connection to absent trustees in order to conduct business, as long as an in-person quorum is present. If possible to connect via telephone or electronically, absent Trustees, who provide notice of absence in advance, will be notified in advance of the meeting.

a) Regular meetings

- Regular meetings of the Trustees shall be held at a time and place established by the Trustees. To participate and vote, Trustees must be present in-person.

b) Special meetings

- Special meetings of the Trustees may be called by or at the request of the Chairperson, or at the request of one third of the members of the Trustees, and may be conducted in-person, via telephone or electronically, and all participants may vote.

Resolution: Amendment or repeal of By-Laws by more than a majority of sitting Trustees is required to submit to the NAHRO Board of Governors for approval. A majority of the BECT was present on July 27, 2018 and unanimously approved the revised By-Laws.

10:00 – 10:20

REPORTS

- President
- Senior Vice President

10:20 – 11:00 STRATEGIC DISCUSSION TOPICS:
Modernizing the Summer 2021 Conference and HUD’s Modification of ACC

11:00 – 11:20 BRIEF HIGHLIGHTS PRESENTED BY VICE PRESIDENTS OF STANDING COMMITTEES:
(3 minutes/speaker)

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

11:20 – 11:50 BRIEF HIGHLIGHTS: PRESENTED BY CHAIRS OF NATIONAL COMMITTEES, TASK FORCES AND AD HOC GROUPS: *(3 minutes/speaker)*

Budget and Administration	Clif Martin
Legislative Network	Mike Gerber
Housing America Task Force	Richard Herrington
Manufacturers and Suppliers Council	Dionne Roberts
Strategic Planning Advisory Group	Jennifer Bergman
Diversity, Equity and Inclusion	Elizabeth Glenn
Board of Ethics & Credentialing Trustees	Carrie Riley
Small Agency Task Force	Sharon Carlson
Housing & Development Law Institute	Vivian Bryant

11:50– 12:00 BRIEF COMMENTS FROM REGIONAL PRESIDENTS - *(items not covered in written reports, which are [posted on BOG webpage](#)) (1 minute/speaker)*

12:00 – 12:15 NEW BUSINESS

12:15– 12:30 EXECUTIVE SESSION – if required

ADJOURNMENT

***Next Meeting: Atlanta, GA
National Conference & Exhibition. October 25-27, 2018***