

**RESIDENTIAL REAL ESTATE COUNCIL
BOARD OF DIRECTORS MEETING
JULY 31, 2024**

MINUTES

Chairperson: Tricia Nekota, CRS

CEO: Jeff Hornberger, CAE

Attendance: List Attached

Following are the minutes of the Residential Real Estate Council Board of Directors Meeting held Wednesday, July 31, 2024, via Zoom.

CALL TO ORDER:

The meeting was called to order at 1:04 p.m. by the Chair, Tricia Nekota, CRS. The chair welcomed the Board to the meeting and introduced Parliamentarian, Jason Abellada PRP, to ensure that proper procedures are being followed as well as bylaws.

APPROVAL OF AGENDA:

The agenda of the meeting was approved by consensus.

APPROVAL OF MINUTES:

The minutes of the Board of Directors meeting held on Monday, May 6, 2024, at the Westin Washington, D.C. City Center were approved by consensus.

2025 LDC SLATE:

Chair Holli Woodward presented the names for the 2025/2026 LDC,

Action Motion:

It was **MOVED and CARRIED** to accept approved the Leadership Development Committee members as presented:

Kim Barnthouse, CRS (2026)

Alexis Bolin, CRS (2026)

Sandra Fernandez, CRS (2026)

Marta Paulson, CRS (2026)

EXTERNAL BOARD MEMBER:

LDC Chair Holli Woodward presented the external board member and background information to the board.

Action Motion:

It was **MOVED and DEFEATED** to move forward with the external board member chosen by the Leadership Development Committee.

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After further discussion the board took the following action:

It was **MOVED, SECONDED and CARRIED** to direct 2024 LDC to select a new outside board of director, after receipt of specific criteria given by the board of directors and with a new search firm identified. The board of directors will discuss and provide the criteria and finalize its decision via email.

Criteria for the external board member position and search firm criteria will be developed before the next search.

ELECTION GUIDELINES IMPLEMENTATION COMMITTEE RECOMMENDATIONS:

Typically, the board approves changes to the election and campaign guidelines from the Election Guidelines Implementation Committee not noted in the policy manual. The proposed addition to the policy will now include it.

Action Motion:

It was **MOVED, SECONDED and CARRIED** to approve the following addition to the Nominations and Elections policy manual.

- This committee will review policies annually and recommend changes for board approval.

The Board reviewed the Election Guidelines and Implementation Committee recommendations to be inserted into the Guidelines:

Action Motion:

It was **MOVED, SECONDED and CARRIED** to approve the recommendations for the Election Rules and Campaign Guidelines. (Attachment A)

STAFF RECOMMENDATION

This recommendation is to authorize staff to correct article and section designations, punctuation, naming, and cross-references and to make such other technical and conforming changes as may be necessary to reflect the intent of the Council in connection in these amendments or additions to the national bylaws and/or policy manual.

Action Motion:

It was **MOVED, SECONDED and CARRIED** to authorize staff to correct article and section designations, punctuation, naming, and cross-references and to make such other technical and conforming changes as may be necessary to reflect the intent of the Council in connection in these amendments or additions to the national bylaws and/or policy manual.

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PAG RECOMMENDATIONS

President Tricia Nekota commended the PAG for the work done so far and welcomed Sandy McRae, Governance PAG Chair. Since the Board of Directors' meeting in May, the PAG has convened for a total of eight hours across three additional meetings. These meetings were to finalize their recommendations in the research and development stage for nearly a year. The outcomes of these deliberations are encapsulated in the recommendations provided to the board, which are detailed in both the bylaws and policy manual documents.

PAG RECOMMENDATION

The PAG recommends revising the purpose and scope of Leadership Development Committee Policy and adding a Credentialing Committee.

Action Motion:

It was **MOVED, SECONDED and CARRIED** to rename the current Leadership Development Committee to the Credentialing Committee, and to revise its purpose and scope, as well as to add a Leadership Development and Training Committee. These changes are outlined in Attachments F & G and will take effect for the 2026 committees.

PAG RECOMMENDATION

The board was given background information on the history and timeline of volunteer opportunities and current list of volunteer opportunities. PAG Recommendation is to remove policy #308 - Divisions. After discussion, the board made the following motion:

Action Motion:

It was **MOVED, SECONDED and CARRIED** to remove policy #308 - Divisions from the policy manual. This policy explained the scope and purpose of the mastermind divisions.

This will sunset the mastermind divisions for 2025.

NEW COMMITTEE RECOMMENDATIONS

Discussions began on new committee recommendations proposed by the PAG. After some board discussion the following motion was made:

Action Motion:

It was **MOVED, SECONDED and TABLED** to approve the addition of a Global Real Estate Committee and Meeting and Events Committee.

Discussions on the remaining proposed PAG items will be postponed until the next board call.

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ADJOURNMENT:

The meeting was officially adjourned at 4:31 p.m.

**RESIDENTIAL REAL ESTATE COUNCIL
2024 BOARD OF DIRECTORS ATTENDANCE**

Name	JULY 31
Tricia Nekota, CRS	Present
Vivian Macias, CRS	Present
Teresa Pitt, CRS	Present
Holli Woodward, CRS	Present
Debra Beagle, CRS	Present
Ellis Gardner, CRS	Present
Mark Gordon, CRS	Present
Bryan Hughes	Present
Tonya Thomsen, CRS	Present

**RESIDENTIAL REAL ESTATE COUNCIL
2024 STAFF PRESENT**

Jeff Hornberger, Chief Executive Officer
Colleen McMahon, Chief Member & Volunteer Services Officer
Mel Burkholder-White, Vice President of Professional Development
Chere LaRose, Vice President, Marketing & Communications
Patricia Stodolny, Executive Assistant

Guests:

Sandy McRae, Chair of the Governance Presidential Advisory Council
Jason Abellada, Parliamentarian

RRC Election Rules and Campaign Guidelines

Candidate Qualifications

1. Required Qualifications: Apart from one outside director, all applicants for FVP or BOD must maintain active membership in the NATIONAL ASSOCIATION OF REALTORS®, hold Certified Residential Specialist (CRS) Designee status, and must be actively engaged in the daily practice of buying and selling residential real estate. Directors cannot be employees of the Council.
2. Preferred Qualification: Verification from your broker that you were in the top 25% of your market within the last 3-5 years.
3. Key Experiences may vary based on the need and composition of the Board: The ideal candidate for First Vice President or Board of Directors will have over ten years of experience as a real estate professional and at least five years as a CRS Designee. He or she should also have:
 - a. History of involvement with RRC on a local/state/national level;
 - b. Have attended at least one NAR annual meeting and one Sell-a-bration before the term of the office begins;
 - c. Experience serving on other boards outside the real estate profession;
 - d. Proven leadership experience (participation in leadership academies is a plus);
 - e. Business background;
 - f. Knowledge of human resources (e.g. the hiring and management of employees);
 - g. Experience building and leading a dynamic organization;
 - h. Demonstrated commitment to the role professional education plays in business success;
 - i. Strong communication skills, including interpersonal etiquette and body language;
 - j. Skill in finance and strategic planning;
 - k. Personal integrity and objectivity, including no conflicts of interest that would prevent him or her from discharging responsibilities;
 - l. Recommendation from State/Region RRC Network; and
 - m. Highly suggested that candidate be a RPAC Major Investor.

Application Process

1. The application process for all eligible members interested in serving in position of FVP or Board of Directors in the year that follows the campaign year opens each year in ~~September~~ ~~October~~ and stays open until mid-~~October~~ ~~November~~.
2. All applications will be submitted online. All supporting documents such as resume, five letters of references of which three will be from CRS Designees, affidavit verifying preferred level of transactions/volume, and legal audit will be submitted electronically as part of their online application.
3. If after the application process deadline, the LDC does not receive any application for the FVP or the Board of Directors, or no eligible members that applied meet the requirements, LDC will make the recommendation to the Board of Directors to open the application period for another 30 days.

Review Process

1. All candidates for the Board of Directors and FVP will be reviewed by the Leadership Development Committee.
2. All eligible candidates for the Board of Directors and FVP will be subject to financial and criminal background check. All eligible candidates for the FVP will be subject to the legal audit conducted

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- by a third party and presented to the Leadership Development Committee. Each applicant will be asked to sign a release of information form.
3. All applicants will have a phone interview with members of the Leadership Development Committee. The interview will be recorded for additional review by all members of the Leadership Development Committee.
 4. Based on the application review, reference check feedback, and phone interviews, Leadership Development Committee will select applicants that will move to the in-person interview (minimum of two candidates for FVP and minimum of two candidates for each open Board position).
 5. All applicants will be informed which candidates were selected to have in-person interview by the Leadership Development Committee Chair.
 6. The in-person interviews will be scheduled ~~prior during the annual governance meetings~~ ~~Sell-a-bration conference~~ held in ~~November~~ ~~February~~. Candidates attend at their own expense.

Campaign Guidelines

1. All candidates are expected to conduct themselves in an honest and ethical manner, with consideration for the rights and privileges of other candidates. The candidates are expected to avoid activities that would disrupt RRC classes and official governance meetings of the Council or any State/Region Networks or Networking Groups.
2. All candidate marketing should be compliant with the CAN-SPAM Act and TCPA (Telephone Compliance Protection Act) - includes the Do Not Call Registry and text messaging.
3. Negative or derogatory campaigning and/or comments are not allowed.
4. Candidates are responsible for developing their own contact list. Use of national, state/region or local membership list by any party other than the Council in connection with campaign activities of any nature (e.g. phone calls, emails, text messages, etc.) is strictly prohibited.
5. No one will be permitted to campaign during RRC classes and official governance meetings of the Council or any State/Regional Networks or Network Groups.
6. Candidates and supporters may organize and host their own meetings and events to promote their candidacy. **Candidates may hold campaign events, but these must take place outside the official venue of the RRC event and must not conflict with official programming.** Invitations and websites supporting the meeting or event should all clearly state who organized the meeting or event and include the following disclaimer: "Hosted and paid for by _____. This independent meeting or event is not officially authorized by the Residential Real Estate Council and its State/Regional Networks or Networking Groups."
7. Supporters of candidates are not allowed to make statements of support/endorsement when serving in an official capacity (see item #15) at any RRC national, state or local classes, meetings or events. Except a specially scheduled election forum requiring all candidates presented.
8. Candidates and their supporters may post supporting information on their personal campaign websites and social media sites (e.g. Facebook, Twitter, Instagram, websites, blogs, etc.). Posts, flyers, and websites should clearly indicate who provided the message and include the following disclaimer as part of its footer or within any graphics used: "This message or site is provided by _____. This message or the site is not officially authorized by the Residential Real Estate Council and its State/Regional Networks or Network Groups."
9. RRC Candidates and supporters cannot tag people to imply an endorsement in item #15

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10. All candidates will be asked to submit to the Council a most recent photograph and a biographical statement of not more than 350 words that summarizes their education, career accomplishments, leadership experiences, and awards and honors. The Council may publish this information in its electronic and/or print communication for membership to review.
11. Each candidate will be asked to prepare a short video statement of goals (not more than three minutes) that presents their views on the future of the profession and the direction of the Council. The Council will post these on its website for all membership to review.
12. Each candidate for First Vice President and the Board of Directors will ~~be asked to~~ introduce themselves and share their vision during the “Meet the Candidates” session held during Sell-a-braiton. ~~Member Update meeting in May.~~ Their presentation will be limited to three minutes.
13. Interactive Q & A session (approximately 20 minutes in duration total for First Vice President and 30 minutes for Board of Directors) will be facilitated by the Council President or a person he/she appoints in their stead. The session will be broadcast live on the Council website and Facebook and will be recorded.
14. ~~Candidates can post campaign materials, including flyers and banners, in a designated space. Campaign materials may not be distributed on seats during the event.~~
14. The Council will make use of its approved social media outlets to represent all candidates equally and in official order of the slate of candidates (alpha order).

Campaign Guidelines – Endorsements

15. RRC Board of Directors, RRC headquarters staff, Leadership Development Committee members, Regional Vice Presidents, Election Guidelines Implementation Committee members, **RRC Instructors**, RRC Representatives on NAR Committees, State Leadership Team (President, President-Elect/Vice President, Finance Leader, Education Leader, Membership Leader, Communication Leader and Immediate Past President) are not permitted to endorse or on social media “like” **campaign** posts for candidates.
16. ~~Instructors when serving in their official capacity are not permitted to endorse any candidates or use these titles in their endorsements, nor use official class lists.~~
17. State/Region Networks and/or Network Groups may not endorse or imply an endorsement or circulate campaign materials for individual candidates.
18. Candidates may obtain endorsements from other members excluding those stated above.

Campaign Guidelines – Financial Support

19. The Council will not provide any campaign funds to any candidates.
20. RRC State or Local Networks will not provide any campaign funds to any candidates

Campaign Guidelines - Enforcement

21. Each candidate will be provided a copy of the Election Rules and Campaign Guidelines as well as the Council’s Bylaws and will be required to abide by them.
22. Charges of violations of campaign rules must be filed in writing with the Chief Executive Officer by an active RRC member immediately. The Chief Executive Officer will report the charge to the Chair

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of the Election Committee. The Election Committee will respond promptly after the receipt of the complaint.

23. Any candidate who violates any provision of the campaign guidelines shall be subject to a disciplinary action as determined by the Election Committee. Discipline may include disqualification from the election with LDC approval.
24. Candidates who disagree with the ruling of the Election Committee can appeal by submitting an appeal in writing with appropriate documentation to the Board of Directors within two days of receiving the Election Committee response.
25. If the charges of violations are filed seven days or less before the election with the Chief Executive Officer, the Chief Executive Officer will report the charge to the Board of Directors immediately for consideration. The decision made by the Board of Directors will be final.

Voting Procedure

1. RRC headquarters will oversee the national elections and voting process in accordance with the Council bylaws.
2. The Council will notify general membership of the official slate of the candidates for the coming election through electronic communications and/or its publications.
3. The Council will announce and publish the official voting period.
4. The voting will be conducted electronically. Members will be sent an email with a link to candidate slate and online voting.
5. Votes shall be counted by a third-party provider and election results will be confidential. No one will be provided information regarding election results until the voting period has closed and the ballots have been counted.

Election Results

1. Upon conclusion of the voting period, the third-party provider shall deliver the election results to the Chief Executive Officer and the RRC President.
2. The RRC President will share the results with the Board of Directors. Upon review of the election procedure and election results, the Board of Directors will release the official general results. Upon request of the candidates, the voting results will be provided. The results will not be publicly published.
3. The Council will publish final election results on its website.
4. All candidates should be silent or supportive of election results.

Definitions

Applicant means eligible member who applied for Board of Directors or FVP position. Application means an online application supplied by RRC.

BOD means Board of Directors

Campaign(ing) means a systematic course of activities for a specific purpose of being elected to a position with the Residential Real Estate Council

Candidate means person who has applied and has been invited for in person interview or put on the ballot

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Council means Residential Real Estate Council

Endorsement means the act of giving one's public approval or support to someone. FVP means First Vice President. See bylaws for additional information.

LDC means Leadership Development Committee.

- LDC is responsible for determining selection criteria, vetting, credentials, and preparing a list of candidates to be put on the ballot of Board of Directors and FVP open positions.
- LDC is composed of the Immediate Past President serving as Chair, First Vice President and seven at large members that serve two-year staggered terms.

Network Group means a group of peers that connect and build affiliations in a convenient geographic area. It is organized and authorized under the State/Region RRC and coordinates activities through the State/Region Leadership team.

RRC means Residential Real Estate Council.

State/Regional Network means a community for CRS Designees and RRC members that coordinates local activities such as education programs, networking and mentoring, and public awareness. It is led by a volunteer leadership team.

Policy Manual Recommendation

Recommendation to revise purpose and scope of Leadership Development Committee #309 and #310. Note the changes to this committee name are reflected in the bylaws changes under 4.4 and 5.2.4.

Through extensive focus group sessions and drawing from the experience of committee members, it has become evident that there is a pressing need for enhanced leadership training and development for emerging leaders within the Council. In response, the PAG proposes a revision of the LDC's scope to establish a standing committee specifically dedicated to the training and development of both current and future leaders. This committee would be formally designated as the Leadership Development & Training Committee.

The current responsibilities of the LDC are anticipated to be reallocated to a newly proposed Credentialing Committee, a matter to be addressed in the subsequent recommendation. The mission of the Leadership Development and Training Committee would center on identifying, nurturing, and equipping future leaders of the RRC with the requisite skill sets and training.

This recommendation, along with the subsequent one, can be more easily understood when considered in terms of establishing a new committee and renaming an existing one. The Leadership Development and Training Committee would be a newly established standing committee focused on addressing leadership skills. Given its close resemblance in name to the current Leadership Development Committee, the latter would be renamed the Credentialing Committee.

The bylaw changes are reflected in the next recommendation from the PAG.

See Appendix [IV](#) and [V](#) for additional information.

Bylaw and Policy Manual Recommendation

Recommendation to add a Credentialing Committee. Note the changes to this committee name are reflected in the bylaws changes under 4.4 and 5.2.4.

Members of the PAG propose the establishment of a standing committee on Credentialing. This committee would assume many responsibilities currently held by the LDC, including the vetting and compilation of qualified candidates for open positions on the Board of Directors, outside Director, First Vice President, and RVPs. Additionally, the Credentialing Committee would be tasked with reviewing and defining qualifications and eligibility criteria for these roles.

Creating a separate committee dedicated to candidate review and vetting is considered judicious, as this function differs from the educational and developmental aspects of leadership training. While there may be some overlap in addressing the skills and requirements of open positions, the Credentialing Committee would focus on identifying specific skill sets required for each role and rigorously evaluating eligible candidates against these criteria.

See Appendix [IV](#) and [V](#) for additional information.

Current Bylaws Section 4.4 Nomination:

Candidates for election as Board of Directors shall be vetted by the Leadership Development Committee. The Leadership Development Committee shall prepare a list of two candidates for every at-large Board of Directors position available. Leadership Development Committee shall prepare a list of candidates to present to the Board of Directors for review with a membership vote scheduled in the Spring of each year. Candidate for election as outside Board of Director shall be nominated by the Leadership Development Committee and approved by the Board of Directors.

Redline changes given to members on June 25, 2024:

Candidates for election as Board of Directors shall be vetted by the ~~Leadership Development~~ Credentialing Committee. The ~~Leadership Development~~ [Credentialing](#) Committee shall prepare a list, [which consists](#) of [a minimum](#) two candidates for every at large Board of Directors position available. ~~Leadership Development~~ [The Credentialing](#) Committee shall ~~prepare~~ [present](#) a list of candidates to present to the Board of Directors for review with a membership vote scheduled in the Spring of each year. Candidate for election as outside Board of Director shall be nominated by the ~~Leadership Development~~ [Credentialing](#) Committee and approved by the Board of Directors.

Current Bylaws Section 5.2.4

The Immediate Past President shall serve as Chair of the Leadership Development Committee following the timeline per policy.

Redline changes given to members on June 25, 2024:

The Immediate Past President shall serve as Chair of the Credentialing ~~Leadership Development~~ Committee following the timeline per policy.