

BOARD OF DIRECTORS MEETING MINUTES FEBRUARY 27, 2018

CALL TO ORDER

President Mack Andrews called the meeting to order.

DETERMINATION OF A QUORUM & APPROVAL OF MINUTES

Ethan Collier - Vice President/Secretary

A roster of attendance denoting a quorum is attached to and made part of these minutes

- **A motion was made and properly seconded** to approve November 4, 2017 meeting minutes. **Motion Passed.**

VICE PRESIDENT/TREASURER REPORT

Jimmy Franks, Vice President/Treasurer

- **Review/Acceptance of 2017 Audit** – Ethan Collier reviewed the Audit, management recommendations and letter. **A motion was made and properly seconded** accept the 2017 audit. **Motion passed.**
- **Review of 1/31/18 YTD Financials - A motion was made and properly seconded** to approve the YTD financials. **Motion passed.**

NATIONAL REPORTS

- A. NAHB State Rep Report – Tim Neal
- B. BuildPac Report – Kevin Woodward
- C. Associate National Director Report – Carmen Ryan

COMMITTEE REPORTS

Committee Business –

- A. Government Affairs – Steve Hodgkins, Chair
The association is to take a stand in opposition to HB2637, a bill introduced by Representative Carter that addresses a sewer moratorium in Chattanooga.

Past President Keith Grant requested a motion of direction from the committee. **A motion was made and properly seconded** to authorize the Board to authorize the Senior Officers to negotiate a settlement with TDEC under terms that the Senior Officers believe will be advantageous to the Association and its fellow supporters. Once TDEC, the AGO's, and the Senior Officers come to a final settlement agreement, the Senior Officers must bring the final settlement before the HBAT Board for final approval before the President executes the final settlement agreement on behalf of the association. **Motion passed.**

- B. HIPAC Trustees – Kevin Woodward, Chair
12 Trustees were elected.
HIPAC Trustees will reach out to various sponsors to donate big ticket items to a Silent Auction to be held at the Fall Meeting. Vouchers will be used at the meeting, and product shipped to winning amount.
HIPAC Trustees will ask their local for a \$1,500 contribution to HIPAC.

- C. Membership/Local Leadership – Carmen Ryan, Chair
There were no motions
- D. EOC – Terry Greene
There were no motions
- E. TAC Leadership – John Whitaker, Chair
A motion was made and properly seconded to approve \$6,500 for 13 student scholarships. **Motion passed.**
\$791 was raised on the board floor.
- F. Associates Council – Peaches Searles, Chair
There were no motions. Staff was asked to research a 501 C3.
- G. Past Presidents – Dennis Epperson, Chair
James Reid was certified as a candidate for the position of HBAT Vice President/Secretary.

OLD BUSINESS

- No old business was brought forward.

NEW BUSINESS

- No new business was brought forward.

ADJOURNMENT – The meeting was properly adjourned.

Respectfully submitted by,

Susan Ritter,
Executive Vice President

BOARD OF DIRECTORS MINUTES NOVEMBER 4, 2017

CALL TO ORDER

President Dennis Epperson Called the Meeting to order.

INVOCATION/PLEDGE OF ALLEGIANCE

Blake Allison led the Pledge of Allegiance and gave the invocation

DETERMINATION OF A QUORUM & APPROVAL OF MINUTES

Jimmy Franks – Vice President/Secretary

A roster of attendance denoting a quorum is attached to and made part of these minutes.

- **A motion was made and properly seconded** to approve the June 28, 2017 meeting minutes. **Motion passed.**

VICE PRESIDENT/TREASURER REPORT

Mack Andrews, Vice President/Treasurer

- **A motion was made and properly seconded** to approve the year to date September 30, 2017 reconciled financials. **Motion passed.**
- **Approval of the 2018 Budget – A motion was made and properly seconded** to place \$6,000 be added back into the Senior Officer Travel Budget. The distribution would be \$2,000 added to President Travel and \$1,000 be added to the VP Secretary, VP Treasurer, Associate vice President and Immediate Past President. **Motion Passed.**
- **A motion was made and properly seconded** to designate the 2% premium for market and advertising coming to HBAT to be placed in a separate reserve account not to be used except if needed to supplement the Health Insurance Surplus until the member and 2nd mortgage debt is retired. **Motion passed.**
- **A motion was made and properly seconded** to give the Senior Officer the authority to restructure the mortgage and 2nd mortgage into one. The payment is not to exceed the current budgeted combined payments. **Motion passed.**
- **A motion was made and properly seconded** to approve the amended 2018 budget. **Motion passed.**

PRESIDENTS REPORT

- **A motion was made and properly seconded** to call one of the meeting lunches at every HBAT meeting, a Sponsor Luncheon and allow every sponsor a few minutes to update the group about their product or service. Also name every welcome reception the Sponsor Appreciation Event at every meeting. **Motion passed.**

- **A motion was made and properly seconded** to publish board attendance for the year on a master spread sheet to be distributed with the meeting minutes. **Motion passed.**
- **A motion was made and properly seconded** to adopt the 2018 Strategic Plan. **Motion passed.**

NAHB Chairman Elect Randy Noel provided NAHB updates

NATIONAL REPORTS

- NAHB Area 7 Chairman Report and State Rep Report – James Carbine
- BuildPac Report – Kevin Woodward
- Associate National Director Report – Carmen Ryan

COMMITTEE REPORTS

- Government Affairs – James Carbine, Chair
 - HBAT will work on the Exterior Design Elements legislation and to try to include some of the Franklin Tennessee proposed language and what we have heard from legislators last session to make a better bill.
 - HBAT will introduce amended legislation to the Bill Dunn bill that criminalizes fraudulent intent in residential construction.
 - **A motion was made and properly seconded** to approve the Government Affairs Report. **Motion passed.**
- HIPAC Trustees – Kevin Woodward, Chair
 - \$23,350 in campaign contributions were approved.
 - Kevin Woodward was elected as HIPAC Chair and Chris Mabee elected as Vice Chair.
- Membership/Local Leadership – Kevin Woodward, Chair
 - **A motion was made and properly seconded** to support the NAHB Dues Hub program for any local association that signs onto the program. **Motion passed.**
- EOC – Terry Greene
 - There were no motions
- Associate Leadership Committee - Carmen Ryan, Chair
 - B.J. Hanson, was elected as Secretary Treasurer on the TAC leadership ladder. at the Fall Meeting.
- Associates Council – John Whitaker, Chair
 - There were no motions
- Past Presidents – Jeff Burkhart, Chair
 - **A motion was made and properly seconded** to request the HBAT Board of Directors to send a resolution from HBAT in support of the NAHB Governance proposal. **Motion passed.**
 - **A motion was made and properly seconded** to make certain the election criteria for the positions of NAHB State Rep and Area Chairman include the requirement of having served as a State president and the criteria for the position of HBAT Area Vice President include the requirement of having served as local president. **Motion passed.**
 - The following elections were held

Office of the President (1 Year)	Mack Andrews
Office of the Vice President/Treasurer (1 Year)	Jimmy Franks
Office of the Immediate Past President (1 Year)	Dennis Epperson
Office of HBAT Vice President/Secretary (1 Year)	Ethan Collier
Office of Associate Vice President (1 Year)	Peaches Searles
Office of NAHB State Representative (1 st of 2 Year term)	James Carbine
NAHB National Director (1 year)	Mack Andrews
NAHB Alternate National Director (1 year)	Jimmy Franks
Office of HBAT Area Vice President (1 st year of a 2 year term)	
West Region	David Goodwin
Northeast Region	Tim Hicks
Southeast Region	Jay Bell
Middle Region	Duane Vanhook

OLD BUSINESS

- No old business was brought forward.

NEW BUSINESS

- Kevin Woodward was recognized as a new NAHB Life Director

ADJOURNMENT – Meeting was properly adjourned.

Respectfully Submitted by:

Susan G. Ritter,
Executive Vice President

BOARD OF DIRECTORS MINUTES JUNE 28, 2017

CALL TO ORDER

President Dennis Epperson Called the Meeting to order.

INVOCATION/PLEDGE OF ALLEGIANCE

Blake Epperson led the Pledge of Allegiance and gave the invocation

DETERMINATION OF A QUORUM & APPROVAL OF MINUTES

Jimmy Franks – Vice President/Secretary

A roster of attendance denoting a quorum is attached to and made part of these minutes.

- **A motion was made and properly seconded** to approve the February 27, 2017 meeting minutes. **Motion passed.**

VICE PRESIDENT/TREASURER REPORT

Mack Andrews, Vice President/Treasurer

- **A motion was made and properly seconded** to approve the year to date May 31, 2017 reconciled financials. **Motion passed.**
- **A motion was made and properly seconded** to that there will be no financial commitments for 2018 and beyond without approval from the Budget and Finance Committee other than for the President's Planning meeting and the three annual board meetings. **Motion passed.**

PRESIDENTS REPORT

- **A motion was made and properly seconded** to authorize Keith Grant to testify on behalf of the HBAT during the depositions for the Storm Water Appeal. We have been given specific topics for the association's representative to address and Keith is extremely familiar with the topics. **Motion passed.**
- **A motion was made and properly seconded** to move forward with the Health Insurance program, the feasibility study and raise the first \$25,000 via volunteers. **An amendment was made and properly seconded** to repay an additional \$250 for every \$1,000 committed. **Amendment passed. Motion passed.** For anything less than \$1,000, the repayment would be prorated. (\$500 would be an additional \$125)
- **A motion was made and properly seconded** to allow the Senior Officers to raise the money to fund the set-up costs and reserves for the health insurance program with zero financial exposure to HBAT funds. **Motion passed.**

1 Member committed \$500

14 Board Members committed \$1,000

5 Board Members committed \$2,500

For a total of \$27,000 for the feasibility study.

NATIONAL REPORTS

- A. NAHB State Rep Report – Tim Neal
- B. NAHB Area 7 Chairman Report – James Carbine
- C. BuildPac Report – Kevin Woodward
- D. Associate National Director Report – Carmen Ryan

COMMITTEE REPORTS

- A. Government Affairs – James Carbine, Chair
 - **A motion was made and properly seconded** to seek the Attorney General's opinion on whether or not cities or counties have the statutory authority to regulate exterior design standards and materials and the GA committee will revisit the issue at the next Meeting. **Motion passed.**
 - In relation to our participation in the adoption process of the electrical code, **a motion was made and properly seconded** to further our position and efforts to leave the new electrical code as is in regard to AFCIs – leaving AFCIs in bedrooms only. **Motion passed.**
 - In regard to the Dunn bill (HB 393), **A motion was made and properly seconded** for the Senior Officers to appoint 2 people from each grand division to study the bill and bring back recommendations on how to proceed. **Motion passed.**
- B. HIPAC Trustees – Kevin Woodward, Chair
 - A motion was passed to ask the Budget and Finance Committee and the Executive Committee to consider applying the \$43,000 HBAT annual rental income to HIPAC.
 - A motion was passed to make the HIPAC goal \$100,000 per year.
- C. Membership/Local Leadership – Kevin Woodward, Chair
 - A Motion was passed to keep the 2018 Summer Meeting at the beach. A motion was passed for the June 23 – 27, 2018 Summer Meeting to be held at the Henderson Beach Resort in Destin, FL. **Report was approved.**
- D. EOC – Terry Greene
 - There were no motions
- E. Associate Leadership Committee - Carmen Ryan, Chair
 - B.J. Hanson, was interviewed and certified for election as Secretary Treasurer on the TAC leadership ladder at the Fall Meeting.
 - The family of David Stauffer contributed \$2,500 to the David Stauffer Scholarship Fund
- F. Associates Council – John Whitaker, Chair
 - There was **a motion made and properly seconded** to authorize staff to put the HBAT logo on something like Café Press or some similar site, so members could order logowear. This would be at no expense to HBAT and a small amount of revenue would be received by HBAT. **Motion passed.**
- G. Past Presidents – Jeff Burkhart, Chair
 - David Parsons was nominated for induction into the Tennessee Building Industry Hall of Fame at the Annual Fall Meeting of the membership in November 2017.
 - The membership designation bylaws change was tabled until the Fall Meeting.

- The correct policy for motions and resolutions at the Board Meeting was read to the board because two issues were mishandled at previous meetings: Committee Action Policy as adopted by the HBAT Executive Committee on July 21, 2002:
“In an effort to improve the effectiveness and efficiency of the Board of Directors meetings, the Executive Committee will operate as a “clearing house” reviewing any committee business prior to the Board meetings. All committee chairs, both standing and appointed, will report to the Executive Committee any business each committee may have taken. The Executive Committee will then provide its recommendation to “move” said business by forwarding it to an additional committee for consideration or to the Board for action.
All business must be taken to a committee before presentation to the Board of Directors for a vote.”

OLD BUSINESS

- No old business was brought forward.

NEW BUSINESS

- Kevin Woodward was recognized as a new NAHB Life Director

ADJOURNMENT – Meeting was properly adjourned.

Respectfully Submitted by:

Susan G. Ritter,
Executive Vice President