

Minutes

Proofed by Annette Hill: January 21, 2019

Board of Directors Meeting
Property Records Industry Association
11 a.m., ET, Wednesday, January 16, 2019
Via Conference Call

Present for the call:

Larry	Burtness	President	No
Jerry	Lewallen	Vice President	Yes
Annette	Hill	Secretary	No
Zachary	Zaharek	Treasurer	Yes
Joyce	Mascena	At-large Director	Yes
Gerald	Smith	Director - Government	Yes
Diane	Swoboda Peterson	Director - Government	No
Chris	Walker	Director - Government	Yes
Elizabeth	Blosser	Director - Business	Yes
Charlie	Epperson	Director - Business	No
Jana	Miyasaki	Director - Business	Yes
Penny	Reed	Director - Business	No
Mark	Ladd	At-large Director	Yes
Richard	Bramhall	Advisory Council	No
Carol	Foglesong	Advisory Council	Yes
Steve	McDonald	Advisory Council	No
Marc	Aronson	Advisory Council	Yes
Kelly	Romeo	Advisory Council	No
Dan	Shmukler	Education	No
Dan	Crank	Education	No
Liz	Kelly	Membership	No
John	Murphy	Membership	No
David	Rooney	Standards/Practices	No
Nakia	McFarland	Standards/Practices	Yes
Tim	Nanney	Governance	Yes
Ryan	Crowley	Governance	No
Carolyn	Ableman	PREP Coordinator	Yes
Stevie	Kernick	Chief Staff Officer	Yes
Mallory	Robinson	Administrative Support	No

Call To Order

Vice President Jerry Lewallen, in lieu of President Larry Burtness, called the meeting to order at 11:03 a.m., ET, and declared a quorum present.

Report from the Nominating Committee

Lewallen, who also serves as chair of the Nominating Committee, presented the committee's recommendation on Burtness' continuation as president of the association in his new capacity as a retired member of PRIA. He said several committees and the officers have been assessing this situation with Burtness and his recent election loss and the Nominating Committee is recommending for a path forward.

Lewallen said the loss of the county election called into question Burtness' continued position on the board and as president. The Nominating Committee expressed a desire to allow Burtness to fulfill his term as president of the association although he is no longer employed by Washoe County, NV. Both the Bylaws Committee and Nominating Committee have reviewed this situation seeking a solution.

Burtness has signed up as a "retired member" and although the conditions for membership for a "retired member" do not allow for voting or holding office, the bylaws do allow the board to extend "certain rights and privileges" to associate members (retired member category) and this would open the door for Burtness to continue as president.

As of January 15, Burtness had accepted a position with a for-profit business that is not a member of PRIA, at this time.

Mark Ladd acknowledged that Burtness is a retired government member and will forever be a retired government member so this should allow him to continue through his current term, which expires at the 2019 Annual Conference in August.

Jana Miyasaki said she would like to see Burtness finish out his term; Joyce Mascena agreed. She said his government experience is recent so he remains industry-relevant.

Mascena moved and Zach Zaharek seconded a motion to approve the continuation of the presidential term of Larry Burtness through next election cycle in August 2019.

Approval of the Consent Agenda

Lewallen asked if there were any items to remove from the Consent Agenda. Stevie Kernick asked that the December 31, 2018, Balance Sheet be removed for further explanation.

On a motion by Ladd and a second by Elizabeth Blosser, the board approved the consent agenda as distributed, with the exception of the Balance Sheet.

December 31, 2018, Balance Sheet

Kernick explained that several PRIA CDARS investments were set to renew in December but because of vacations at Paragon Bank and in the IMI offices, the funds were not reinvested, thus the bank balance at Paragon Bank ballooned to \$405,541 at the end of December. In early January, this situation was rectified

and the appropriate funds were reinvested into CDARS and the bank balance at Paragon fell back under the FDIC insurance limits.

Education Committee Report

Kernick reported on behalf of the Education Committee Co-chairs, Dan Shmukler and Dan Crank. The Education Committee has generally focused efforts on building the webinar schedule for 2018-19 with a goal of 12 webinars during the membership year.

For calendar year 2018, more than approximately 600 people participated in PRIA's webinars. There are two webinars scheduled in January 2019, none in February and two in March.

The second initiative for the Education Committee is a short video targeting new recorders. A number of states held elections for recorders in November so there are newly elected recorders in those states that PRIA can help educate. A small taskforce is working on this effort.

Old Business

Website Redesign

Kernick said the website taskforce met on January 4 to review the site map outline presented by SVI. A number of changes were made and questions posed. The next step is for an even smaller group to do a page-by-page review of the website determining what information should migrate to the new site design and what information should be archived.

Retired Member Conference Registration Fee

Kernick reported that there are now four retired members of PRIA since introducing this new category in May 2018. She suggested the board consider a reduced registration fee for retired members who wish to attend the two annual conferences.

Marc Aronson agreed that there should be a special rate for retired members. Ladd said the institutional knowledge that a retired member can offer is important to the conferences. He suggested out-of-pocket expenses should be covered.

Carol Foglesong said that if a retired person has travel and lodging expenses, it would be helpful to have a break on the registration fees.

Lewallen suggested that since no one objects to the concept, a cost should be established. Kernick said the total per person cost for food & beverage is \$406, which is more than the current registration of \$395. A \$150 fee for a retired member was deemed reasonable for calendar year 2019. This cost will be reviewed annually.

Chris Walker observed that with the full cost of food and beverage at \$406, charging \$150 is not a good business decision for the long-term.

On a motion by Ladd and a second by Gerald Smith, the board approved a fee of \$150 for retired members for the 2019 conferences. Walker was the dissenting vote.

Contacts with Non-renewals

Kernick reported that information for contacting non-renewed 2018-19 members had been distributed to board members and some committee members.

Annual Review for 2017-18

Kernick reported that the Financial Oversight Committee had met to review the 2017-18 Annual Review. The committee found everything in order with the exception of Note 2 in the Notes to the Financial Statements section of the report.

The stated balance referred to as “uninsured” is not correct. The IMI accounting group brought this to the attention of the CPA and, according to the CPA, correcting this would mean restating both this year’s and the previous year’s reports. Kernick asked the board’s recommendation on accepting the report with notation or requesting revisions to the reports.

Ladd suggested that a note be included in the minutes about the error but to move forward with approval. The Financial Oversight Committee will draft correspondence to the CPA stating that Note 2 in the current 2018-19 report is incorrect and that PRIA expects this to be corrected for future Annual Reviews. The Annual Review can still be posted to the website, along with the letter from the Financial Oversight Committee.

On a motion by Ladd and a second by Smith, the board approved the 2017-18 Annual Report subject to inclusion of a clarification letter to be drafted by the Financial Oversight Committee.

New Business

eRecording Models Paper

Ladd referred to the Models of eRecording paper included in the board binder. The models became associated with PRIA because of the work that Carl Ernst did some years ago; however, the models have, over time, created confusion and misunderstanding resulting in a barrier for acceptance of electronic recording. The viable question is whether a county eRecords or not, rather than which model they use. The paper concludes that PRIA will no longer reference “models.”

On a motion by Mascena and a second by Ladd, the board approved posting the eRecording Models paper for 30-day comment.

ESRA Dues

Aronson submitted a report outlining PRIA’s relationship with ESRA. He suggested that this PRIA-ESRA relationship is an important connection and voice for PRIA to have.

ESRA is currently reorganizing to define a pathway into the future. Its original purpose was to gain adoption of eSignatures and other “e” efforts.

Aronson recommended renewal of dues for, at least, another year. Lewallen said that Aronson has been an ideal representative of PRIA to ESRA. The \$1,000 membership fee is include in the 2018-19 PRIA budget.

On motion by Walker and a second by Mascena, the board voted to approve the ESRA dues payment for 2019.

Winter Symposium 2021

The board considered hotels in both Phoenix and Tucson for the 2021 Winter Symposium. They looked at room rate, proximity to the airport and meeting space.

On a motion by Walker and a second by Miyasaki, the board approved Renaissance Downtown Phoenix as the first hotel choice and the Casino Del Sol in Tucson as the second choice.

Staff will follow-up with both of these properties.

In Kind Services

Kernick referenced the spreadsheet outlining the out-of-pocket costs to PRIA for the in-kind services provided by Carol Foglesong during calendar year 2018. Initially 129 in-kind hours were projected for 2018, but 135 hours were actually expended during the calendar year. The out-of-pocket cost to PRIA was less than projected.

Aronson said he works with Foglesong frequently on projects and she brings institutional knowledge to the work groups, which is invaluable to PRIA.

Kernick will update the projected costs for 2019 and send to the board for review and electronic approval.

Next Meeting

The next meeting of the Board of Directors will be Monday, February 25, 2019, 3-5 p.m., Greenville, SC.

Adjournment

The meeting adjourned at 12:25 p.m., ET.

Jerry Lewallen, vice president

Stevie Kernick, recording secretary