



2021

BOARD OF DIRECTORS

ELECTION

This is notification that applications for 2021 Officers and Directors for the Lake Havasu Association of REALTORS® are now being accepted at the Association office.

Directorship remains a vital function of any association, your participation is important. We encourage you to get involved in your Association!

The applications will also be posted on our website for your convenience as well as the job descriptions for each officer and director position and candidate criteria.

Applications accepted for the following positions:

- President Elect (1-Year Term / Automatically ascends into Presidency)
- Vice President (1-Year Term)
- Treasurer (1-Year Term)
- Director(s) (2-Year Term | **5 positions available**)

**Deadline to submit your application is
September 3, 2020 at 12:00 p.m.**

Voting opens September 11 at 8:00 a.m. and closes September 17 at 5:00 p.m. The election results will be announced at the Annual Membership meeting on September 18, 2021.



Treasurer's Descriptions

Term of office is December 1st of Elective Year to November 30th of the following year.

Function: Make recommendations concerning financial matters, general operations, policies and reports to the Directors on those matters and financial status of the Association.

Duties and Responsibilities: Within the limits of the Charter, Bylaws and Policies of the Association, the Treasurer has the authority, duties and responsibilities to:

1. Review and recommend the Annual Budget to the Board of Directors.
2. Serve as Chairman of the Finance and Annual Budget Committee.
3. Serve as a member of the Board of Directors.
4. Review monthly financial statements and report to the Board of Directors and members, highlighting current and prospective variances between approved budget and actual, and citing the reasons and authority for such variances.
5. Review the check register and *bank statements monthly*.
6. Serve as liaison between the Board of Directors and Executive Vice President on matters of general operations, facilities and programs.
7. Perform other duties as outlined in the Policies and Procedures or as assigned by the President.
8. Recognize Roberts Rules of Order as the authority governing all meetings of the Board of Directors.
9. Attend required functions of the Association:
 - General Membership Meetings
 - Directors' Meetings
 - Directors' Retreat
 - Installation Ceremony
 - Any other special events as may be determined by the President.
 - Support Association functions.
 - Host Association Wednesday morning marketing/ tour meetings at the request of the President-Elect for one month.
 - Administer the Affiliate Pin Drawing for one month.
 - Administer the REALTOR Pin Drawing for one month.
 - Any other special events as may be determined by the President.

DIRECTORS' PLEDGE

I will make every effort to attend every meeting. (*See Bylaw regarding attendance*)

I will schedule at least two (2) hours for every regular Board of Directors meeting.

I will arrive on time and not leave early.

I will have reviewed my Directors Packet and will bring it and my ideas/solutions to the meetings.

I will turn off my phone or pager during the meetings and not leave it on the table to vibrate.

Additionally, I will not speak or act for LHAR or the Board of Directors unless specifically authorized to do so. I will not present opinions about LHAR business unless those opinions are clearly expressed as personal opinions, not necessarily the views of LHAR.

LAKE HAVASU ASSOCIATION OF REALTORS®

Application for 2021 Elected Officers and Directors Consent to Serve & Directors Pledge

CANDIDATE FOR THE OFFICE OF: *(check one)*

- President Elect *(1-year term)* Vice President *(1-year term)* Treasurer *(1-year term)*
 Director *(2-year term)*

Name: _____

Firm: _____

Personal Email Address: _____
(Not shared, emails may contain confidential & privileged information intended only for the recipient.)

Business Address: _____

Business Phone: _____ Cell: _____ Fax: _____

CRITERIA - LHAR Officer/Director:

The following are the minimum criteria, per the Lake Havasu Association of REALTORS® Bylaws, which must be met to qualify as a candidate for the above listed offices.

- A. REALTOR® voting member in good standing (Per Article VI, Section 6.)
- B. Knowledge of the Lake Havasu Association of REALTORS® Vision and Strategic Plan objectives. (Attached)
- C. President Elect: Served at least one (1) year on the Board of Directors in the last five (5) years.
Position held: _____ Year(s) _____
- D. Treasurer: Served on the Finance Committee attending a minimum of three (3) finance committee meetings within the past two (2) years or served on the Board of Directors at least one (1) year in the past five (5) years.
Position held: _____ Year(s) _____
- E. Vice President: Served at least one (1) year on the Board of Directors in the last five (5) years.
- F. Director: REALTOR® nominee must have been a member of the Lake Havasu Association of REALTORS® for two (2) years.

My signature below acknowledges that ***I will attend a 2-day Directors' Leadership Retreat*** on September 28-29, 2020 at the Tropicana Resort & Casino, Laughlin, NV., and that I have read and understand the Vision and Strategic Plan. I am aware of the responsibilities, cost, and time requirements to serve the office for which I apply. I certify that the foregoing information is accurate.

Applicant's Signature: _____

DEADLINE FOR APPLICATIONS: Thursday, September 3, 2020 @ 12:00 P.M.

CREDENTIAL COMMITTEE USE ONLY

The above applicant meets the minimum requirements as stated in the Lake Havasu Association of REALTORS® Bylaws to be a candidate for the office indicated above. Yes No

If no, reason _____

Chairman, Credentials Committee

Date

CONSENT TO SERVE

I agree to serve on the Board of Directors for the Lake Havasu Association of REALTORS® (LHAR) and I acknowledge and accept my fiduciary obligation to act in the best interest of the organization as follows:

1. Duty of Care: I will use the care that a reasonably prudent person would exercise in a like position and under similar circumstances. This means that I agree to attend meeting, ask questions to gain the information I reasonably need to make a decision and exercise independent judgment.
2. Duty of Loyalty: I will advance the best interests and well-being of LHAR above any individual interests, and I will refrain from using my position of trust to further my own interests in a way that conflicts with the interests of LHAR.
3. Duty of Obedience: I will accept, support and implement Board of Directors decisions, even if I voted against them. I will follow the Bylaws and Policies and Procedures of LHAR and comply with all state and federal laws relating to LHAR's activities.
4. Duty of Confidentiality: I will not discuss matters deemed confidential by the Board of Directors outside of board meetings without the express advance permission of the LHAR President.

DIRECTORS PLEDGE

I will make every effort to attend every meeting. *(See Bylaw regarding attendance)*

I will schedule at least two (2) hours for every regular Board of Directors meeting.

I will arrive on time and not leave early.

I will have reviewed my Directors Packet and will bring it and my ideas/solutions to the meetings.

I will turn off my phone or pager during the meetings and not leave it on the table to vibrate.

Additionally, I will not speak or act for LHAR or the Board of Directors unless specifically authorized to do so. I will not present opinions about LHAR business unless those opinions are clearly expressed as personal opinions not necessarily the views of LHAR.

My signature below acknowledges that I have read and agree to be bound by the terms of the Consent to Serve and Directors' Pledge.

Applicant's Signature: _____

BYLAWS

LAKE HAVASU ASSOCIATION OF REALTORS®

Article XII - MEETINGS

Section 1. Annual Meetings. The annual meeting and the election of officers/directors of the Association shall be held during September of each year. The date, place and hours to be designated by the Board of Directors.

Section 2. Meetings of Directors. The Board of Directors shall designate a regular time and place of meetings. Absence from three regular meetings within twelve (12) month term shall be construed as resignation, unless such absence is in the opinion of the remaining Directors, due to extenuating circumstances. In such a case, the Directors may excuse the absence by majority vote at any regular or special meeting. Regular meetings include annual retreat and any AAR meetings where travel is funded. (Rev 02/21/14)

This paragraph doesn't include non-elected State or National directors.

Section 3. Other Meetings. Meetings of the members may be held at such other times as the president or Board of Directors may determine, or upon written request of at least ten percent of the members eligible to vote.

Section 4. Notice of Meetings. Written notice shall be given to every member entitled to participate in any meeting at least one (1) week preceding all meetings. If a special meeting is called it shall be accompanied by a statement of the purpose of the meeting. Notice to the designated REALTOR®'s office will be considered notice to all REALTORS® with that office.

Section 5. Quorum.

A quorum for the transaction of business at any properly noticed committee or general membership meeting shall consist of those members present and eligible to vote.

A quorum at the directors meeting will be a majority of all directors and officers.

Section 6. Electronic Transaction of Business. To the fullest extent permitted by law, the Board of Directors or membership may conduct business by electronic means.

Section 7. Action without Meeting. Unless specifically prohibited by the Articles of incorporation, any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all of the directors. The consent shall be evidenced by one or more written approvals, each of which sets forth the action taken and bears the signature of one or more directors. All the approvals evidencing the consent shall be delivered to the chief staff executive to be filed in the corporate records. The action taken shall be effective when all the directors have approved the consent unless the consent specifies a different effective date.

LAKE HAVASU ASSOCIATION OF REALTORS®

Board of Directors

(LHAR meeting dates subject to change & Board of Directors approval)

LHAR / AAR / NAR MEETING CALENDAR September 2020-December 2021

September 2020

- 15 Executive Committee*
- 15 Board of Directors Meeting**
- 18 Annual Membership Meeting -Election Results*
- 28-29 LHAR Leadership Retreat
- 29 Board Meeting (Tentative/following Retreat)

October 2020

- 20 Executive Committee*
- 20 Board of Directors Meeting**
- TBD AAR Leadership Conference*

November 2020

- 11-16 NAR Conference & Expo-New Orleans*
- 17 Executive Committee*
- 17 Board of Directors Meeting**
- 20 Installation of 2021 Officers/Directors**

December 2020

- 15 Executive Committee*
- 15 2020 Board of Directors**

January 2021

- 19 Executive Committee*
- 19 Board of Directors Meeting**
- 22 General Membership Meeting*

February 2021

- 16 Executive Committee*
- 16 Board of Directors Meeting**

March 2021

- 16 Executive Committee*
- 16 Board of Directors Meeting**
- 19 General Membership Meeting*
- 19-22 NAR-A.E. Institute/ Houston TX
- TBD AAR Spring Conference*

April 2021

- 20 Executive Committee*
- 20 Board of Directors Meeting**

May 2021

- 18 Executive Meeting*
- 18 Board of Directors Meeting**
- 10-15 NAR Midyear Conf, Washington DC*
- 21 General Membership Meeting*

June 2021

- 15 Executive Committee*
- 15 Board of Directors Meeting**

July 2021

- 20 Executive Committee*
- 20 Board of Directors Meeting**
- 23 General Membership Meeting*

August 2021

- 17 Executive Committee*
- 17 Board of Directors Meeting**
- 23-24 NAR Leadership Summit, Chicago*

September 2021

- 21 Executive Committee*
- 21 Board of Directors Meeting**
- 24 Annual Membership Meeting -Election Results*
- 28-29 LHAR Leadership Retreat / 24-Board Meeting**(Tentative)

October 2021

- 19 Executive Committee*
- 19 Board of Directors Meeting**
- TBD AAR Leadership Conference*

November 2021

- 16 Executive Committee*
- 16 Board of Directors Meeting**
- 10-15 NAR Annual San Diego, CA
- 19 Installation of 2020 Officers/Directors**

December 2021

- 21 Executive Committee*
- 21 2020 Board of Directors**

* Officers only

** All Board Members

PE=LTA TBD - President Elect Only

T=Tentative



REVIEW ONLY

FIDUCIARY RESPONSIBILITY AND CONFLICT OF INTEREST POLICY

Policy on Conflicts of Interest, Confidentiality, Corporate Opportunity, Acceptance of Gifts, Gratuities and Entertainment

CONFLICT OF INTEREST POLICY

Service as an officer, director or volunteer committee member (each, collectively, a “Leader”) for the Lake Havasu Association of REALTORS® and any of its affiliated entities¹ (COLLECTIVELY, “Association”) gives rise to certain ethical and legal obligations to the Association. One such obligation is the fiduciary duty which is owed to the Association by the Leader. This fiduciary duty requires the exercise of reasonable care in performing functions for the Association, exhibiting honesty and good faith and includes the responsibilities of both care and loyalty to the Association. The duties of good faith and loyalty require Leaders to avoid Conflicts of Interest (defined below) and to safeguard the Association’s best interests, not those of the Leader.

A Conflict of Interest may exist when the Leader participates in the decision-making process on an issue for the Association while, concurrently, having other business, professional or personal interests that could tend the Leader toward bias or predisposition on the issue. The fiduciary duty of a Leader also requires the Leader to avoid the appropriation of programs and activities, particularly business prospects that properly belong to the Association. Leaders must also maintain the confidentiality of Association information. These obligations run from the Leader to the Association as a whole.

Even where the Leader might be appointed or elected regionally or by virtue of the Leader’s professional position within a particular company or practice areas, the primary obligations of the Leader are to the Association as an organization, not to the Leader’s constituency. The following policies apply to all Leaders of the Association.

Subject to Arizona law, the Association’s Bylaws, and stated Policies and Procedures, a volunteer member of the Board of Directors of the Association, including newly elected or appointed Directors, shall not engage in any activity, employment or enterprise which the Board of Directors of the Association deems to be inconsistent, incompatible, inimical, or in conflict with the Board of Directors member’s duties to the Association and its members or the protected interests of the Association or its members. Included among, but not limited to, the activities which are prohibited are the following:

A Leader will be considered to have a Conflict of Interest whenever the Leader:

- 1.** is a principal, partner, officer, director, member, manager, agent, associate, trustee, personal representative, receiver, guardian, custodian, conservator, consultant to, legal representative or owner of, any interest in a business (“the Business”) providing products or services to, or competing with, the Association;
- 2.** is a principal, partner, officer, director, member, manager, agent, associate, trustee, personal representative, receiver, guardian, custodian, conservator, consultant to, legal representative or owner of, any interest in the Business being considered as a provider of products or services to,

¹ For purposes of this Conflict of Interest Policy, “Association” shall be deemed to include any and all entities affiliated with the Lake Havasu Association of REALTORS® including, but not limited to the Havasu REALTORS® Charitable Assistance Foundation.

3. holds any other unique and/or substantial interest in the Business, financial, material or otherwise, such as a personal, employer-employee, competitor, contractor-contractee, shareholder or governance relationship with the Business.
4. holds any Familial Interest in the Business with “Familial Interest” being defined as an interest held by a spouse, domestic partner, parent, child, spouse of a child, brother, sister, spouse of a brother or sister, cousin, spousal cousin or other family member.

Conflict of Interest Procedures

Association Leaders with actual or potential Conflicts of Interest must immediately disclose all facts material to the actual or potential Conflict of Interest at the outset of any discussions by the Association pertaining to the Business. The Leader shall immediately refrain from any action that may affect the Association’s decision to participate with the Business.

Such Leaders shall be excused from such discussions unless otherwise requested by the Board of Directors and shall respond to all questions asked of them. They shall not participate in or be permitted to hear the discussion of the matter except to disclose all facts and respond to questions. Such Leaders shall not attempt to exert any personal influence with respect to the matter, either in or outside of the meeting.

Furthermore, no Leader with a Conflict of Interest may vote on any matter in which the Leader has a Conflict of Interest and will not be permitted to be present in the meeting room when any vote is taken on the matter. Minutes of meetings shall reflect that any such disclosure was made, shall contain the facts material to the Conflict of Interest, that the Leader was excused from the discussion of the matter and that the Leader did not vote on the matter.

In the event, it is not entirely clear that a Conflict of Interest exists, the Leader with the potential Conflict of Interest shall disclose the circumstances at the onset of any discussion and the decision-making body will determine whether there exists a Conflict of Interest that is subject to this Policy.

Corporate Opportunities Policy

Any Leader who learns of a business opening, investment, opportunity, project or program that may be of beneficial interest to the Association may not pursue that opportunity outside of the Association without first offering it to the Association. Only if the Association decides not to proceed independently (i.e., abandons such corporate opportunity) may the Leader proceed independently of the Association.

NOTE: No Leader is prohibited from engaging in conduct in the same general line of commerce as the Association, but the Leader must conduct such Leader’s own activities in good faith and without injury to the Association. For example², assume that the Leader’s service on a committee entails development of an educational course to be delivered to the Association members. It would be a violation of this Policy to take the work of the committee and use it to create an educational course for the Leader’s personal or familial financial gain. Further, and in this regard, the Leader does hereby assign to the Association all right, title and interest in and to any and all information or material developed, conceived or created relating all Association projects, including all copyrights and other proprietary interests.

Confidentiality Policy

A Leader must (a) maintain in confidence and not disclose or cause to be disclosed to anyone, other than the Association, any information determined as confidential with such determination of confidentiality being determined at the Association’s sole discretion; (b) keep any materials containing confidential information in a safe and secure place to protect against inadvertent disclosure; and (d) preserve confidential information indefinitely, even after expiration of the Leader’s service. Upon expiration of the Leader’s service, the Leader must promptly return to the Association, upon request, any materials containing confidential information sent to or acquired by the Leader relating to the Leader’s work for the Association. For example, assume that the executive committee, during its search for a CEO, designates the deliberations as “confidential” to preserve the

² Any examples given within these various policies are for illustrative purposes only and are not exclusive in nature.

integrity of the search. It would be a violation of this Policy for the Leader to disclose such deliberations to anyone outside the committee except as may be required to conduct the committee's business or as required by law.

Gifts, gratuities and Entertainment Policy

No Leader may accept gifts, entertainment or other favors from any individual, entity or organization that does or is seeking to do business with the Association, or one that has received, is receiving or is seeking to receive or secure, a financial commitment from the Association or under any circumstance where it might be inferred that such action was intended to influence the Leader in the performance of the Leader's duties. This does not, however, preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value that are not related to any particular transaction or activity of the Association.

Review of Policy

Each Leader shall be required to review a copy of this Policy and to acknowledge in writing that he or she has done so.

Each Leader shall annually complete a disclosure form identifying any relationships, positions or circumstances in which the Leader is involved that the Leader believes could contribute to a Conflict of Interest arising. Such relationships, positions or circumstances might include service as a director of or consultant to a competing business, or ownership of a business that might provide goods or services to the Association.

This Policy shall be reviewed annually by the Board of Directors of the Association. Any changes to the Policy shall be communicated immediately to all Leaders.

ACKNOWLEDGMENT

By signing below, I hereby acknowledge that I have read the above policy and understand that as a volunteer Director of the Lake Havasu Association of REALTORS®, I have a duty of loyalty to the Association and its members to maintain confidentiality of Association, Board of Directors, committee and member information and to avoid any conduct that is or appears to create a conflict of interest between me, the Association, the Board of Directors, committees and/or members, and that a breach of this Policy may be a violation of my fiduciary duty and may expose me to removal from the Board of Directors and/or committee(s) on which I serve, disciplinary action, and/or damages. I further acknowledge that I have read and understand the above policy and agree to be bound by it.

Signature

Review Only

Date

Name Printed

LAKE HAVASU ASSOCIATION OF REALTORS®

Fiduciary Responsibility and Conflict of Interest Information Form

Name: _____ Date: _____

Please describe below any relationship, position or circumstances in which you are involved that you believe could contribute to a Conflict of Interest (as defined in the Association's Conflict of Interest Policy) arising. If none, indicate as "not applicable."

Committee(s) I am serving on in 2021:

check all that apply

- ___ Affiliate Committee
- ___ Brokers' Council
- ___ Finance Committee
- ___ Governmental Affairs Committee
- ___ Public Relations/Community Relations
- ___ Professional & Business Development
- ___ Property Management Special Committee
- ___ RAPAC
- ___ Technology Committee
- ___ Task Force: _____

I hereby certify that the information set forth above is true and complete to the best of my knowledge. I have reviewed and agree to abide by this Policy on Conflict of Interest. I have also read, understand, and agree with the terms of any job description applicable to my position as a Leader, including all meeting attendance policies and rules.

Signature: *Review Only* Date: _____