



11830 Nicholas Street | Omaha, Nebraska 68154 | 402-619-5555 | www.GPRMLS.com

**GREAT PLAINS REGIONAL MLS, LLC
BOARD OF DIRECTORS
MINUTES**

1:30 p.m.

Tuesday, September 19, 2018

Quarry Oaks

The meeting was called to order by Andy Alloway, Co-Chair of Regional MLS Task Force.

Present:

Andy Alloway, Cat 1 Director
Gregg Mitchell, Cat 3 Director
Henry Kammandel, Cat 1 Director
Jack Gregg, Cat 2 (MMLS)
Jennifer Bixby, Cat 2 (GPRMLS)
Josh Sand, Cat 2 (MMLS)

Shannon Harner, Cat 1 Director
Susan Clark, Cat 2 (GPRMLS)
Kyle Fischer, EVP (MMLS)
Doug Rotthaus, CEO (GPRMLS)
Denise Mecseji, MLS Manager (GPRMLS)

Absent:

Vince Leisey, Cat 1 Director
Shawn Maloy, Cat 2 (GPRMLS) Director

Larry Holmes, Cat 2 (MMLS)
Mike Riedmann, Cat 1 Director

It was moved, seconded and carried to approve the agenda for the meeting.

It was moved, seconded and carried to approve in lieu of minutes, a summary of actions taken by the Directors with unanimous consent, prior to this meeting.

It was moved, seconded, and carried to elect Andy Alloway, Chair; Shannon Harner, Vice Chair; and Jack Gregg, Secretary for the balance of 2018 and 2019.

Black Knight's data conversion time line was reviewed and discussed.

It was moved, seconded, and carried to accept the Initial MLS Certification for voting purposes, as presented.

Category 1 Directors were reminded of their ability under the LLC Operating Agreement to appoint an Alternate Director to serve in their place when unable to attend. All appointed Alternates will be added to the mail distribution list for all Board notices, such as Agenda, Minutes, or special notices.



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It was moved, seconded, and carried to approve fees and subscription charges as follows:

- New firm fee \$ 300
- New branch office \$ 0
- New agent fee \$ 0
- Agent reinstatement fee \$ 180 (within 36 months)
- Monthly Broker-Participant Fee \$ 71
- Monthly Agent-Subscriber Fee \$ 30

It was moved, seconded, and carried to approve the 2019 budget as amended to reflect the adopted fee structure.

An update from the Regional MLS Rules Workgroup was given and the unresolved items from those meetings were discussed.

Adding listings to the MLS for comps once they close that are not subject to a listing agreement or compensation agreement was discussed.

It was moved, seconded, and carried to adopt Rule 2.3.4 as amended, to reconcile the differences in procedures related to comparable-only listing information being entered in the MLS:

- **2.3.4** Participant of a Buyer's Agent representing the buyer of a property not listed with any Participant may process property data and selling information, for statistical purposes as otherwise provided, after closing of the transaction with written consent of the buyer.

Discussion regarding Listings that are under contract but remaining on the market at the instruction of a seller, was discussed. It was the consensus of the group that a rule should be adopted. Discussion was postponed for directors to consider different scenarios and timeframes, and the requirements regarding Public Remarks, and to have a legal review of a NAR Policy for both the seller and buyer to grant permission for a listing to remain on the market while under contract.

It was moved, seconded, and carried to approve a 'NO SHOW' Rule as follows:

- NO SHOW Listings: Listings not available for showing within 7 calendar days of the list date when input in the MLS system shall be entered with the "Active, No Show" status. Active listings, which become unavailable for showing for a period that extends beyond 7 days must be updated to the "Active, No Show" status. Showing information for listings not immediately available for showing but available within 7 calendar days of the list date must be disclosed in Public and Agent Remarks.

MLS Rules Regarding use of Lock Keys was discussed. Further discussion was postponed pending ongoing discussion by the GPRMLS Inc Board of Directors.



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A requirement that the Seller Property Condition Disclosure and any Lead Paint Based Disclosure be uploaded to the MLS system at the time of listing was reviewed. Discussion was postponed until the next meeting.

The creation of a regional MLS Users Group was discussed. Further discussion was postponed pending ongoing discussion by the MMLS Board of Directors.

Managers reports included an update on the system for processing monthly subscriber payments and the re-authorization by each User. An update was also given regarding Regional MLS discussions with the Tri-County Board of REALTORS®, the Southwest Iowa Association of REALTORS®, and the Grand Island Board of REALTORS®.

It was a consensus of the Board to continue with plans for the new Lincoln MLS Administrator, the Omaha Area Administrator and Operations Manager to all attend the Black Knight/Paragon Train-the-Trainer session in October even though it conflicts with the next LLC Board meeting.

There being no further business, the next meeting was scheduled for Tuesday, October 23, 2018 at 1:30 p.m. at Quarry Oaks.

**GREAT PLAINS REGIONAL MLS, LLC
BUDGET 2019**

Approved 9/19/2018

	19
	11 MO. BUDGET
CASH RECEIPTS:	
Monthly Subscriber Fees (3480 x \$30 x 11)	1,148,400.00
Monthly Participant Fees (350 x \$71 x 11)	273,350.00
New Firm Fees (20 x \$300)	6,000.00
Reinstatement Fees (10 x \$180)	1,800.00
Vendor Access Fees (85 x 30 x 11)	28,050.00
Fines, Other Charges	4,000.00
Interest Income	2,000.00
Miscellaneous Income	100.00
TOTAL CASH RECEIPTS	1,463,700.00
DIRECT DISBURSEMENTS:	
General Administration (2 x \$5,000 x 11)	110,000.00
Vendor: Black Knight (2970 x \$8.32 x 11)+(860 x \$8.32 x 5)	308,000.00
Vendor: National Broker Portal (3830 x \$0.70 x 12)	29,500.00
Professional Development (MLS Staff)	24,900.00
Banking Fees	28,000.00
Accounting and Legal	18,000.00
Meetings Expense	3,000.00
Miscellaneous Expense	1,000.00
TOTAL DISBURSEMENTS	522,400.00
NET INCOME (LOSS)	941,300.00
MMLS Economic Interest	26.37%
Net income to MMLS	248,220.81
General Admin	55,000.00
MMLS Net Revenue	303,220.81
GPRMLSinc Economic Interest	73.63%
Net income to GPRMLSinc	693,079.19
General Admin	55,000.00
GPRMLSinc Net Revenue	748,079.19



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**GREAT PLAINS REGIONAL MLS, LLC
BOARD OF DIRECTORS
MINUTES**

1:30 p.m.

Tuesday, October 23, 2018

Quarry Oaks

The meeting was called to order by Andy Alloway, Chair.

Present:

Andy Alloway (Category 1), Chair
Jack Gregg (Category 2), Secretary-Treasurer
Jennifer Bixby (Category 2)
Susan Clark (Category 2)
Herb Freeman (*Alt. Category 1)
Larry Holmes (Category 2)
Julie Joeckel (**Alt. Category 1)

Henry Kammandel (Category 1)
Shawn Maloy (Category 2)
Gregg Mitchell (Category 3)
Josh Sand (Category 2)
Kyle Fischer (Manager)
Denise Mecseji (Staff)
Doug Rotthaus (Manager)

Absent:

**Shannon Harner (Category 1), Vice-Chair
Vince Leisey (Category 1)

Mike Riedmann (Category 1)

It was moved, seconded and carried to approve the agenda for the meeting.

There were no financial statements available, however, an update was given on progress with opening a bank account. An IRS EIN number has been assigned and the managers will be opening an account with a bank servicing both the Lincoln and Omaha areas.

An update was also given regarding the ACH process for collecting monthly MLS fees. AliasWire has submitted a proposal to automate the collection of user account data and authorization for monthly transactions. The proposed cost to the MLS is about two percent of gross revenues; about \$30,000 in year one, decreasing slightly after the total number of users exceeds 4,000.

Discussion was held on a revised Black Knight time table delaying final cutover until March 25.

An overview of unresolved MLS Rules items was given. It was noted that the GPRMLS, Inc. Board had consented to assistant access to electronic key systems, and a requirement that the Lead-Based Paint Disclosure and Seller's Property Condition Report be required within 48 hours of listing entry.



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There was a consensus to delay discussion until the next meeting on two issues:

- Subject to first right of refusal, and
- A rule requirement that the buyer in a transaction grant consent to the seller who desires to leave their property on the market while the purchase contract is pending.

Following discussion on the MLS Areas and associated maps, it was moved, seconded, and carried to eliminate the MLS areas and maps in the regional MLS system.

There was a consensus to delay consideration of a Regional MLS Users Group until a structure and policy was developed.

There was a consensus to delay consideration of a Regional MLS Orientation until an overall plan was developed.

A discussion was held considering the addition of directors to represent individuals outside of Lincoln and Omaha (i.e. Iowa, Greater Nebraska, etc.). Sources such as T3, and CMLS were noted as possible sources for different models used as regions expand. No formal action was taken.

There being no further business, the next meeting was scheduled for Tuesday, November 20, 2018 at 1:30 p.m. at Quarry Oaks.



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**GREAT PLAINS REGIONAL MLS, LLC
BOARD OF DIRECTORS
MINUTES**

1:30 p.m.

Tuesday, November 20, 2018

Quarry Oaks

The meeting was called to order by Andy Alloway, Chair.

Present:

Andy Alloway (Category 1), Chair
Shannon Harner** (Category 1), Vice-Chair
Jack Gregg (Category 2), Secretary-Treasurer
Jennifer Bixby (Category 2)
Susan Clark (Category 2)
Herb Freeman* (Alt. Category 1)
Larry Holmes (Category 2)

Shawn Maloy (Category 2)
Gregg Mitchell (Category 3)
Josh Sand (Category 2)
Kyle Fischer (Manager)
Melissa Wilkerson (Staff)
Doug Rotthaus (Manager)
Denise Mecseji (Staff)

Absent:

Vince Leisey (Category 1)
Henry Kammandel (Category 1)

*Mike Riedmann (Category 1)
**Julie Joeckel (Alt. Category 1)

It was moved, seconded and carried to approve the agenda for the meeting.

It was moved, seconded, and carried to approve the minutes of the previous month's meeting.

To date, no funds have been collected or expended by the LLC, therefore no financial statements were presented.

It was moved, seconded, and carried to require the words "Contract Pending" be added as the first two words in the Public Remarks field, by the end of the next business day following the acceptance of an offer to purchase, if the seller and listing broker have decided to keep the property listed under Active MLS Status for the purpose of showing the property and soliciting back up offers.

It was moved seconded, and carried, that following the acceptance of an offer to purchase, the buyer's permission is not required for a listing broker and seller to continue marketing the property under an Active MLS Status for the purpose of showing the property and soliciting back up offers.



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A detailed timeline for Paragon MLS training was presented and reviewed.

It was moved, seconded, and carried to authorize up to \$7.00 per Midlands MLS user for the Manager to develop an incentive program for new users to complete the Paragon Essentials video program prior to live, on-site training being provided.

It was moved, seconded, and carried to create a Regional MLS Users Group, with the Chair of the Group attending GPRMLS LLC Board meetings as a non-voting member.

It was the consensus of the Board to develop a Statement of Organization and Purpose for the Regional MLS Users Group, better defining the make-up of the Group, including procedures for the selection of members, a chair and vice chair.

It was the consensus of the Board to include real estate license numbers in the Paragon MLS System.

It was moved, seconded, and carried to recommend the Members amend the Operating Agreement empowering the GPRMLS LLC Board of Directors to add or remove non-voting director seats on the GPRMLS LLC Board of Directors as they deem beneficial.

It was the consensus of the Board that if given the authority, they would favor the creation of an ex-officio non-voting director seat for the SWIAR Chapter President, or their appointee, to serve on the GPRMLS LCC Board of Directors as a non-voting ex-officio director.

There being no further business, the next meeting was scheduled for Tuesday, December 18, 2018 at 1:30 p.m. at Quarry Oaks.



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**GREAT PLAINS REGIONAL MLS, LLC
BOARD OF DIRECTORS
MINUTES**

1:30 p.m.

Tuesday, December 18, 2018

Quarry Oaks

The meeting was called to order by Andy Alloway, Chair.

Present:

Andy Alloway (Category 1), Chair
Shannon Harner** (Category 1), Vice-Chair
Jack Gregg (Category 2), Secretary-Treasurer
Jennifer Bixby (Category 2)
Susan Clark (Category 2)
Herb Freeman* (Alt. Category 1)
Larry Holmes (Category 2)
Gregg Mitchell (Category 3)

Josh Sand (Category 2)
Scott Vogt (Alt. Category 1)
Mark LaPuzza (Legal Counsel)
Kyle Fischer (Manager)
Doug Rotthaus (Manager)
Denise Mecseji (Staff)
Dakota Ghegan (Staff)

Absent:

Vince Leisey*** (Category 1)
Shawn Maloy (Category 2)

*Mike Riedmann (Category 1)

It was moved, seconded and carried to approve the agenda for the meeting.

It was moved, seconded, and carried to approve the minutes of the November 20, 2018 meeting.

It was reported that no funds had been collected or expended by the LLC, therefore no financial statements were available.

It was moved, seconded, and carried to update the Contract Pending language reflecting a consensus on four points discussed at the meeting. It was requested that the revised language be emailed to Board members ahead of the next meeting, where the rule could be discussed and finalized.

It was moved seconded, and carried, to approve the addition of "or similar document" to Rule 1.17a addressing properties subject to a compensation agreement.



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NAR mandated updates to MLS Rule 2.2 & 2.3 were discussed. Concern about a possible conflict with the requirements of Nebraska license law regarding licensee requirements to submit all offers was discussed.

It was moved, seconded, and carried to approve the MLS Rule 2.2 and 2.3 as presented.

It was a consensus of the Board to ask the NREC Director to review the rule before publication.

An update was given regarding the recommended amendment to the Operating Agreement that empowers the GPRMLS LLC Board of Directors to create non-voting, ex-officio seats on the Board of Directors. GPRMLS, Inc. Board approved the amendment. Approval by the MMLS, Inc. Board is pending.

An update on SWIAR participation in the regional MLS was given.

It was moved, seconded, and carried to approve the annual cost of CMLS and RESO memberships.

It was the consensus of the Board to provide local and regional monthly statistical reports, and to evaluate vendor products that improve the presentation of monthly statistics, and minimize the related staff time.

The functionality and limitations of the 'CMA Summary Report' in Paragon were discussed.

There being no further business, the next meeting was scheduled for Tuesday, January 22, 2018 at 1:30 p.m. at Quarry Oaks.