

# Unification Agreement

Hilton Head Area REALTORS® and Beaufort-Jasper County REALTORS®

*Over the last twenty (20) months, representatives of the Hilton Head Area REALTORS® and the Beaufort-Jasper County REALTORS® have been meeting and the Boards of Directors have agreed to unify their operations into a single entity. These decisions were based on creating enhanced services, better value, greater efficiency, stronger advocacy with local and state entities, elimination of excess fees and redundant services. This Unification Agreement identifies the specific terms regarding finances, services, governance, employment issues, MLS ownership, state and national representation, and the steps necessary to implement them. Final adoption of this plan requires the approval of the membership of both organizations, the National Association of REALTORS® and the South Carolina Secretary of State.*

## 1. Agreement to Merger

The Hilton Head Area REALTORS® (“HHAR”) and Beaufort-Jasper County REALTORS® (“BJCR”) hereby agree to merge their jurisdictions and unify their operations and services to REALTOR® members in their respective areas into a single, non-profit corporate entity known as the "Southern Lowcountry REALTORS®, Inc." (the "Association") within the state of South Carolina, pursuant to the National Association of REALTORS® (“NAR”) guidelines.

## 2. Services

All REALTORS® within the jurisdiction of the Association shall be entitled to the same services currently provided to members of HHAR and BJCR, including professional staffing, dues collection and processing, educational opportunities, advocacy, community outreach, Core Standards programs, and the right to use the term REALTOR®.

## 3. Governance

To integrate the governance structures of HHAR and BJCR, leverage the strengths and minimize the weaknesses of each, and to build ongoing trust in the unified entities, a three-year transitional plan of leadership for the Association has been agreed to. This plan includes modifying the size and makeup of the Boards of Directors, as well as the manner in which officers and directors are selected.

### Board of Directors

The Officers and Directors of the consolidated Board of REALTORS® shall be as follows:

- Four Officers – President, President-Elect, Vice President and Treasurer.
- Past Officer – Immediate Past President.
- Eight Directors – consisting of Members as more particularly described in the Bylaws.
- There shall be a formal Executive Committee as defined in the Bylaws.
- The President serves as ex-officio without a vote on the Lowcountry Regional MLS Board of Directors as a conduit for communication.
- The Lowcountry Regional MLS President serves as ex-officio without a vote on the Association Board of Directors, reporting the activities of LRMLS.
- 2027 Officers and Directors have been negotiated as part of this agreement, which appear as Exhibit A-1, attached.
- 2028 Officers and some Directors have been negotiated as part of this agreement, and candidates for open Director positions shall be proposed by Nominating Committee for election by the membership. These positions appear as Exhibit A-2, attached.

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- 2029 Officers and some Directors have been negotiated as part of this agreement, and candidates for open Director positions shall be proposed by Nominating Committee for election by the membership. These positions appear as Addendum A-3, attached.
- In the event one of the identified candidates above is unable to fulfill their term, the Nominating Committee (as defined in the Bylaws) shall propose an alternate candidate for appointment.
- In 2030 and thereafter, all REALTOR® Officers and Directors candidates will be forwarded by the Nominating Committee (as defined in the Bylaws) for election by the general membership.
- For all elections 2028 and beyond, Members may run for Officer or Director positions from the floor, subject to the process identified in the Bylaws.

## 4. Lowcountry Regional Multiple Listing Service

Lowcountry Regional Multiple Listing Service ("LRMLS") shall be maintained as a wholly-owned subsidiary of the Association, governed by a separate and distinct Board of Directors. Representation on the LRMLS Board shall include two (2) Legacy HHAR Members and two (2) Legacy BJCR Members as defined in the Association Bylaws, and shall feature officer positions as follows, all of which shall be filled by Legacy BJCR Members for the 2027, 2028 and 2029 calendar years: President, Vice-President, Treasurer and Past-President. LRMLS Bylaws shall be adopted by the Association reflecting the terms of this Section 4 after the effective date of the merger of HHAR and BJCR.

Any decision to terminate, dissolve, sell, transfer, convey or merge LRMLS shall require an amendment to the Association Bylaws, the process of which shall be governed by the terms thereof.

Members shall be free to participate in any multiple listing service of their choice. Participation in LRMLS is not a requirement for membership in the Association.

## 5. Alternative Contract Forms

A Residential Purchase and Sale Agreement and Lot Agreement shall be maintained and available for members' use, as described in the Association's Bylaws.

## 6. Annual REALTOR® Dues

As part of this agreement, and to ensure a balanced budget and fiscal responsibility, the following Dues/Fee structure is adopted: The 2027 annual local dues for the Association shall be \$200.00 per member.

## 7. Assets

A breakout showing the financial and real property assets of HHAR and BJCR is attached as Exhibit B to this agreement.

## 8. Office Locations

The Association shall initially operate within two (2) office locations:

One initial office location shall be located south of the Broad River; and,

The other initial office location shall be located at 22 Kemmerlin Lane, Beaufort, SC 29907

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The location of future offices, the location of the “headquarters” for the Association, the location of training or office space, and uses of other building assets shall be at the discretion of the Board of Directors of the Association.

## 9. Bylaws

The Bylaws of the Association have been revised and restated to reflect the updated jurisdiction, governance structure, and other provisions outlined in this Agreement. Approval of the revised Bylaws shall occur concurrently with the membership vote on the proposed unification by both organizations.

## 10. Strategic and Business Plans

The Association's Board of Directors shall determine the timing for creation and implementation of new strategic and business plans.

## 11. Contractual Agreements

Any agreements or contracts entered into by Hilton Head Area REALTORS® prior to merger shall be assigned to the Association. Following the unification of HHAR and BJCR, a new agreement for services, staffing, and office space between Lowcountry Regional MLS and the newly unified entity shall be negotiated and executed.

## 12. Compliance with NAR Core Standards and REALTOR® Trademark Requirements.

As part of this Unification Agreement, the newly consolidated entity will certify that it will comply with the National Association of REALTORS® Core Standards and REALTOR® trademark requirements, as may be amended from time to time.

## 13. Due Diligence and Related Professional Services

Prior to merger, HHAR and BJCR shall be jointly responsible to hire any consulting professionals deemed necessary and to execute all documents required to effectuate the merger contemplated herein.

BJCR and HHAR shall each be individually responsible to evaluate the legal and/or financial ramifications to their respective organizations in completing these consolidations, and to be solely responsible to pay for such legal, financial and organizational professionals as they deem necessary to provide professional advice and accomplish the agreements herein.

A board attorney and certified public accountant for the Association shall be established by the Board of Directors of the Association.

## 14. Membership Approval

The Boards of Directors and Membership of both Beaufort-Jasper County REALTORS® and Hilton Head Area REALTORS® shall approve this Unification Agreement, pursuant to voting requirements in the bylaws of each organization and South Carolina non-profit statutes.

## 15. REALTOR® School Continuity

The unified Association shall maintain and operate a REALTOR® School as a core member service, providing professional development, continuing education, and licensing-related instruction for the benefit of the membership.

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The REALTOR® School shall not be discontinued, materially reduced, or transferred outside of the Association for a minimum period of three (3) years following unification, except:

- (i) as required by law or regulatory action; or
- (ii) in the event of a demonstrated financial hardship that materially impacts the Association's ability to sustain operations.

Any action taken under subsection (ii) must be supported by documented financial analysis and approved by a supermajority vote of the Board of Directors. Financial hardship shall not be based solely on a desire to reallocate resources or reprioritize programs.

### Effective Date

The Effective Date of merger contemplated herein shall be January 1, 2027.

**Agreed this 18 day of August, 2026**

### Hilton Head Area REALTORS®

 JoAnne Rizza 08/21/26  
By: Jo Anne Rizza President

 Michelle Sandula 08/21/26  
By: Michelle Sandula, CEO

### Beaufort-Jasper County REALTORS®

 Shae Chambers Helms 08/21/26  
By: Shae Chambers Helms, President

 JANET GRESHAM 08/21/26  
By: Janet Gresham, CEO

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## Hilton Head Area REALTORS® and Beaufort-Jasper County REALTORS®

### EXHIBIT "A"

#### INITIAL OFFICERS AND DIRECTORS - 2027

|                    |                      |                    |
|--------------------|----------------------|--------------------|
| President          | Jo Anne Rizza        | HHAR LEGACY MEMBER |
| President-elect    | Kim Matthews         | BJCR LEGACY MEMBER |
| Vice President     | Thomas Kersey        | HHAR LEGACY MEMBER |
| Treasurer          | Jeff Hunt            | HHAR LEGACY MEMBER |
| Imm Past President | Shae Chambers Helms  | BJCR LEGACY MEMBER |
|                    |                      |                    |
| One Year Director  | Liam Cronin          | HHAR LEGACY MEMBER |
| One Year Director  | Edward Dukes         | BJCR LEGACY MEMBER |
|                    |                      |                    |
| Two Year Director  | Michelle Garbade     | HHAR LEGACY MEMBER |
| Two Year Director  | Christian Sherbert   | BJCR LEGACY MEMBER |
|                    |                      |                    |
| 3 Year Director    | Brian Kinard         | HHAR LEGACY MEMBER |
| 3 Year Director    | David Jetton         | HHAR LEGACY MEMBER |
| 3 Year Director    | Christy Diller White | BJCR LEGACY MEMBER |
| 3 Year Director    | Mark Davis-Cote      | BJCR LEGACY MEMBER |

"HHAR LEGACY MEMBER" means a REALTOR® Member who held membership in the Hilton Head Area REALTORS, Inc., as its Primary membership immediately prior to the Effective Date of these Bylaws.

"BJCR LEGACY MEMBER" means a REALTOR® Member who held membership in the Beaufort-Jasper County REALTORS, Inc., as its Primary membership immediately prior to the Effective Date of these Bylaws.

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## Hilton Head Area REALTORS® and Beaufort-Jasper County REALTORS®

### ADDENDUM A-2

#### INITIAL OFFICERS AND DIRECTORS - 2028

|                     |                      |                            |
|---------------------|----------------------|----------------------------|
| President           | Kim Matthews         | BJCR LEGACY MEMBER         |
| President-elect     | Thomas Kersey        | HHAR LEGACY MEMBER         |
| Vice President      | TBD                  | BJCR LEGACY MEMBER         |
| Treasurer           | TBD                  | BJCR or HHAR LEGACY MEMBER |
| Imm Past President  | Jo Anne Rizza        | HHAR LEGACY MEMBER         |
|                     |                      |                            |
| One Year Director   | Michelle Garbade     | HHAR LEGACY MEMBER         |
| One Year Director   | Christian Sherbert   | BJCR LEGACY MEMBER         |
|                     |                      |                            |
| Two Year Director   | Brian Kinard         | HHAR LEGACY MEMBER         |
| Two Year Director   | David Jetton         | HHAR LEGACY MEMBER         |
| Two Year Director   | Christy Diller White | BJCR LEGACY MEMBER         |
| Two Year Director   | Mark Davis-Cote      | BJCR LEGACY MEMBER         |
|                     |                      |                            |
| Three Year Director | TBD                  | HHAR LEGACY MEMBER         |
| Three Year Director | TBD                  | BJCR LEGACY MEMBER         |

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"BJCR LEGACY MEMBER" means a REALTOR® Member who held membership in the Beaufort-Jasper County Realtors, Inc., as its Primary membership immediately prior to the Effective Date of these Bylaws.

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### ADDENDUM A-3

#### INITIAL OFFICERS AND DIRECTORS - 2029

|                     |                      |                            |
|---------------------|----------------------|----------------------------|
| President           | Thomas Kersey        | HHAR LEGACY MEMBER         |
| President-elect     | TBD                  | BJCR LEGACY MEMBER         |
| Vice President      | TBD                  | HHAR LEGACY MEMBER         |
| Treasurer           | TBD                  | BJCR or HHAR LEGACY MEMBER |
| Imm Past President  | Kim Matthews         | BJCR LEGACY MEMBER         |
|                     |                      |                            |
| One Year Director   | Brian Kinard         | HHAR LEGACY MEMBER         |
| One Year Director   | David Jetton         | HHAR LEGACY MEMBER         |
| One Year Director   | Christy Diller White | BJCR LEGACY MEMBER         |
| One Year Director   | Mark Davis – Cote    | BJCR LEGACY MEMBER         |
|                     |                      |                            |
| Two Year Director   | TBD – (2028)         | HHAR LEGACY MEMBER         |
| Two Year Director   | TBD – (2028)         | BJCR LEGACY MEMBER         |
|                     |                      |                            |
| Three Year Director | TBD                  | HHAR LEGACY MEMBER         |
| Three Year Director | TBD                  | BJCR LEGACY MEMBER         |

"HHAR LEGACY MEMBER" means a REALTOR® Member who held membership in the Hilton Head Area Realtors, Inc., as its Primary membership immediately prior to the Effective Date of these Bylaws.

"BJCR LEGACY MEMBER" means a REALTOR® Member who held membership in the Beaufort-Jasper County Realtors, Inc., as its Primary membership immediately prior to the Effective Date of these Bylaws.

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## EXHIBIT “B”

### ASSETS

Both organizations are financially sound and have no outstanding debt. Financial reviews of both organizations have been conducted yearly by a Certified Public Accountant as required by the National Association of REALTORS® Core Standards.

#### **HHAR Assets:**

##### **Hilton Head Area REALTORS® Financial Institutions**

Coastal States Bank  
Charles Schwab

#### **BJCR Assets:**

##### **Beaufort-Jasper County REALTORS® Financial Institutions**

First Citizen Bank  
Palmetto Savings  
Charles Schwab

#### **Real property**

22 Kemmerlin Lane (BJCR Office)  
21 Kemmerlin Lane (BJCR Parking)  
29 Plantation Park Drive, Suites 703 & 704

#### **Lowcountry Regional MLS/Financial Institutions**

First Citizens Bank  
Palmetto State Bank  
Charles Schwab  
East West Bank