



## Board of Trustees Video Conference Meeting

October 11, 2024 | 1:00 p.m.

# MINUTES

### TRUSTEES PRESENT

PRESIDENT—Jeevan J. D’Mello, CMCA, AMS, LSM, PCAM; IMMEDIATE PAST PRESIDENT— Vishnu Sharma, CPA, CFE; PRESIDENT-ELECT—Melissa Ramsey, CMCA, AMS, LSM, PCAM; Cameron D. Adams, CMCA, AMS, PCAM; Brian Butler, Esq., CMCA, AMS, PCAM; Staci Gelfound, CMCA, AMS, PCAM; Melissa Hargrove, CMCA, AMS, LSM, PCAM; Michael Johnson, CMCA, AMS, PCAM; Jessica Knutsen, CIRMS; Matthew C. Kuisle, RS; Joel Meskin, Esq., CIRMS; Matt D. Ober, Esq.; Joyce Sachs; Mike Wolf; Kelly Zibell, AMS, PCAM

### STAFF PRESENT

Dawn M. Bauman, CAE; Cori Canady; Grace Dang; Jennifer M. Flynn, GSP; Michele Jerome, CAE; Thomas M. Skiba, CAE; Bruce A. Townsend, CPA; Crystal L. Wallace, IOM, CAE

### BOARD LIAISONS

Mark Jones, AMS, PCAM—Foundation for Community Association Research  
Tina Saadat—Chapter Leader Committee  
Mike Traidman—Community Association Managers International Certification Board

### CALL TO OR

### DER

A quorum having been determined, President D’Mello called the meeting to order at 1:02 p.m. welcoming all.

### STATUTORY CONSENT

A **motion** was made, seconded, and unanimously **passed** to approve the August 22, 2024, board meeting minutes. (Meskin)

### GOVERNANCE

#### Monitoring Reports

Mr. Skiba asked trustees for any feedback on the Ends and Executive Limitations Reports and encouraged them to contact him if they ever have questions about them.. Discussion ensued.

A **motion** was made, seconded, and **passed** to accept the FY24 4<sup>th</sup> Quarter Ends and Quarter Executive Limitations Reports. (Sachs)

## **FY2024 Audit**

Jessica Towles, chair of the Audit Committee, provided an overview of the process for completing CAI's annual audit and the results of the FY2024 audit. The auditors presented their report the previous week. CAI was issued an unmodified opinion on financial statements, and there were no material weaknesses to report.

Following discussion, a **motion** was made, seconded, and **passed** to accept the CAI FY2024 Audited Financial Statements as presented. (Sharma)

## **Bylaws Task Force Report**

Ms. Sachs and Towles reported that the Bylaws Task Force met on September 26 and reviewed Article III; Section 7 (Honorary Memberships and Courtesy Memberships) and section 8 (Student Memberships) of the CAI Bylaws. The Task Force recommends the following changes: add public official, national corporate, and multi-chapter memberships, revise honorary memberships (either: 1. add qualifications that would be automatic, or 2. add qualifications for people to apply or be nominating), clarify purpose/qualifications of courtesy memberships, and remove dues requirement for student memberships. The task force is reviewing the Bylaws section by section, and the Board will be provided with a fully revised version of the Bylaws at the end of this process for review/approval. Discussion ensued.

A **motion** was made, seconded, and **passed** to instruct the Bylaws Task Force to move forward with changing honorary memberships to add qualifications to apply or be nominated. (Gelfound)

## **Chapter Relations Task Force Report**

Ms. Ramsey reported that the Chapter Relations Task force is waiting for feedback from executive directors about the chapter recertification process and any potential changes. Policy Governance training in January and gaining clarification regarding the relationship with chapters will guide the next steps for the Board's consideration.

## **ENDS**

### **Corporate Transparency Act Lawsuit Update**

Mr. Skiba and Ms. Bauman reported on the status of the Corporate Transparency Act. Weekly meetings are being held with CAI's counsel and CCAL attorneys. A hearing was held that morning seeking a preliminary injunction, with a decision expected within a couple of weeks. The Act is being used as a membership development tool to bring in new homeowner association members. Discussion ensued.

### **Annual Conference and Other Events**

Mr. Skiba reported on the status of the following CAI events:

- CEO-MC Retreat – 279 registrants
- CED Retreat – 28 CEDs representing 30 chapters
- Law Seminar – nearly 200 registrants

## **OWNERSHIP LINKAGE**

### **Reports from Membership Representation Groups**

Ms. Knutsen, chair of the Business Partners Council, reported on current activities of the Council, including:

- Finishing a survey to go to business partner members
- Newly elected council members will join meetings beginning in November.
- Ms. Knutsen was elected 2025 chair-elect.

Ms. Zibell, chair of the Community Association Managers Council, reported on current activities of the Council, including:

- Next meeting November 14
- Elected Delores Ferguson as 2025 chair-elect and Leslie Alvarez to be a BOT representative

- Lifestyle Task force is working to create an M-400 level course

Ms. Sachs, chair-elect of the Homeowner Leaders Council, reported on current activities of the Council, including:

- A survey to all homeowner leader members will be sent out in the next couple of weeks.
- The next Homeowner Leaders Forum is December 3.
- Newly elected council members will join meetings starting in November.
- Lucy Robertson was elected 2025 chair-elect.

#### **FCAR Liaison Report**

Mr. Jones reported on current activities of the Foundation for Community Association Research, including:

- Had a meeting on October 9.
- Has \$61k in income
- Working on large-scale benchmarking
- Working on manager benefits and compensation survey

#### **CAMICB Liaison Report**

Ms. Ramsey and Mr. Traidman reported on recent activities of the Community Association Managers International Certification Board, including:

- Next meeting is the following week
- New exam blueprint will launch in December
- Annual internal audit is coming up

#### **Chapter Leaders Committee**

Ms. Saadat reported on recent activities of the Chapter Leaders Committee, including:

- Chapter recertification process is being reviewed.

### **BACKGROUND REPORTS**

#### **Membership**

Ms. Wallace reported that membership was 47,661 as of September 30 with 1,160 new members, and the retention rate is 81.89%. There are more than 20,000 homeowner leader members.

#### **Global Relations**

President D’Mello and Mr. Skiba reported on recent and upcoming activity outside the United States, including:

- Milan, Italy—President D’Mello and Mr. Skiba will attend a managers conference in October.
- Bogota, Colombia—President D’Mello, Mr. Skiba, and Ms. Bauman will attend managers conferences in November.
  - 1500 registrants
  - Translated Community Association Living into Spanish
- Dubai
  - Held a successful M-100 class
  - President D’Mello and Mr. Skiba will present at IRECMS conference in December.

### **EXECUTIVE SESSION**

At 1:59 p.m., staff and guests left the meeting, and the Board of Trustees adjourned into Executive Session to discuss an ethics matter in accordance with Article VI; Section 5 of the CAI Bylaws. Mr. Skiba, Ms. Bauman, Ms. Flynn, and Ms. Dang were asked to remain for the Executive Session.

At 2:12 p.m. the Board of Trustees reconvened in regular session.

The Board of Trustees reaffirmed the following action taken during the Executive Session:

A **motion** was made, seconded, and **passed** to suspend the CAI credentials of Erik M. Rivera following due process, allowing him 30 days to respond.

### **BOARD MEETING EVALUATION**

Mr. Ober served as monitor for the meeting and briefly shared their observations with the group.

There being no further business, the meeting adjourned at 2:13 p.m.

Jennifer M. Flynn, GSP  
Secretary