

DRAFT



**Board of Trustees
Meeting**
May 8, 2024 | 11:00 a.m. Pacific Time

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; Matt D. Ober, Esq.; Joyce Sachs; Mike Wolf; Kelly Zibell, AMS, PCAM

STAFF PRESENT

Dawn M. Bauman, CAE; Cori Canady; Jennifer M. Flynn, GSP; Dave Jennings, CAE; Phoebe Neseth, Esq.; Thomas M. Skiba, CAE; Bruce A. Townsend, CPA; Crystal L. Wallace, IOM, CAE

BOARD LIAISONS

Michelle Baldry, RS—Foundation for Community Association Research
Mike Traidman—Community Association Managers International Certification Board

CALL TO ORDER

A quorum having been determined, President D’Mello called the meeting to order at 11:08 a.m. welcoming all.

STATUTORY CONSENT

A **motion** was made, seconded, and unanimously **passed** to approve the March 20, 2024, Board Meeting Minutes as presented. (Ramsey)

GOVERNANCE

Bylaws Task Force

President D’Mello reported that he has appointed a task force to review the CAI Bylaws and recommend amendments as needed. The task force members are:

- | | |
|----------------------|----------------------|
| Ursula Burgess—Chair | Cynthia Jones |
| Steven Brumfield | Joyce Sachs |
| John Connors | Jessica Towles |
| Lincoln Hobbs | Jennifer Flynn—Staff |

Ms. Burgess reported that she expected this to be a 12-18 month project. She and Ms. Flynn will do an initial review of the bylaws and identify areas for the task force to focus on initially. She will provide updates to the Board as the project progresses.

Review/acceptance of FY24 3rd Quarter Executive Limitations and Ends Reports

President D’Mello opened the floor for discussion regarding the FY24 3rd Quarter Executive Limitations and Ends Reports. There was none.

A motion was made, seconded, and passed to approve the FY24 3rd Quarter Executive Limitations and Ends Reports as presented. (Wolf)

BOT Meeting Schedule Update

Ms. Flynn reported that due to the schedule of other CAI events, there would not be an in-person Board of Trustees meeting in the Fall. She will work with President D’Mello to identify a date for a video conference meeting in October.

FY2024 Financial and FY2025 Budget Update

Mr. Townsend reported that staff is developing the FY25 budget, and the proposed budget will be sent to President D’Mello before the end of the month and to the full Board in advance of the June Board meeting. There was an operating loss at the end of March, and the year is expected to end with a loss. The big items on the proposed FY25 budget will be a new website and a new membership database.

Conflict of Interest Disclosures

Ms. Flynn reported that all trustees and council members are required to complete a conflict of interest disclosure statement each year. All completed forms should be returned to her.

Overview of 2024 Elections and Board Appointments

Ms. Flynn reported that self-nominations for open positions on the Membership Representation Groups will be open in June and the election will take place in August. Self-nominations for at-large positions on the Board will be accepted in September, and the Nominating Committee will make its appointments in October.

President-Elect Selection

Mr. Skiba reported that two trustees submitted their names to be the 2025 president-elect. Ballots were distributed to all trustees. After tallying the completed ballots, Mr. Skiba announced that the 2025 CAI president-elect is Matt Ober.

Nominating Committee Appointments

Ms. Flynn reported that the Councils had made their appointments to the Nominating Committee, and the Board was responsible for appointing two members to the Nominating Committee for a 2024-2025 term. Several candidates were nominated, and ballots were distributed to all trustees. After tallying the completed ballots, Mr. Skiba announced the following were selected:

Staci Gelfound
Ashley Nichols

Chapter Relations Task Force Report

Ms. Ramsey reported that the Chapter Relations Task Force has been looking at how to bridge the gap between CAI headquarters and chapters. She provided an overview of a proposal to create a special committee made up of chapter executive directors.

Following discussion, a **motion** was made, seconded, and **passed** to create a special committee of chapter executive directors to provide input to the Board of Trustees. (Gelfound)

At 12:12 p.m. the Board of Trustees adjourned for a lunch break.

At 12:31 p.m. the Board of Trustees reconvened.

ENDS

Corporate Transparency Act Lawsuit

Ms. Bauman reported that a task force of lawyers is meeting weekly regarding a possible lawsuit against the federal government regarding the Corporate Transparency Act. They have meetings set with two different law firms and are having conversations with other organizations. A lawsuit would be very expensive, and they are not sure if it will move forward.

OWNERSHIP LINKAGE

Reports from Membership Representation Groups

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

- Council members will be at the first timers meet and greet and visiting exhibitors.
- Created a task force to generate an ownership survey.
- Held a successful Business Partners Forum in April.

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

- Created a Lifestyle Task Force and looking for education content. Will hold a webinar in August on the topic.
- Discussed education opportunities for the community association profession (e.g., community colleges)

Mr. Wolf, chair of the Homeowner Leaders Council, reported on current activities of the Council, including:

- Will hold Homeowners Annual Meeting on Friday.
- Next Homeowner Leaders Forum will be held May 22 on “good news.”
- Continuing to review public policies.

FCAR Liaison Report

Ms. Baldry reported on current activities of the Foundation for Community Association Research, including:

- 2024 Homeowner Satisfaction Survey are results have been received.
- The Homeowner Leader of the Year award is being presented to Joyce Sachs.
- Continuing to send “snap” surveys.

CAMICB Liaison Report

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

- Working to promote reasons homeowners should want their manager to hold a CMCA.
- The number of exams has increased as has retention.
- The international exam is being sunsetted.

Annual Conference Activities/Member Connections

Mr. Skiba reminded trustees to follow the conference schedule they received and take advantage of all opportunities to interact with members.

BACKGROUND REPORTS

Membership

Ms. Wallace reported that April ended with 46,412 members, and the year to date retention rate is 78%. New members are at 10%, which is 2% over goal. There has been 7.6% growth for the year.

Global Relations

Mr. Skiba reported that there are 90 conference attendees from outside the U.S. representing 13 countries. Upcoming activity outside the United States, includes:

- Spain—President D’Mello, Mr. Skiba, and Ms. Bauman will be attending a managers conference later in May.
- Australia— President D’Mello, Mr. Skiba and Ms. Bauman will be attending the Strata Communities Australia conference in July.
- Dubai—Mr. Skiba will attend the PCAM Case Study being held in September.

BOARD MEETING EVALUATION

Mr. Adams served as monitor for the meeting and briefly shared his observations with the group.

There being no further business, the meeting adjourned at 1:26 p.m.

Jennifer M. Flynn, GSP
Secretary