

Dade County Bar Association

Board of Directors Meeting April 15. 2020

The Board of Directors convened at 5:00 p.m. on Wednesday, April 15, 2020 via Zoom due to physical distancing requirements imposed by Federal, State, and Local governments. Attendance is attached hereto as a spreadsheet.

1. Welcome by President Squires.
2. Consent Agenda. Motion to Approve. Motion carried.
3. Treasurer Report. Ms. Russomanno reported a $146,000 deficit YTD (expenses vs. revenue). The main reason for deficit is lack of membership dues. The DCBA also has not received rent from Dade Legal Aid. Ms. Ladis questioned whether an invoice had been sent by the DCBA for payment, advising that invoices are paid when received. Mr. Hernandez, the association’s accountant, reported that a rent payment was received and applied for March. April remains open. Ms. Russomanno clarified that no one is accusing DLA or the county of not paying, just investigating whether there were impacts caused by COVID 19. Ms. Russomanno also reported that sponsorship money has not been paid. These issues explain the spending deficit. Ms. Russomanno advised that expense cuts will be needed for next fiscal year. Ms. Kiviat stated that semi-annual sponsorship was counted separately during the prior fiscal year, but this year it is being tracked differently. Mr. Hernandez pointed out that the difference is still about $102,000 (loss). Mr. Davis asked what can be done to improve sponsorships and balance the budget. Ms. Kiviat advised that sponsorship efforts continue, sensitive to the circumstances. Mr. Hernandez reported that the budget meetings address revenue and expense issues, such as raising membership dues and ensuring events are profitable. At this point, the staff the DCBA has is necessary to run the events and other operations. The building renovation is also a potential source of income if it is accomplished. Mr. Jackson-Fannin asked whether the EC has looked at possible cuts, recognizing that the circumstances have hurt everyone’s budget. Mr. Squires assured the board that the EC is working hard. Ms. Russomanno explained the expenses that have been looked at for reduction. Ms. Muir also suggested expenses that could be reduced. Ms. Kiviat volunteered to take a paycut. Mr. Davis asked whether there is a budget committee. Ms. Russomanno stated that is the function of the budget committee, which has made hard decisions, but was unwilling to reduce some expenses further. Mr. Davis asked about increasing dues. Ms. Russomanno reminded the board that the bylaws prohibited raising dues after the passage of a date certain. Mr. Davis clarified that his question concerned membership and whether the goals had been met. Ms. Russomanno confirmed that efforts were made to follow up on membership renewal. Mr. Squires also described the efforts undertaken by staff and others. He also suggested payroll cuts is not an appropriate discussion with staff present.
4. Building Committee. Ms. Muir requested approval of a contractor and advised that experts were available to discuss economic forecasts. The Board received the advice and counsel from Dr. Roberto Bueso, who was present at the meeting. Belinda Bacon reported on the RFP responses following the extension authorized by the board. New proposals are higher, in one case double that of other bidders. Motion to approve J. Stephens as the construction contractor taken from the table and presented for vote. Motion carried.
5. Bylaw Committee. The committee reported no significant updates. A final draft of the bylaws is completed and should be uploaded to the DCBA website soon.

Ms. Russomanno pointed out a potential ambiguity in the election bylaws concerning time served on the board. Ms. Muir asked the board for a clarification and interpretation on qualifications. Ms. Jordan and Mr. Rogero commented on the language of the bylaws. Mr. Rogero disagreed that there is an ambiguity – one has either met the service requirements or not. A discussion occurred concerning the interpretation, if necessary, of the election bylaw.

Ms. Muir moved to interpret Article V to understand “years” as “fiscal years” or “bar years” and service to include affiliated bar positions. Motion carried.

1. SBA Loan. The board was advised that it needs to approve an application for loan and then staff would have to apply for it. Discussion resulted in deferral to Treasurer and Budget Committee. made.
2. Vice President’s Report. Ms. Puglisi reported on long range planning committee activities. Ms. Puglisi also reported on the status of the virtual 5k.
3. Secretary’s report was not called up by Chair.
4. Affiliated bar reports were not called up by Chair.
5. DLA report was not called up by Chair. A written report was submitted by Ms. Ladis.

Adjourned.



Eric Hockman, Secretary – Dade County Bar Association ​​ Date: April 15, 2020