



## **CAMTC Board of Directors Meeting**

### **MINUTES – OPEN SESSION**

**October 13, 2021**

**Newport Beach Marriott Hotel  
900 Newport Center Drive  
Newport Beach, CA 92660**

Directors Present: *Ron Bates, Allison Budlong, Mike Callagy, Mark Dixon, Shana Faber, Jeff Forman, Heather Forshey, John Lambert, Michael Marylander, Bernadette Murray, Stephany Powell, Sean Thuilliez*

Directors Absent: *Tracy Rhine*

Staff Present: *Ahmos Netanel, CEO; Rick McElroy, Director of Law and Code Enforcement Relations; Beverly May, Director of Governmental Affairs, Human Trafficking and IT; Roberta Rolnick, Outreach Director; Joe Bob Smith, Director of Educational Standards Division; Jennifer Swartzel, CFO; Sharla Maxey, Legal Secretary/Paralegal*

Staff Absent: *Jon Walters, Director of Operations*

General Counsel: *Jill England*

#### **1. Call to Order, roll call and establish quorum**

Chairman Jeff Forman called the meeting to order at 9:01 a.m. and established a quorum.

## **2. Chair's Comments**

- Welcome/Introductions
- Rules of Debate

## **3. Approval of minutes from June 16, 2021 and July 27, 2021 meetings.**

**MOTION 10132021:1 Bates/Callagy - Motion to approve open session minutes from the June 16, 2021 Board meeting as presented.**

**Friendly Amendment offered by Ms. Murray to add the word "Fee" after "Late" to Motion 06162021:2 of the June 16, 2021 Minutes. Accepted.**

**MOTION PASSES**

**ROLL CALL VOTE: Yes 11; No 0; Abstain 1**

Ron Bates - Yes

Allison Budlong – Yes

Mike Callagy – Yes

Mark Dixon – Yes

Shana Faber – Yes

Heather Forshey - Yes

John Lambert - Yes

Michael Marylander – Abstain

Bernadette Murray – Yes

Stephanie Powell - Yes

Sean Thuilliez – Yes

Jeff Forman – Yes

**MOTION 10132021:2 Bates/Callagy - Motion to approve Open Session Meeting Minutes as presented from the July 27, 2021 Board meeting.**

**MOTION PASSES**

**ROLL CALL VOTE: Yes 10; No 0; Abstain 2**

Ron Bates - Yes

Allison Budlong – Yes

Mike Callagy – Yes

Mark Dixon – Yes

Shana Faber – Yes

Heather Forshey - Yes

John Lambert - Yes

Michael Marylander – Abstain

Bernadette Murray – Yes

Stephanie Powell - Yes

Sean Thuilliez – Yes

Jeff Forman – Abstain

**4. General Counsel – Bagley-Keene Open Meeting Act; Conflict of Interest Policy; Director Duties**

Ms. England provided the following documents to each Board member: CAMTC Conflict of Interest Policy; Bagley-Keene Open Meeting Act law; Bagley-Keene Open Meeting Act summary; director orientation outline covering directors' duties and obligations on the CAMTC board; and a duty of loyalty resolution adopted by the Board in 2016. Ms. England went over the documents with the Board and asked the Board members to sign the Conflict of Interest Policy and return to her before leaving the meeting.

## **5. CEO's Proposed Amendments to the Policies and Procedures for Approval of Schools**

Mr. Netanel reported that during the June 2021 Board meeting, the Board approved new protocols, new changes to the Policies and Procedures for Approval of Schools ("Procedures") regarding distance learning. It was not a conceptual proposal, it was a specific proposal indicating a number of hours, specific subjects, etc. The June Motion included authorization for the Chair, Vice Chair and CEO to review proposed amendments from staff and to approve the amendments to the Procedures document so that schools can start implementing the changes. Pursuant to the June motion, the changes made to the Procedures are now being brought back to the Board for ratification.

Board discussion regarding grammatical structure of a sentence within Section 5.E.a.(1) of the Policies and Procedures for Approval of Schools with the consensus to add "of these Procedures." at the end of the second sentence. ["These 250 hours may include a maximum of 75 student clinic hours as set forth in section 5.E.c. of these Procedures."]

**MOTION 10132021:3 Budlong/Dixon - Motion to ratify the amendments to the Policies and Procedures for Approval of Schools as presented by the CEO, with the additional amendment to Section 5.E.a.(1) with the addition "of these Procedures." at the end of the second sentence. ["These 250 hours may include a maximum of 75 student clinic hours as set forth in section 5.E.c. of these Procedures."]**

**MOTION PASSES**

**ROLL CALL VOTE: Yes 12; No 0; Abstain 0**

Ron Bates - Yes

Allison Budlong – Yes

Mike Callagy – Yes

Mark Dixon – Yes

Shana Faber – Yes

Heather Forshey - Yes

John Lambert - Yes

Michael Marylander – Yes

Bernadette Murray – Yes

Stephany Powell - Yes

Sean Thuilliez – Yes

Jeff Forman – Yes

### **Proposed Amendments to the Policies and Procedures of Schools.**

Mr. Netanel reported that when things started shifting to the better with Covid and we were looking at how schools were going to attempt to bounce back, it became clear that a large number of schools were going to look into applying for re-approval. We started thinking about how the schools were going to deal with various changes and challenges, both procedural and financial. Not all schools are the same, some are large with a lot of resources and some have many challenges.

The CEO went on to explain that the proposed amendments to the Policies and Procedures for Approval of Schools allow for two options: 1) re-approval for either two years with a fee of \$3,000, or four years with a fee of \$6,000 and; 2) to allow schools with CAMTC approved massage programs to receive an extension of their re-approval for 182-days (approximately six months) by paying an \$875.00 fee and submitting a simple application form. This policy is for a limited time only (complete applications and fees must be received by 5:00 p.m. on December 30, 2021) and schools can only be granted one extension. The CEO believes this is something that will benefit the schools and the profession as a whole during these very challenging times.

**MOTION 10132021:4 Forman/Bates – Motion to Approve Amendments and Addendum to Policies and Procedures for Approval of Schools – Temporary Policy to Extend School Re-Approval Period: options for a one-time, 182-day extension with a fee of \$875.00; two years of re-approval with a fee of \$3,000, or four years of re-approval with a fee of \$6,000.**

**MOTION PASSES**

**ROLL CALL VOTE: Yes 12; No 0; Abstain 0**

Ron Bates - Yes

Allison Budlong – Yes

Mike Callagy – Yes

Mark Dixon – Yes

Shana Faber – Yes

Heather Forshey - Yes

John Lambert - Yes

Michael Marylander – Yes

Bernadette Murray – Yes

Stephany Powell - Yes

Sean Thuilliez – Yes

Jeff Forman – Yes

## **6. Audit Committee Report – report and recommendations**

Mr. Thuilliez reported the 2020 Audit has been completed by Damore Hamrick & Schneider, Inc. The review of the financial statements of CAMTC is complete. Noted three significant findings. No noted transactions entered into by the Council during the year for which there is a lack of authoritative guidance of consensus. Everything is good there. The auditors encountered no significant difficulties dealing with management in performing and completing their audit. There were no disagreements with management, meaning there was no financial accounting, reporting or auditing matter that could be significant to the financial statements or the auditor's report. The audit is complete and the report is submitted for the Board's consideration and approval.

**MOTION 10132021:5 Forshey/Bates - Motion to Approve the Audit Report.**

**MOTION PASSES**

**ROLL CALL VOTE: Yes 11; No 0; Abstain 0**

Ron Bates - Yes

Allison Budlong – Yes

Mike Callagy – Yes

Mark Dixon – did not vote

Shana Faber – Yes

Heather Forshey - Yes

John Lambert - Yes

Michael Marylander – Yes

Bernadette Murray – Yes

Stephany Powell - Yes

Sean Thuilliez – Yes

Jeff Forman – Yes

**MOTION 10132021:6 Thuilliez/Murray - Motion for this Board to grant permission to the Audit Committee to use the same audit firm, Damore Hamric & Schneider, Inc., to perform the 2021 audit.**

**MOTION PASSES**

**ROLL CALL VOTE: Yes 12; No 0; Abstain 0**

Ron Bates - Yes

Allison Budlong – Yes

Mike Callagy – Yes

Mark Dixon – Yes

Shana Faber – Yes

Heather Forshey - Yes

John Lambert - Yes

Michael Marylander – Yes

Bernadette Murray – Yes

Stephany Powell - Yes

Sean Thuilliez – Yes

Jeff Forman – Yes

## **7. Treasurer's Report**

Mr. Marylander reported CAMTC is in good financial health, remaining consistent around 50,000 therapists which is where it has been since 2017. Approximately 87% percent of therapists recertify.

## **8. Pandemic-Related Loans/Grants**

Mr. Netanel reported that as indicated in the Board Packet, the first PPP was approved for full forgiveness and we are in the process of getting ready to submit the application for forgiveness of the second PPP loan. The reason why we put this item in the Agenda is because there was a possibility we were going to qualify for another grant, but that did not happen. Therefore, there is nothing specific to bring to the Board at this time.

## **9. Chief Executive Officer's Report**

Mr. Netanel reported that due to the pandemic and limitations and activities of the Legislature, the Legislature decided not to make any changes to the Massage Therapy Act and simply extended it by one year. The Legislature's intention is to do a deeper dive into the law to evaluate sections of the law to see what can be done or should be done to improve it. There are no other affirmative decisions of what will happen in the future beyond that. We have a lot to be proud of, and we welcome the Legislative review.

As for the COVID-19 response, we are still dealing with numerous inquiries from certificate holders in which we are able to respond within 24 hours. Some require legal review, but we are able to respond in a timely manner to all inquiries. The most recent inquiries are regarding mask and vaccine requirements.

Strategic priorities are right on target to meet all of them by the end of the year and will provide an update at the next Board meeting.

AMG faced pandemic-related challenges requiring the offices to shut down for a time as well as the renovation of the main office, both of which contributed to the temporary slowing of the application processing times. However, there will be improved processing times by the next Board meeting.

Mr. Netanel noted that despite nationwide labor shortages, CAMTC is in a really good position with staffing because we made the decision not to lay off employees during the pandemic.

#### **10. Public Comments Regarding Issues Not on This Agenda**

Bill Armor, owner of Burke Williams for 40 years. Here to thank CAMTC for what they do in this industry. CAMTC has played a vital role in this very fragmented industry and more efficient for business owners. Burke Williams supports the continuation of CAMTC.

Steve Carson, franchisee of Massage Envy and President of Massage Envy California Franchise Association which represents approximately 110 locations in California. They are actively in support of CAMTC. Very pleased with the work of CAMTC and will continue to support CAMTC in the coming years as well as advocate for massage therapists.

#### **11. CEO Performance Evaluation**

Chairman Foreman commented that It's been awhile since we have done an evaluation for Ahmos, we feel it's important to give feedback to the CEO, Ahmos Netanel. We have received and welcomed input from individual Board members.

#### **12. Closed Session Regarding CEO performance evaluation pursuant to California Government Code section 11126(a)**

Chairman Foreman called the meeting to closed session at 10:50 a.m.

#### **13. Return to open session and announce any action taken under item 12**

The meeting returned to open session at 12:01 p.m.

No action taken in closed session.

#### **14. 2022 Strategic Priorities**

Mr. Netanel proposed that there be only one strategic priority for 2022. As indicated in the Board Packet, it is next year's Legislative session. It is staff's strong recommendation for the Board to adopt it as the specific, single priority for next year. If there are other items the Board may want to consider, the only other recommendation is to wait until the middle of next year. We really believe

that it is critical that all the resources of this organization be very focused on this one single priority for CAMTC.

**MOTION 10132021:7 Bates/Callagy - Motion to Suspend Rules of Debate.**

**MOTION PASSES**

**ROLL CALL VOTE: Yes 12; No 0; Abstain 0**

Ron Bates - Yes

Allison Budlong – Yes

Mike Callagy – Yes

Mark Dixon – Yes

Shana Faber – Yes

Heather Forshey - Yes

John Lambert - Yes

Michael Marylander – Yes

Bernadette Murray – Yes

Stephany Powell - Yes

Sean Thuilliez – Yes

Jeff Forman – Yes

The Board members and Mr. Netanel engaged in a thoughtful discussion about Mr. Netanel's proposal for one strategic priority in 2022.

**MOTION 10132021:8 Foreman/Bates - Motion to reinstate Rules of Debate and to accept the Strategic Priorities 2022 as presented to the Board.**

## **MOTION PASSES**

**ROLL CALL VOTE: Yes 11; No 1; Abstain 0**

Ron Bates - Yes

Allison Budlong – Yes

Mike Callagy – Yes

Mark Dixon – Yes

Shana Faber – Yes

Heather Forshey - Yes

John Lambert - Yes

Michael Marylander – Yes

Bernadette Murray – No

Stephany Powell - Yes

Sean Thuilliez – Yes

Jeff Forman – Yes

### **15. Proposed adoption of annual schedule of reports and documents**

This item has been tabled.

### **16. Employee benefits**

Mr. Netanel reported the resolution provided in the Board Packet is practically identical to the resolution the Board passed a year ago with the exception of one clarification. When the Board earmarked \$80,000 to be used towards the employees' 403(b) plan, that did not include the CEO. Therefore, we added that clarification and updated the date. Otherwise, everything else is the same.

**MOTION 10132021:9 Callagy/Bates - Motion to adopt to the Resolution related to employee benefits/403(b) plan.**

**MOTION PASSES**

**ROLL CALL VOTE: Yes 12; No 0; Abstain 0**

Ron Bates - Yes

Allison Budlong – Yes

Mike Callagy – Yes

Mark Dixon – Yes

Shana Faber – Yes

Heather Forshey - Yes

John Lambert - Yes

Michael Marylander – Yes

Bernadette Murray – Yes

Stephany Powell - Yes

Sean Thuilliez – Yes

Jeff Forman – Yes

### **17. FSMTB 2021 Annual Meeting**

Chairman Foreman reported this meeting was supposed to take place in Charlotte, North Carolina, but due to COVID, the meeting was canceled. However, a remote meeting was held on Friday, October 8, 2021. Therefore, what was supposed to be a 3-day conference, ended up being a 2-hour virtual conference. Bylaw amendments were discussed as well as one resolution put forth by the Oregon Board of Massage Therapists to have the FSMTB provide remote training for delegates from different states. This resolution passed as well as the Bylaw amendments.

### **18. Director of Governmental Affairs, Human Trafficking and IT's report**

Ms. May referred to her report in the Board packet and reported that nothing has changed since her report was submitted.

#### **19. Director of Educational Standards Division's report**

Mr. Smith referred the Board to his report in the Board Packet and answered questions from a Board member relative to the topic of human trafficking and how it's being handled among national massage organizations.

#### **20. Director of Law and Code Enforcement Relations' report**

Mr. McElroy referred to his report in the Board Packet.

Mr. McElroy confirmed a training planned in November 2021 with approximately 25 officers. Zoom trainings are slowly transitioning into in-person as most prefer in-person trainings.

Mr. McElroy confirmed a recent training with CACEO which took place in Olympic Valley and noted that Code Enforcement Officers are an important component in CAMTC's work to protect the public.

#### **21. Outreach Director's report**

Ms. Rolnick referred to her report in the Board Packet.

#### **22. Items/suggestions from Board members for future meeting agendas**

Mr. Bates suggested a future agenda item to discuss modifying our current rules of debate so that Board members who want to speak can do so. Hoping that at some point it can be included on an agenda and discussed.

Mr. Netanel will include the review of the Rules of Debate on the next agenda.

### **23. Adjourn**

Chairman Forman adjourned the meeting at 1:13 p.m.

Minutes Approved: December 16, 2021

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Shana Faber, Secretary