

**Philadelphia Bar Association
Board of Governors
January 28, 2010 Minutes**

The Chair Richard Seidel called the meeting to order at 4:09 pm.

The Chair announced that minutes will be distributed by email and will only be available by limited numbers at the meetings. Upon motion made and seconded, the December 2009 minutes were approved.

The Chair recognized Treasurer Joe Prim who presented the Treasurer's report for the period ending December 31, 2009. The Association collected a slightly higher amount of dues than was projected. The Association was over budget for food costs and some revenue items but overall 2009 went well. There have been some changes in the way the financial statements are being prepared pursuant to suggestions made by the auditor. Executive Director Ken Shear stated that while the operational side of the Association went slightly over budget, the investments brought the Association into an overall surplus for 2009. Ken Shear stated that he can see from the first month that we are going to be challenged with regard to dues income this year. Some firms have already paid for fewer individuals than they have in the past. At the end of 2010, Ken Shear believes that there will be other sources of revenue that will counter the shortfall in dues. Ken Shear predicts this year may be different than 2009 and we may see some of the effects of the economy earlier in 2010. He thinks there will be a modest recovery reflected in 2011. Upon motion made and seconded, the Treasurer's report was approved.

The Chair asked Chancellor Scott Cooper to give a report on the audit the Association will be undergoing this year. Chancellor Cooper explained how in the past David Faw has been used for audits and reports to the Board. He stated that even though it is the audit committee who is involved in the audit that Board approval is required of who the outside auditor is. The Chancellor requested on his motion the Board ratify the approval of the engagement of David Faw as the auditor this year. A motion was made and seconded. There was discussion. Ken Shear advised the Board that Mr. Faw had been engaged by the Association some 17 to 18 years ago and has an expertise in nonprofit organizations. He has also done VIP, the Bar Foundation and other nonprofit groups. Mr. Shear further explained that the Association felt it was not getting the attention it deserved from larger auditing companies and that Mr. Faw has given excellent service. The motion passed unanimously.

The Chancellor then made announcements and thanked everyone who attended the retreat. He thanked everyone who completed the survey which confirmed what he and Rich Seidel thought. He reported that the reception and the location were given high grades. However, the survey showed that there was one session that not everyone liked and there were comments that the Association must make sure to keep to its mission on diversity. There was great feedback on the networking opportunities of the retreat.

He then reported that the changes made to the structure of the Cabinet have worked very well with the addition of Lou Rulli and Scott Reid. March 17 will be the first Quarterly

Meeting of 2010 when we thank the last Chancellor, Sayde Ladov. Scott King of CNN will be the speaker.

The Chancellor also reported that he spoke at meetings of the Philadelphia Association of Paralegals, the Support Center for Child Advocates and the Business Law Section. He also attended the honor roll ceremony for pro bono service, and the mid-year meeting of the Pennsylvania Bar Association. He was able to speak with some of the Supreme Court Justices at the PBA event about merit selection.

Chancellor Cooper reported that the Association is going through a rigorous process for selection of the director of diversity. Scott Reid and Ken Shear are meeting with many stakeholders on what types of things people might like to see in the person hired for this position. The goal is to complete the hiring process in April.

The Chancellor also requested help with regard to the Association bylaws which will be reviewed this year. The Charter and Bylaws Committee will address the issues. He would like a volunteer from each of the elected classes from the Board to serve on this. His last announcement made was about Haiti and how to match talents with incredible needs that exist and how to harness energies of Association members to help in Haiti.

Joe Sullivan was recognized to give a brief overview of what is going on in Haiti. He reported that TPS, Temporary Protective Status, was given to all Haitians in the United States by the Immigration and Naturalization Service so they can remain here for up to 18 months. HIAS and the Nationalities Service Center are already involved in immigration issues. There are other groups as well who are focused on this problem. They are going to train attorneys on completion of the process for these immigrants. Volunteers and organizations are also working with the Nationalities Service Center and other welcoming centers to explain what TPS status is. TPS status means such persons who are eligible can work legally and send money back to Haiti. There are also refugee services and the ABA has launched a website with links to help lawyers with providing these services. He also noted the issues for children in Haiti. Lastly, Mr. Sullivan reported that there is a regulation that permits a donation made by March 1 to be considered as a charitable deduction for the 2009 tax year. The law firm Pro Bono Committee has agreed to coordinate efforts as well. Ken Shear noted Tom Griffin's name in the article in the *Inquirer* dated January 27, 2010 and there will be a follow-up article about his advocacy. He also suggested that this clinic could be a direct recipient of donations.

The Chancellor requested approval from the Board for someone not an officer of the Association to participate in the auditing process. He reported that the Audit Committee is chaired by the Treasurer. He recommended Board member Brandi Bryce who, with her background, would be an ideal candidate to be the 2010 board member. Upon motion made and seconded, and seeing no other nominations, the motion passed unanimously.

Next, Chancellor Cooper had to appoint three members to the Judicial Commission and asked the Board to approve: A. Harold Datz to a one year term as Chair of the Commission, and Caryn Gubin and Marlene Olshan each to a two year term as lay members of the Commission. A motion was made and seconded. The motion passed unanimously.

Additionally, Judge Lisette Shirdan-Harris, Markita Morris-Louis, Sam Morgan, Jackie Carolan, Carmen Romano, and Mary Gay Scanlon were nominated for the Board of Directors of the Volunteers for the Indigent Program (VIP). A motion was made and seconded. The motion passed unanimously.

Alec Kerr, John Willis and Harold Cramer were nominated to be appointed to the Jenkins Law Library Board of Directors. A motion was made and seconded. The motion passed unanimously.

The Chancellor also nominated Nicole Edwards to the Editorial Board of the Bar Reporter. A motion was made and seconded. The motion passed unanimously.

The Chair then addressed the formation of the Calendar Committee which is to review the progress of proposed resolutions to make sure the appropriate process is followed, a function the cabinet used to do. Section 702 of the Bylaws gives the Board authority to create ad hoc committees to be put into the registers of committees. A motion was made to create a Calendar Committee to review resolutions. The motion was seconded and passed unanimously. The Chair announced he would be chair of this Committee, Regina Foley would be vice chair and members would be Michael Berkowitz, Dani Banks, Brandi Bryce, Kim Ruch-Alegant with Ken Shear and Brian Sims as members.

The chair recognized Bill Fedullo to present a Resolution Authorizing the Creation of the Philadelphia Bar Association Historical Society. He is co-chair with Bobby Liebenberg and Bob Heim. Serving with him is Mark Tarasiewicz. They will start videotaping former Chancellors to create a living history. The Society will be formed into a nonprofit. Minutes of Board meetings going back to 1802 are available. They will also involve every ethnic group. This is an inclusive event and an ongoing event. They may partner with the History Channel and the Constitution Center. Upon motion made and seconded, the Resolution was adopted unanimously. Karen Detamore pointed out the work lawyers have done in the civil rights areas, and that some of the oldest public interest work in the country is in Philadelphia and it would be beneficial to include this history.

Chancellor Cooper then discussed a Resolution Creating the Philadelphia Bar Association Academy. A board of trustees will be formed and contacts are needed in the different aspects of Philadelphia's cultural, social, artistic and educational fields. Upon motion made and seconded, the motion passed unanimously adopting the Resolution.

The Chair then recognized Judge Denis Cohen to present a Resolution Approving Amendments to the Bylaws of the Criminal Justice Section. Chair-Elect Brad Shuttleworth was also present. If approved, he and Tom Fitzpatrick will be co-chairs of the Criminal Justice Section. Additionally, there was an issue regarding the voting rights of certain members of the executive section. This issue first arose in 1995 and the Section has been operating as if certain appointed members of the executive committee have the right to vote. However, there is no record indicating that the Criminal Justice Section adopted any bylaw provision regarding these rights. The current Resolution would give these members voting rights and bring the Section's

bylaws into conformity with how they have been operating. Upon motion made and seconded, the motion passed unanimously.

Upon motion to adjourn the meeting was dismissed at 5:03 p.m.

Respectfully submitted,

Kathleen D. Wilkinson
Secretary

**Board of Governors
Attendance
January 28, 2010**

Present:

Scott Cooper
Kathleen Wilkinson
Jacqueline Segal

Rudolph Garcia
Joseph Prim

Richard Seidel
Regina Foley

Michael Berkowitz
Jeffrey Gross
Sean Sullivan
Kimberly Ruch-Alegant
Albertine DuFrayne
Lee Applebaum
Angus Love
Hon. A. Michael Snyder

Karen Detamore
Danielle Banks
Brandi Brice
Stacy Tees
Carolyn Chopko
Peter Berson
Alfred Fuscaldo
Ken Shear

Maria Feeley
Jeffrey Campolongo
Pedro Ramos
H. Marc Tepper
Mary Platt
Judith Stein
Tom Wilkinson
Lou Rulli

Absent:

John Savoth
Sophia Lee
Wesley Payne
Larry Beaser
Michael Schaffer
Richard Harris
Scott Sigman

Sayde Ladov
Gaetan Alfano
Shanese Johnson
Daniel Blickman
A. Michael Pratt
Scott Reid
Mehrin Masud-Elias