

**NAA Board of Governors
Minutes – 2019 Annual Meeting (Philadelphia)
May 28-29, 2019**

President Ed Krinsky welcomed the BOG to Philadelphia.

Program Co-Chair Bill McKee reported on the 2019 Annual Meeting program featuring many speakers who are experts in their field. He emphasized that the meeting will offer attendees many opportunities to interact.

The BOG accepted the Committee Reports submitted prior to the meeting.

EST Walt De Treux reported the following meeting attendance figures, membership numbers, and financial status:

2019 Annual Meeting Attendance

Total – 221

Members – 149

Nonmembers (12 sponsored) – 72

Employment Arb Workshop – 30

President’s Dinner – 53

Spouses – 65

Membership

	<u>2019</u>	<u>2018</u>
Total membership	599	598
Regular (full dues)	451	455
A-1 (half dues)	4	4
A-2 (zero dues)	102	95
B (half dues)	34	34
Honorary (zero dues)	8	10

Financials (as of 5/20/19)

NAA Accounts:

	<u>2019</u>	<u>2018</u>
Checking --	\$ 98,892	\$ 59,877
Investment Account (non-reserve) --	\$ 641,176	\$ 619,291
Reserve Funds --	\$1,065,375	\$1,042,441
LRF Accounts--	\$484,822	\$486,150
REF Accounts --	\$555,447	\$533,532

De Treux also reported on the future meetings in Savannah (2019 FEC), Denver (2020 Annual), and Marina del Ray (2021 Annual). He noted that the BOG will have to meet in Fall 2020 at a location TBD. The NAA is exploring a meeting in Atlantic City in conjunction with a FMCS Arbitration Symposium co-sponsored by 5 NAA Regions.

It was noted that a few members questioned whether the 2019 FEC should be cancelled in response to Georgia's passage of restrictive abortion legislation. The BOG agreed that cancellation was not the right response because of its adverse effect on hotel and other related workers. It was also noted that many film industry and trade union groups in Georgia are encouraging groups not to boycott. The BOG also recognized that members may have diverse views on this political and personal issue that does not directly impact labor-management relations. **BOG Member Phil LaPorte** shared his insights on the local stakeholders' view of a boycott. The BOG agreed to send an email bulletin to the membership to explain its decision.

The BOG recognized its prior ratification of the following EC action through the email protocol:

- Approval of amendment to NAA Constitution to add "to promote the study and understanding of the arbitration of labor-management disputes, **other collectively bargained dispute resolution arrangements, and procedures use to resolve other types of workplace disputes...**" (amendment to be voted on my membership at business meeting)
- Approval of 2021 Annual Meeting contract with Marina del Ray Marriott (April 21-24, 2021)

The BOG voted unanimous to ratify, pursuant to Article III, Section 9, the following EC actions:

- Approving the registration fee structure for 2019 Annual Meeting in Philadelphia -- \$575 Early, \$625 Regular, \$675 Late for Members; \$625 Early, \$675 Regular, \$725 Late for Non-Members; \$350 for non-member arbitrators sponsored by a member (limited to 2 meetings)
- Sending all members an electronic copy of the Membership Directory and providing them an option to receive a hard copy upon request;

- Ratifying contract with BNA for pdf copy of Proceedings for 2019 and 2020 Annual Meetings, with NAA having the right to print, but not sell, a limited number of copies for members only.
- Approving EST salary structure with a 2018 starting salary of \$61,026 that increases January 1 of each year based on the CPI-U for the 12-month period ending in November of the previous year. The EST salary will progress as follows: 2nd year – 102% of start; 3rd year – 104% of start; 4th year – 106% of start; 5th year – 108% of start; 6th year – 110% of start
- Approving round-trip coach airfare from NYC to Savannah for expert appearing on the program. Flight arrangements to be made through NAA Operations Center.

After a presentation by **VP William Marcotte**, the BOG ratified the EC's adoption of the Recommendations of the Ad Hoc Membership Standards Committee Report. The Membership Committee was informed of the BOG actions and will proceed accordingly.

Outreach Committee Chair Margaret Brogan provided an update of the Outreach Committee efforts including a New Arbitrator Salon as a joint effort of the Mid-Atlantic and DC Regions, the SW Rockies Region's efforts to identify NAA members willing to serve as mentors, and Canadian efforts to recruit and develop new arbitrators. She envisions the Outreach Committee as a central source for the Regions for ideas on the development and mentoring of newer arbitrators.

The BOG discussed a proposal from FMCS on New Arbitrator Development. The BOG agreed that the NAA would not take on any administrative role, but would assist by helping to identify NAA members who are willing to serve as mentors.

Amicus Brief Committee Chair Steve Befort reported on the NAA's intervention on a Supreme Court of Canada case which involves the scope of judicial review of arbitration decisions. He explained that the NAA will be filling a brief, but is not permitted to participate in oral argument.

Membership Chair Sarah Garraty and Chair-Designee Howell Lankford reported that the Committee had approved the applications of Anthony Miller, Guy Prihar, and Timothy Taylor. It also admitted Michael Green under the alternative standard based on his extensive academic record in the field of arbitration. The BOG voted unanimously to admit the four applicants.

Public Sector Initiative Chair Dan Nielsen updated the BOG on the Committee's activities. He noted that the Committee is still in the information gathering stage and another membership survey will soon be sent out. He explained that the Committee intends to analyze the information before determining concrete steps that may need to be taken to develop models of workplace justice and dispute resolution.

De Treux reported that BNA had terminated the contract for the Proceedings, Common Law of the Workplace, and the Supplement to 50 Years in the World of Work. While the NAA and BNA have agreed on a pdf publication of the 2019 and 2020 Proceedings, the Future of the Proceedings Committee will continue to explore ideas for publication after 2020, possibly through an Arbitration Yearbook. De Treux will solicit ideas from the Supplement Committee to determine if and in what form their work will continue.

Auditing Committee Chair David Williamson reported no issues since the 2018 FEC and advised that the 2018 Audit will begin in the near future.

REF Chair Richard Fincher reported that the REF receives about five funding proposals per year, the majority of which are focused on employment arbitration. He explained that the REF has expanded its publication and advertisement of notice of funding proposals.

International Studies Committee Chair Chris Albertyn and BOG member Josh Javits explained the comprehensive report filed by the Committee with the BOG. They summarized that the NAA should explore opportunities and establish connections with international entities that benefit from the expertise of NAA members; engage in training of NAA members on international issues, and visit those organizations in which there may be mutual interests. **VP Marcotte** suggested the NAA sponsor a conference inviting such organizations so as to establish the desired connections. **President-Elect Barry Winograd and BOG member Jeanne Vonhof** urged the NAA to seek observer status with the United Nations' International Labor Organization (ILO). **Fincher** added that the REF would be open to funding proposals that advance this initiative so long as the proposals are consistent with the REF mission.

2019 FEC Program Chair Jeanne Vonhof reported on the program planned for Savannah, including a tour of the Port of Savannah, a discussion with local labor leaders on local issues, a look at just cause in #MeToo cases, a session on cannibas, and a plenary on arbitrators' online reputations.

Ad Hoc Committee on Intra-Organizational Grievances Chair Elizabeth Wesman and members of her Committee explained and summarized its Report previously submitted to the BOG. Wesman emphasized that the time is now for the NAA to adopt a meaningful anti-harassment policy. After substantial discussion, the BOG voted unanimously to make the ad hoc committee permanent and charge it to develop a Code of Conduct and other procedures to implement the ad hoc committee's report. The Committee was instructed to report back to the BOG in Savannah.

President Krinsky wished farewell to the outgoing BOG members – Kathy Miller, Bill Marcotte, Betsy Wesman, Josh Javits, Randi Abramsky, William Miller, and David Williamson.

Winograd noted that the 2020 Annual Meeting will coincide with Gladys Gruenberg's 100th birthday, and the NAA will recognize Gladys at the meeting.

De Treux explained that **Gord Luborsky** will likely be elected to the BOG on Saturday, but will likely be unable to serve due to health issues. If that occurs, Winograd will appoint a replacement.

Adjourned.

NATIONAL ACADEMY OF ARBITRATORS

BOARD OF GOVERNORS MEETING MINUTES

June 1, 2019

3:00p, Philadelphia, PA

President Barry Winograd welcomed the BOG, including new BOG members LaRue, Knopf, Strongin, Wood, and Garraty, and explained his goals of strengthening the base, broadening the base, and expanding the vision of the Academy.

Winograd referred the BOG to a list of his newly-appointed Committee Chairs and Coordinators.

After a motion was made and seconded, the Board approved the nomination of Nielsen, Krinsky, and McKee to join Winograd and De Treux on the Executive Committee, joined by Paula Knopf as an alternate on the EC who will fully participate in the Committee deliberations.

EST Walt De Treux presented the following report:

Membership

	<u>2019</u>	<u>2018</u>
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After a motion was made and seconded, the BOG voted to grant the EST authority to sign check and related documents necessary to conduct the NAA's normal financial business for the 2019-20 term.

After a motion was made and seconded, the BOG voted to approve the expenditure of funds for the distribution of a Press Release announcing the election of the new Officers and Governors at the 2019 Annual Meeting.

VP Paula Knopf suggested that the NAA provide a page on the members' side of the website on which members could share with other members recommendations for books, restaurants, movies, and other forms of leisure and entertainment. The Ops Center will follow through on the recommendation.

VP Homer LaRue raised the issue of Board approval for a new CPRG Opinion regarding arbitrator fee increases during the pendency of an arbitration case. After appropriate follow-up, the BOG will discuss and vote on the Opinion by email.

After a motion was made and seconded, the meeting was adjourned.