

MEMORANDUM

TO: Section and Committee Chairs
Presidents and Executive Directors of State and Local Bar Associations
State and Section Delegates in the House of Delegates
ABA Directors and Department Heads

FROM: Marina B. Jacks

SUBJECT: Summary of Action of the October 2006 Board of Governors Meeting

DATE: November 2, 2006

Attached is the Summary of Action of the October 26-28, 2006, meeting of the Board of Governors held at The Broadmoor in Colorado Springs, Colorado. Please note that this Summary does not constitute official Minutes of the meeting. Minutes will be presented for Board approval at its next meeting in February 2007.

If you have any questions with respect to the action taken, please let me know.

CC: Board of Governors

Attachment

**SUMMARY OF ACTION
AMERICAN BAR ASSOCIATION
BOARD OF GOVERNORS**

**The Broadmoor
Colorado Springs, Colorado
October 26 - 28, 2006**

1. REPORTS OF OFFICERS AND THE EXECUTIVE DIRECTOR

The Board received the reports of the President, President-elect, Chair of the House of Delegates, Immediate Past President, Secretary, Treasurer and Executive Director. The minutes of the Board's August 4, 2006, meeting in Honolulu, Hawaii, were approved as presented. The minutes of the Executive Committee's August 24, August 29, September 15, October 13, October 26, and October 27, 2006, meetings were received.

2. MATTERS FOR DIRECT BOARD ACTION

2.1 Presentation from Admiral Timothy J. Keating, USN

The Board heard a presentation from Admiral Timothy J. Keating, USN, the Commander of the North American Aerospace Defense Command (NORAD) and the Northern Command. NORAD is a bi-national United States and Canadian organization charged with the missions of aerospace warning and aerospace control for North America and is located at Cheyenne Mountain Air Force Station in Colorado Springs. The NORAD-U.S. Northern Command Center serves as a central collection and coordination facility for a worldwide system designed to provide the commander and the leadership of Canada and the U.S. with an accurate picture of any aerospace threat.

2.2 Fund for Justice and Education

The Board, sitting as the members of the Board of the American Bar Association Fund for Justice and Education (ABA/FJE) a) approved the minutes of the August 4, 2006, meeting of the ABA/FJE Board as presented; and b) accepted the ABA/FJE restricted grants and contributions received or awarded through September 26, 2006, and not previously reported, as requested by the Association's Grant Development & Administration Office. c) The presentation of Sheila Slocum Hollis, Chair of the Council of the FJE, was deferred.

2.3 Report from Committee Chairs on Plans for 2006-2007

The Board received reports from Program and Planning Committee Chair Mark D. Agrast, Finance Committee Chair James Baird, and Operations and Communications Committee Chair Carol E. Dinkins regarding their plans for 2006-2007.

2.4 Status Report from Non-Dues Revenue Committee

This item was deferred.

2.5 Status Report from the Long Range Planning Committee

This item was deferred.

2.6 Executive Session

See Exhibit 5.2 below.

2.7 Request for Approval of Memorandum of Understanding Between the ABA and the All China Lawyers Association

The Board reaffirmed, as revised, the Memorandum of Understanding between the American Bar Association and the All China Lawyers Association.

2.8 Consent Calendar: Report of Board Committee Chairs

The Board adopted the Consent Calendar as presented by the Secretary. Action on all items contained on the Consent Calendar is set forth in items 3 through 5 of this Summary of Action relating to the reports of the Board Committees.

3. OPERATIONS AND COMMUNICATIONS COMMITTEE

A. MATTERS FOR REVIEW BY THE BOARD

3.1 Requests for Bylaw Amendments

a. Government and Public Sector Lawyers Division

The Board approved the request of the Government and Public Sector Lawyers Division to amend its bylaws to i) add a second Division Delegate to the House of Delegates pursuant to amendment of Section 6.7(f) of the ABA Constitution by the House at the 2005 Annual Meeting; ii) permit the Division's Council to determine membership dues rates for lawyer members, law student members and Associates, subject to Board approval; iii) change the Division Treasurer's term from two years to one year; and iv) designate the Division's Immediate Past Chair as a Division officer. The amendments were approved by the Division Council on May 19, 2006, and approved by the Division membership on August 5, 2006.

b. Section of International Law

The Board approved the request of the Section of International Law to amend its bylaws to i) increase the number of at-large positions on the Section Council by three members, having staggered terms and ii) provide for staggered terms for the Section's Division chairs, who coordinate the work of Section committees. The amendments were approved by the Section membership at its Annual Business Meeting on August 4, 2006.

c. Judicial Division National Conference of State Trial Judges

The Board approved the request of the Judicial Division National Conference of State Trial Judges (NCSTJ) to amend its bylaws to i) change the method of nomination of District Representatives on the NCSTJ Executive Committee and ii) permit nominations for NCSTJ officer positions to be made by petition. The NCSTJ membership approved the amendments on August 5, 2006.

d. Section of Labor and Employment Law

The Board approved the request of the Section of Labor and Employment Law to amend its bylaws to provide that the Immediate Past Chair is a voting member of the Section Council and no longer an *ex officio* member of the Council with voice but no vote. The amendments were approved by the Section Council on May 7, 2006, and by the Section membership on August 8, 2006.

e. Section of Dispute Resolution

The Board approved the request of the Section of Dispute Resolution to amend its bylaws to i) increase the number of elected at-large members on the Section Council from nine members to twelve members over the next three years; and ii) provide that between Annual meetings of the Section, any vacancies in the seats of the elected at-large Council members may be filled by appointment made by the Section Chair. The amendments were approved by the Section Council on August 5, 2006. Approval of the amendments by the Board is subject to approval by the Section membership.

3.2 Nominations

a. Appellate Judges Education Institute Board of Directors

The Board elected Honorable Norma L. Shapiro of Philadelphia, Pennsylvania, as an ABA representative on the Board of Directors of the Appellate Judges Education Institute (Institute) to fill an existing vacancy. Judge Shapiro's term will end at the conclusion of the 2009 ABA Annual Meeting. In 2003, the Board approved an Agreement between the ABA and the Institute to provide for continuing annual and periodic judicial education programs for appellate judges, court staff and practitioners. The Institute is a 501(c) (3) not-for-profit corporation established in 2002 and affiliated with the Dedman School of Law at Southern Methodist University.

b. National Construction Dispute Resolution Committee of the American Arbitration Association

The Board a) approved the request of the Section of Public Contract Law for ABA representation in the American Arbitration Association (AAA) National Construction Dispute Resolution Committee (NCDRC) and the nomination of Hubert J. Bell of Atlanta, Georgia, as the ABA representative to the NCDRC; and b) also voted to establish a three-year term for the ABA representative to the NCDRC.

The NCDRC provides guidance to the AAA on its rules, administrative policies, and other aspects of the AAA's construction dispute avoidance, management, and resolution processes.

3.3 Request to Change Name and Modify Jurisdictional Statement of the Center for Rule of Law Initiatives

This request was deferred to the Executive Committee and considered by the Executive Committee at its meeting on October 27, 2006.

The Executive Committee approved the request to change the name of the Center for Rule of Law Initiatives to the ABA Rule of Law Initiative. The Executive Committee deferred consideration of the modification of the jurisdictional statement to provide an opportunity for additional discussion.

3.4 General Practice, Solo and Small Firm Division Request for Division Member Benefit Program with Thomson West

The Board deferred the request of the General Practice, Solo and Small Firm Division for approval of a Division member benefit program that would provide a twenty percent discount on Thomson West online research products as part of the Division's publication package, "*The Lawyer's Toolkit*." In deferring the request, the Board asked that the Division submit the request to the Standing Committee on Publishing Oversight (SCOPO) to determine whether the request, in its present form, has addressed all of the concerns originally raised by SCOPO.

3.5 Government and Public Sector Lawyers Division Request to Charge Program Fees at 2007 Midyear Meeting

The Board approved the request of the Government and Public Sector Lawyers Division to charge program fees of \$30 for an ethics course, \$30 for a course in public law office management, and \$15 for a program on "Pathways to Success for Women and Minorities in the Public Sector" at the 2007 Midyear Meeting. The Board also approved the Division's request to charge a discounted fee of \$60 to register for all three of the aforementioned programs.

3.6 Standing Committee on Meetings and Travel Request for Approval to Hold 2013 Midyear Meeting in Dallas, Texas

The Board approved Dallas, Texas, as the site of the February 7-12, 2013, ABA Midyear Meeting, as recommended by the Standing Committee on Meetings and Travel.

B. MATTERS OF INDEPENDENT JURISDICTION
(Committee action and notifications to the Committee are reported to the Board.)

3.15 Requests for Co-Sponsorships

a. Commission on Immigration

The Operations and Communications Committee approved the request of the Commission on Immigration to join the Detention Watch Network (DWN), a group of legal professionals working in support of, and in service to, immigrants in detention. Founded in 1997, DWN includes 65 organizations as well as individual members. In approving the request, the Operations Committee understood that membership dues of \$300 per year will be paid from the Commission's approved 2006-2007 budget, and no additional ABA general revenues are requested or required.

b. Section of International Law

The Operations and Communications Committee approved the request of the Section of International Law to co-sponsor with the U.S. Department of Commerce, the National Association of Manufacturers, and the U.S. Chamber of Commerce's Coalition Against Counterfeiting and Piracy an expansion of the Section's International Intellectual Property Rights Advisory Program to include Brazil, Russia, India, Egypt, and Thailand. The Program provides a free, one-hour consultation for American small and medium size enterprises (SMEs) with an experienced volunteer attorney regarding the protection of intellectual property rights. In approving the request, the Operations Committee understood that i) no ABA general revenues are requested or required; and ii) when an SME agrees to use the service, the SME agrees that the ABA is not responsible for and makes no warranty regarding the advice received.

c. Section of Public Contract Law

The Operations and Communications Committee approved the request of the Section of Public Contract Law to co-sponsor its annual Federal Procurement Institute (FPI) with the National Contract Management Association (NCMA) in 2007, 2008, and 2009, subject to review of the co-sponsorship by the Office of the General Counsel (OGC) to determine whether a written contract is needed for the arrangement. In approving the request, the Operations Committee understood that only Section funds will be used to fund the FPI, and no ABA general revenues are requested or required.

d. Standing Committee on Judicial Independence

The Operations and Communications Committee approved the request of the Standing Committee on Judicial Independence to co-sponsor a Diversity Database with the National Consortium on Racial and Ethnic Fairness in the Courts, the National Center for State Courts, and the Conference of Chief Justices' and Conference of State Court Administrators' Access to and Fairness in the Courts Committee. In approving the request, the Operations Committee understood that i) the Standing Committee

expanded and updated the database with the assistance of the ABA Information Systems Department and a consultant whose fee is paid with a grant from the Open Society Institute; ii) the co-sponsors plan to send a letter to courts across the country asking that they designate an employee to keep the database current, and the Standing Committee will obtain any necessary approvals before sending such letter; iii) funds needed to print and mail the letters would come from the Standing Committee's approved 2006-2007 budget; and iv) no additional ABA general revenues are requested or required.

e. Judicial Division

The Operations and Communications Committee approved the request of the Judicial Division to co-sponsor a film competition on the topic *Youth at Risk* with the University of Miami's Video and Film Department, the Miami Film Commission, and the Florida Film Commission for the purpose of recognizing the importance of film in presenting people's visions of justice and the judicial system. The three submissions selected will be shown during the Judicial Division Welcome Breakfast at the 2007 ABA Midyear Meeting in Miami, Florida. In approving the request, the Operations Committee understood that i) the Division will fund the \$500 first place prize and \$250 second place prize (gift certificates) with monies from its approved 2006-2007 budget, and ii) no additional ABA general revenues are requested or required.

f. Commission on Women in the Profession

The Operations and Communications Committee approved the request of the Commission on Women in the Profession to solicit co-sponsors for the Commission's Margaret Brent Roundtable to be held on February 9, 2007, during the 2007 Midyear Meeting in Miami, Florida. The Roundtable will be comprised of Margaret Brent alumnae who will discuss with the audience pressing issues facing women in the legal profession. In approving the request, the Operations Committee understood that i) the Commission will identify program topics and participants; ii) co-sponsors will not have planning or programming responsibilities; however, they will be asked to invite their own members to attend the Roundtable; iii) the Commission will fund the Roundtable through solicitation of sponsorships from bar associations, law firms, and corporations; and iv) no ABA general revenues are requested or required.

g. Standing Committee on Public Education

The Operations and Communications Committee approved the request of the Standing Committee on Public Education for the American Bar Association to support formally the Campaign for the Civic Mission of Schools and join the Campaign's National Affiliate Program, which currently has 40 Coalition Partners. The Campaign's mission is to expand and improve civic learning in the nation's K-12 schools. In approving the request, the Operations Committee understood that i) the ABA's collaboration in the Campaign may include the co-sponsorship of publications, and prior to publication, the Standing Committee will obtain any necessary approvals from the Board or the Standing Committee on Publishing Oversight; ii) any expenses will be paid from the Standing

Committee's approved 2006-2007 budget; and iii) no additional ABA general revenues are requested or required.

h. Commission on Youth at Risk

The Operations and Communications Committee approved the request of the Commission on Youth at Risk for the American Bar Association to join in partnership with the Girl Scouts of the USA to co-sponsor the "Take Charge! Violence Prevention Education, Conflict Resolution, and Law" project. The project focuses on domestic and teen dating violence prevention, school safety, conflict resolution, other legal issues and careers in law. In approving the request, the Operations Committee understood that i) the ABA's collaboration in the "Take Charge!" project may include the co-sponsorship of publications, and prior to publication, the Commission will obtain any necessary approvals from the Board or the Standing Committee on Publishing Oversight; ii) any expenses will be paid from the Commission's approved 2006-2007 budget; iii) it is anticipated that the Girl Scouts of the USA as well as local Girl Scout councils and local bar associations will also contribute to project-related costs and provide in-kind support; iv) existing resources available from the ABA Division for Public Education, the former Steering Committee on the Unmet Legal Needs of Children and other entities will be used; and v) no additional ABA general revenues are requested or required.

3.16 Meetings Held Outside the United States

a. Section of Litigation (2 Requests)

i. The Operations and Communications Committee was notified that the Section of Litigation plans to its 2007 Spring Leadership Meeting on June 21-23, 2007, at the Pan Pacific Hotel in Vancouver, British Columbia, Canada.

ii. At the October Board 2006 meeting, the Section of Litigation had before the Board a request to solicit outside funding for a Legal Training Program for lawyers from Darfur, Sudan, in spring 2007. (See Exhibit 4.1 b below.) The Operations and Communications Committee was notified that the Section intends to hold the Legal Training Program in South Africa if funding becomes available. Information regarding the program format and schedule will be provided to the Operations Committee once they have been finalized.

b. Health Law Section

The Operations and Communications Committee was notified that the Health Law Section plans to hold its Spring Council Meeting on May 24-27, 2007, in Berlin, Germany.

4. PROGRAM AND PLANNING COMMITTEE

A. MATTERS FOR REVIEW BY THE BOARD

4.1 Requests to Seek Outside Funding

a. President-elect William H. Neukom

The Board approved the request of President-elect William H. Neukom to seek outside funding to support his primary Presidential Initiative for the 2007-2008 Association Year, "Promoting Justice by Mainstreaming the Rule of Law," which will have four interrelated parts: Reaching Out to Other Disciplines, Rule of Law Index, Academic Study and Paper on the Rule of Law, and World Justice Forum.

b. Section of Litigation

The Board approved the request of the Section of Litigation to seek outside funding to conduct a Legal Training Program for lawyers from Darfur, Sudan, in spring 2007. The Program will be conducted in South Africa. (See also Exhibit 3.16 a ii) above.)

4.2 Joint Commission to Evaluate the Model Code of Judicial Conduct Request for Emergency Supplemental Funding

The Board approved the request of the Joint Commission to Evaluate the Model Code of Judicial Conduct for emergency supplemental funding to permit the Commission to complete its work and submit a final Report with Recommendations to the House of Delegates at the 2007 ABA Midyear Meeting. The Board's approval was with the recommendation that if Commission member travel to the 2007 Midyear Meeting can be paid out of the budgets of other ABA entities on which Commission members serve, the emergency supplemental fund should be replenished accordingly.

4.3 Request to Create the ABA Opportunity Grants Fund (now called "ABA Enterprise Fund")

The Board approved, with certain revisions, the request for the creation of an ABA Opportunity Grants Fund (now called "ABA Enterprise Fund") from available funds, including excess funds over expenses, to provide incentives to ABA Sections, Divisions, Forums and other entities, to work collaboratively to develop or enhance innovative programs that advance the goals, priorities and strategies in the ABA Strategic Plan as adopted by the Board.

B. MATTERS OF INDEPENDENT JURISDICTION

None for consideration.

5. FINANCE COMMITTEE

A. MATTERS FOR REVIEW BY THE BOARD

5.1 Recommendations of Finance Committee Task Forces

a. Task Force on General Revenue Budget Deficits

The Board approved, with certain revisions, guidelines for "Controlling and Reporting on Deficits," dated October 2006, as recommended by the Finance Committee Task Force on General Revenue Budget Deficits. The guidelines address the consequences of overrunning budgets, including the possibility of entities being required to repay the deficit over time.

b. Task Force on Acceptance of Outside Funds

The Board approved, with a revision, the recommendation of the Finance Committee Task Force on Acceptance of Outside Funds for "Seeking & Accepting Grants: Guide for ABA/FJE Projects," dated September 29, 2006.

5.2 Request to Approve Employee Benefits for New Employees
(Executive Session)

In executive session, the Board approved a change in the ABA Pension Plan for new employees.

5.3 Request to Revise the Contract Policy

The Board adopted a revised Contract Policy, dated September 28, 2006. The policy pertains to contracting of goods and services in all areas of the American Bar Association including, but not limited to, General Revenue operations, Section operations, FJE operations, and grant/award sponsored programs.

B. MATTERS OF INDEPENDENT JURISDICTION

None for consideration.