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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 31-November 1, 2008,
Board of Governors Meeting

DATE: November 6, 2008

Attached is the Summary of Action of the October 31-November 1, 2008, meeting of the Board of Governors held at the Renaissance Ross Bridge Golf Resort and Spa in Birmingham, Alabama. This Summary does not constitute official Minutes of the meeting. Minutes will be presented for Board approval at its next meeting in February 2009.

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**

**Renaissance Ross Bridge Golf Resort and Spa
Birmingham, Alabama
October 31 – November 1, 2008**

1. REPORTS OF OFFICERS AND THE EXECUTIVE DIRECTOR

The Board received the reports of the President, President-elect, Chair of the House of Delegates, Secretary, Treasurer and Executive Director. The minutes of the Board's August 8, 2008, meeting in New York, New York, were approved as presented. The minutes of the Executive Committee's August 19, August 26, September 18, and October 30, 2008, meetings were received.

2. MATTERS FOR DIRECT BOARD ACTION

2.1 Presentation Regarding Retirement Systems of Alabama

David Bronner, Chief Executive Officer of the Retirement Systems of Alabama, discussed generally with the Board the current situation in the financial markets and challenges the United States is facing due to these developments.

2.2 Presentation Regarding the Birmingham Pledge

The Board heard a presentation from Louis J. Willie, III, Co-chair of The Birmingham Pledge Task Force. The Birmingham Pledge, a statement composed by Birmingham Alabama, lawyer James E. Rotch in November 1997, is a commitment to recognize the importance of every individual, regardless of race, religion, or gender. The Birmingham Pledge has received worldwide recognition in recent years and has been signed by tens of thousands of people. In January 2000 a Joint Resolution of Congress was passed recognizing The Birmingham Pledge. Each Board member received a copy of the Pledge and was encouraged to sign it.

2.3 Report on the 2009 ABA Day in Washington

On behalf of 2009 ABA Day in Washington Chair Laurel G. Bellows, Stephen N. Zack, Chair of the 2008 ABA Day in Washington, reported on the schedule of planned events for 2009 ABA Day, to be held April 21-23, 2009. Participation in 2009 ABA Day will be enhanced through a "virtual alert" to members of the House of Delegates asking them to contact their Congressional representatives prior to ABA Day regarding issues House members would like to discuss. In addition, the ABA Governmental Affairs Office is arranging one day of appointments on Capitol Hill for Sections. President Wells encouraged all Board members to actively participate in 2009 ABA Day.

2.4 Report on the Legal Opportunity Scholarship Fund Fundraising Committee

James R. Silkenat, Chair of the Legal Opportunity Scholarship Fund Fundraising Committee, presented a report on the work of the ABA Legal Opportunity Scholarship Fund (Fund) and the Fundraising Committee. The Fund was created in 1999 at the request of then-President William G. Paul to provide financial assistance to racial and ethnic minority law students. Since its creation, the Fund has awarded \$2,700,000.00 in scholarships to 180 law students. Each recipient receives \$5,000.00 per year for a total of \$15,000.00 in financial assistance during law school. The six-member Fundraising Committee was established in March 2008 to conduct a comprehensive fundraising effort for the Fund. Mr. Silkenat introduced 2001 scholarship recipient Kevin Gooch, a graduate of the University of Georgia School of Law who currently practices in the Global Finance Group of Alston & Bird, LLP in Atlanta, Georgia. Mr. Gooch described for the Board the significant and wide ranging opportunities the ABA Legal Opportunity Scholarship afforded him and thanked the Association for developing the Fund. (See Exhibit 5.2)

2.5 Report on the World Justice Project

James R. Silkenat, Chair of the ABA Commission on the World Justice Project (Project), presented a status report on the Project's work. The Project, the major Presidential Initiative of Immediate Past President William H. Neukom, is based upon two premises--the rule of law is the foundation for communities of opportunity and equity and multidisciplinary collaboration is the most effective way to advance the rule—and is comprised of the following five activities: a) World Justice Forum; b) Opportunity Fund, the Project's small grants program; c) Multidisciplinary Mainstreaming, a series of international and domestic outreach and planning meetings to create partnerships to advance the rule of law; d) Scholarship, academic explorations of the relationship between the rule of law and economic, political, and social development led by two Nobel laureates; and e) The Rule of Law Index, the first quantitative assessment tool designed to give a detailed and comprehensive picture of the extent to which countries adhere to the rule of law across multiple dimensions.

Project activities for 2009 include a second World Justice Forum in Vienna, Austria, topical mainstreaming meetings in Africa and the Middle East, and development of a strategic plan to enable the Project to launch as an independent non-governmental organization. Mr. Silkenat advised that the Project has retained McKinsey & Company to conduct an assessment of the Project for the future. It is anticipated that the McKinsey report will be completed by mid-November 2008 and Mr. Silkenat will present the report's conclusions to the Board at a future Board meeting.

2.6 Report on the Rule of Law Initiative

William Howard Taft, IV, Chair of the Rule of Law Initiative (ROLI), and Rob Boone, Director of ROLI, updated the Board on the work of ROLI in furtherance of ABA Goal IV ("advance the rule of law"). Currently, ROLI has a presence in 37 countries in five regions: Africa, Asia, Europe and Eurasia, Latin America and the Caribbean, and the Middle East and North Africa. ROLI's program areas include anti-corruption and public integrity, criminal law reform and anti-human trafficking, women's rights, judicial reform, legal education reform, and civic reform. Since its inception in 1990, the ROLI has made available over \$200,000,000.00 in pro bono assistance through the contributions of

lawyers, judges, law professors and legal specialists. For FY 2008, ROLI received approximately \$28,900,000.00 in funding. Ninety-two percent of the funding was received through grants and eight percent was provided through ABA general revenues. On behalf of the Board, President Wells expressed his appreciation to those individuals who are willing to give of their time to go to these regions to provide necessary assistance without pay.

2.7 Section of International Law and Center for Human Rights Request for Adoption of Policy Urging Support for the Principles of the Universal Declaration of Human Rights

The Board adopted policy that urged the United States and other countries to renew their commitment to the principles of the Universal Declaration of Human Rights, on the occasion of the 60th anniversary of the signing of the Universal Declaration of Human Rights on December 10, 1948, in Paris, France.

2.8 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 8, 2008, meeting of the ABA/FJE Board as presented; and b) accepted the ABA/FJE restricted grants and contributions received or awarded through October 4, 2008, and not previously reported, as requested by the Association's Accounting and Grants Service office in Washington, DC.

2.9 National Judicial College Nomination

The Board, sitting as the Members of the National Judicial College(NJC), elected Michael DeMarco of Boston, Massachusetts, as an NJC representative to the Board of Trustees of the NJC, to complete an unexpired three-year term that will end at the conclusion of the NJC Board meeting in 2011.

2.10 Memorial Resolution for M. Peter Moser

The Board passed a memorial resolution recognizing the accomplishments, standards and achievements of M. Peter Moser of Baltimore, Maryland, a former ABA Treasurer and a member of the Board of Governors from 1984-1987 and 1992-1996, who passed away on October 17, 2008.

2.11 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. Judicial Division National Conference of Specialized Court Judges

The Board approved the request of the Judicial Division National Conference of Specialized Court Judges (NCSCJ) to amend its bylaws to expand the NCSCJ membership eligibility criteria to include members who are senior or retired specialized court judges and members who are designated for U.S. military service as an active duty, guard, or reserve member of the judiciary. The proposed amendment was approved by the NCSCJ membership at its August 2008 meeting.

b. 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, in pertinent part, to i) transfer from the NCSTJ Board of Delegates to the NCSTJ Officers the final authority regarding the appointment and qualifications of NCSTJ Delegates, ii) eliminate the 12 Conference districts and their respective representatives and replace them with ten Directors-at-Large, iii) limit the Conference delegate to the ABA House of Delegates to two consecutive terms, and iv) eliminate the NCSTJ Resolutions Committee. The proposed amendments were approved by the NCSTJ membership at its August 2008 meeting.

c. Section of Business Law

The Board approved the request of the Section of Business Law to amend its bylaws to add the position of Section Content Officer. The proposed amendment was approved by the Section Council on August 9, 2008, and by the Section membership on August 11, 2008.

3.2 Nominations

a. Council on Legal Education Opportunity (CLEO)

The Board elected Malcolm L. Morris of DeKalb, Illinois, to a three-year term as an ABA representative on the CLEO Council, effective as of July 1, 2008 through July 1, 2011.

b. International Legal Assistance Consortium (ILAC)

The Board elected Karen J. Mathis of Boulder, Colorado, as the ABA representative to the International Legal Assistance Consortium (ILAC), for a three-year term, to take effect as of the conclusion of the 2008 ABA Annual Meeting and end at the conclusion of the 2011 ABA Annual Meeting.

A non-profit organization formed under Swedish law and located in Stockholm, ILAC was founded through the leadership of the International Bar Association, the International Commission on Jurists, the Union Internationale des Avocats, and the Swedish Bar

Association. ILAC's primary goal is to improve the international community's approach to post-conflict justice and judicial rehabilitation during post-conflict period. The Board approved ABA representation in ILAC in August 2002.

c. Appellate Judges Education Institute

The Board elected Joseph D. O'Connor of Bloomington, Indiana, as an ABA representative to the Board of Directors of the Appellate Judges Education Institute, for a three-year term, to take effect as of the conclusion of the 2008 ABA Annual Meeting and end at the conclusion of the 2011 ABA Annual Meeting.

In 2003, the Board approved an Agreement between the ABA and the Appellate Judges Education Institute to provide for annual and periodic continuing 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.

3.3 General Practice, Solo and Small Firm Division Request to Create Seven Awards and Rename One Previously Approved Award

The Board approved the request of the General Practice, Solo and Small Firm Division to establish the following seven awards: a) Solo and Small Firm Project Award; b) Solo and Small Firm Trainer Award; c) Difference Makers Award; d) Making a Difference by Breaking Barriers award; d) Making a Difference through Community Service award; e) Making a Difference through Pro Bono Work award; and f) Making a Difference through Service to the Profession Award.

The Board also approved the Division's request to rename the "Donald C. Rikli Solo Lifetime Achievement Award" the "Solo and Small Firm, Lifetime Achievement Award."

3.4 Requests to Charge Registration Fees for Programs at 2009 Midyear Meeting

a. Government and Public Sector Lawyers Division

The Board approved the request of the Government and Public Sector Lawyers Division to charge a maximum registration fee of \$40.00 per program for not more than five CLE and other programs at the 2009 Midyear Meeting.

b. Section of International Law

The Board approved the request of the Section of International Law to charge a registration fee, not to exceed \$50.00, for a maximum of four CLE programs at the 2009 Midyear Meeting.

c. Section of Dispute Resolution

The Board approved the request of the Section of Dispute Resolution to charge a registration fee, not to exceed \$75.00 per program, for a maximum of four CLE programs to be presented at the 2009 Midyear Meeting.

3.5 Middle East and North Africa Initiative Council and Rule of Law Initiative Requests to Revise Their Jurisdictional Statements to Make Technical Changes

The Board approved the request of the Middle East and North Africa Initiative Council to revise its jurisdictional statement to make a technical correction to change the name of the Council from "Middle East and North Africa Initiative Council" to the "Middle East and North Africa Law Initiative Council." In addition, the Board approved the request of the Rule of Law Initiative to revise its jurisdictional statement to correct the reference to the Council's name.

3.6 President Wells' Request for Creation of Presidential Task Force on Financial Markets Regulatory Reform

The Board approved the request of President H. Thomas Wells, Jr. to create a Presidential Task Force on Financial Markets Regulatory Reform comprised of up to 15 members, including two co-chairs. The Task Force will, in pertinent part, coordinate the ABA's response to regulatory developments that may occur in the financial markets as a result of recommendations of the U. S. President's Working Group on Financial Markets and other actions taken by the Federal Reserve, the Department of Treasury, the Securities and Exchange Commission and by other federal agencies with responsibility for regulating the U.S. financial markets.

3.7 Standing Committee on Membership Requests for Member Benefit Programs

The Board approved the request of the Standing Committee on Membership to develop the following member benefit programs, as one-year pilots, with online florist FTD.com, and Lands' End.

a. FTD.com

ABA members will receive a 15 percent discount on all products, every day of the year. The discount will not apply to sale items. The ABA will receive a five percent royalty on all member transactions.

b. Lands' End

ABA members will receive a ten percent discount on all products and embroidery application fees as well as a "Friends and Family Promotion," which offers a ten percent discount on all Lands' End products. The ABA will receive a four percent commission on all member transactions, and program revenue is projected to exceed \$30,000.00 in year one. The Lands' End program, which focuses on casual business apparel, will be renewed on an annual basis and will continue if Lands' End and the ABA view it as mutually advantageous.

3.8 Section of Family Law Request to Transfer PARTNERS Project Outside the ABA

The Board approved the request of the Section of Family Law that the ABA transfer the ABA's interest in the name "PARTNERS: A Curriculum for Preserving Marriages," and all PARTNERS program materials on hand to former Section Chair Lynn Z. Gold-Bikin, with the understanding that the FJE-funded "Preserving Families" account balance of approximately \$35,000.00 dollars will not be transferred.

3.9 Section of Labor and Employment Law Request for Renewal of Technical Commenting Authority Expiring in October 2008

The Board approved the request of the Section of Labor and Employment Law to submit technical comments under the Association's Blanket Authority Procedure for a second three-year period, i.e., from October 2008 through October 2011, with the understanding that a draft of technical comments prepared by the Section of Labor and Employment Law will be forwarded to the Section's Governmental Affairs Office liaison for review prior to submission to the government executive branch agency and/or government independent agency.

3.10 Request to Adopt Revised Policy Regarding the ABA Staff Lawyers Pro Bono Program

The request to approve an updated American Bar Association Attorney Staff Pro Bono Policy was withdrawn.

3.11 Request to Revise Holiday Schedule

The Board granted Executive Director Henry F. White, Jr. the authority to select ten staff holidays per calendar year.

3.12 Report on the Direct Women Initiative

The Board requested that the General Counsel work with a two-person subcommittee of the Operations and Communications Committee to clarify the following issues raised during the Committee's review of the Direct Women Initiative's progress report at the October 31, 2008, Committee meeting: a) the ABA does not approve permanent co-sponsorships; b) the ABA must maintain control of the funds in the Direct Women FJE account; and c) ABA funds should not be used to form a new Direct Women 501(c)(3) entity.

3.13 Request for Adoption of Policy Regarding Negotiation and Booking of Meetings of Association Entities

The Board affirmed the following statement regarding the negotiation and booking of meetings by Association entities:

Centralization of administrative functions by an organization as large as the American Bar Association promotes not only administrative efficiency but also economic benefits for the organization, its component parts and, most importantly, its members. Centralization reduces the number of employees and associated overhead costs involved in an activity,

enhances the knowledge and sophistication the employee would enjoy in his/her activity and leverages the purchasing power of the entire organization. The ABA will continue its longstanding approach of treating negotiation of travel contracts as a management function within the discretion of the Executive Director.

B. MATTERS OF INDEPENDENT JURISDICTION

3.15 Requests for Co-Sponsorships

a. Commission on Homelessness and Poverty (*Two Requests*)

i. Wiki

The Operations and Communications Committee approved the request of the Commission on Homelessness and Poverty to contribute educational resources to Wiki, a collaborative Web-based project sponsored by the National Law Center on Homelessness & Poverty to enhance information and resources sharing, communication, and capacity among homeless services organizations, lawyers, pro bono coordinators, and advocates.

In approving the request, the Operations Committee understood that Commission expenses for the Wiki project (e.g., nominal staff time related to reviewing documents and submitting them for posting) would be paid from the Commission's approved 2008-2009 budget, and no additional ABA general revenue is requested or required.

ii Institute on Homeless Youth and the Law

The Operations and Communications Committee approved the request of the Commission on Homelessness and Poverty, Commission on Youth at Risk and Center on Children and the Law to co-sponsor a two-day institute on homeless youth and the law with the National Network for Youth ("NN4Y") on January 26-27, 2009, in Washington, DC, in association with NN4Y's annual symposium.

In approving the request, the Operations Committee understood that the financial contribution of the Commissions and the Center is limited to in-kind staff time and placement of institute advertisements in ABA materials, and no additional ABA general revenue is requested or required.

b. Commission on Mental and Physical Disability Law

The Operations and Communications Committee approved the request of the Commission on Homelessness and Poverty to have the Minority Corporate Counsel Association co-sponsor the second ABA National Conference on the Employment of Lawyers with Disabilities, which will be held June 15-16, 2009, in Washington, DC. In approving the request, the Operations Committee understood that expenses for the conference will be paid from corporate and law firm donations and registration fees, and no additional ABA general revenue is requested or required.

c. Law Student Division

The Operations and Communications Committee approved the request of the Law Student Division to co-sponsor the Veterans Consortium Pro Bono Program for one year with The Veterans Consortium Inc. The Pro Bono Program recruits and train attorneys in the field of veterans' law and provides pro-bono legal services to unrepresented appellants at the U.S. Court of Appeals for Veterans Claims. In approving the request, the Operations Committee understood that no ABA general revenue is requested or required.

d. Section of Business Law

The Operations and Communications Committee approved the request of the Section of Business Law to co-sponsor the International Technology Law Association's 5th International Asian Conference, February 19-20, 2009, in New Delhi, India. In approving the request, the Operations Committee understood that the Section will contribute \$3,500.00 from Section funds to support the conference, and no ABA general revenue is requested or required.

e. Section of International Law, Center for Human Rights and Section of Individual Rights and Responsibilities

The Operations and Communications Committee approved the request of the Section of International Law, Center for Human Rights and Section of Individual Rights and Responsibilities to co-sponsor a program marking the 60th anniversary of the adoption of the Universal Declaration of Human Rights, November 13-14, 2008, in New York, New York. Eighty-one bar associations (listed in the request) will be non-financial co-sponsors of the event. In approving the request, the Operations Committee understood that only Section funds will be used to support the program, and no ABA general revenue is requested or required.

f. Standing Committee on Professional Discipline and Center for Professional Responsibility Coordinating Council

The Operations and Communications Committee approved the request of the Standing Committee on Professional Discipline and the Center for Professional Responsibility Coordinating Council to co-sponsor a conference in Chicago, Illinois, on May 27, 2009, entitled: "The Future Is Here: Globalization and the Regulation of the Legal Profession" for the Conference of Chief Justices with the Georgetown University Law School Center for the Study of the Legal Profession.

In approving the request, the Operations Committee understood that a) the Center for Professional Responsibility will contribute \$25,000.00 of the estimated \$55,000.00 cost toward the conference from its approved budget, b) the Georgetown University Law School Center for the Study of the Legal Profession will contribute \$10,000.00, and c) a request for the balance of \$20,000.00 has been submitted for consideration by the Finance Committee of the Board (See Exhibit 5.15 below.)

g. Standing Committee on Professionalism

The Operations and Communications Committee approved the request of the Standing Committee on Professionalism to co-sponsor two professionalism conferences in 2009, one conference in 2010, and one conference in 2011 with the National Institute for Teaching Ethics and Professionalism (NITEP), a consortium of five nationally recognized centers on ethics and professionalism, and the Georgia Chief Justice's Commission on Professionalism. In approving the request, the Operations Committee understood that NITEP members and the Georgia Chief Justice's Commission on Professionalism will pay all costs associated with the conferences, and no ABA general revenue is requested or required.

h. Forum on Communications Law

The Operations and Communications Committee approved the request of the Forum on Communications Law to co-sponsor the First Amendment and Media Law Moot Court Competition in 2009, 2010, and 2011 with the National Black Law Student Association, National Latino/a Law Student Association, National Native American Law Students Association, and National Asian Pacific American Law Students Association. In approving the request, the Operations Committee understood that initially the Forum will fund a portion of the competitions from Forum funds. However, it is anticipated that should the competitions in the future become self-sustaining events supported by a combination of corporate and law firm sponsorships and stipends from participants' law schools, no funding would be necessary from the Forum.

i. Section of Litigation

The Operations and Communications Committee approved the request of the Section of Litigation, on behalf of its Committee on International Litigation, to co-sponsor a winter seminar/program of the UIA International Association of Lawyers on topics relating to international civil litigation, February 28-March 7, 2009, in Christophe, Austria. In approving the request, the Operations Committee understood that no ABA general revenue is requested or required for the seminar.

j. President H. Thomas Wells, Jr.

The Operations and Communications Committee approved the request of President Wells to have the National Center for State Courts (NCSC) co-sponsor the national summit "Justice is the Business of Government: the Critical Role of Fair and Impartial State Courts," May 7-9, 2009, in Charlotte, North Carolina. In approving the request, the Operations Committee understood that a) the Presidential Commission on Fair and Impartial State Courts has received \$107,000.00 in ABA general revenues for the Summit, b) to date, \$175,000.00 in outside funding has been received, c) additional outside funding is being solicited, d) NCSC will provide financial support for the Summit by commissioning a public opinion poll at a cost of approximately \$100,000.00 and providing \$10,000.00 to help defray other costs, and e) it is anticipated that no additional ABA general revenue funding will be requested.

k. Commission on Sexual Orientation and Gender Identity

The Operations and Communications Committee approved the request of the Commission on Sexual Orientation and Gender Identity to co-sign a letter that is being sent by the National Association of Law Placement (NALP) to law firms encouraging the firms to include gay, lesbian, bisexual and transgendered lawyers in their diversity information. The letter has been endorsed by a variety of organizations.

l. Commission on Women

The Operations and Communications Committee approved the request of the Commission on Women to co-sponsor a research project with the Minority Corporate Counsel Association and the Project for Attorney Retention at Hastings College of Law to examine how various law firms approach the distribution of billing credit for client engagements and how that distribution impacts the overall compensation and professional advancement to or equity partnership of women lawyers.

In approving the request, the Operations Committee understood that a) the Commission will not own the rights to the research or the project report but will be permitted to distribute the project report, b) the project report will be submitted to the Board of Governors or Standing Committee on Publishing Oversight, as appropriate, prior to any distribution by the Commission, c) the project will not result in any policy statements which could be attributed to the ABA without the requisite approvals from the House of Delegates or Board of Governors, or which would conflict with existing ABA policy, and d) no additional ABA general revenue is requested or required.

3.16 Meetings Outside the United States

The Operations and Communications Committee received the following notifications regarding meetings outside the U. S.

a. Section of Antitrust Law (Three Notifications)

i. Paris, France

The Section will hold a CLE conference on competition issues with the International Bar Association in February 2010 in Paris.

ii. Switzerland

The Section will hold a CLE conference on competition issues with the International Bar Association (and other organizations to be determined) commencing in June 2009 in Switzerland. The Section is requesting approval from the Standing Committee on CLE of a ten-year agreement to hold the conference and will provide the Operations Committee with notification of conference locations outside the U.S. as they are confirmed.

iii. Seoul, South Korea

The Section will hold a CLE conference with the Korea Competition Forum in April or May 2009 in Seoul, South Korea.

b. Section of Business Law (Two Notifications)

i. Hong Kong, China

The Section will hold its second Global Business Law Forum on June 10-12, 2009, in Hong Kong, China.

ii. London, England

The Section will hold a CLE program on private investment entities with the International Bar Association on March 8-10, 2009, in London, England. The program will also be held in London in 2010 and 2011. An agreement that outlines the financial arrangements for the conferences, release of the Section from liability, and the recognition that the ABA will receive for its co-sponsorship is currently being prepared and will be reviewed by the ABA Office of the General Counsel.

c. Section of Labor and Employment Law (Four Notifications)

i. Los Cabos, Mexico

The Section's Federal Labor Standards Legislation Committee will hold its Midwinter Meeting February 18-19, 2009, in Los Cabos, Mexico.

ii. Madrid, Spain

The Section's International Labor & Employment Law Committee will hold its Midyear Meeting May 10-14, 2009, in Madrid, Spain.

iii. Lisbon, Portugal

The Section Council will hold its Spring Meeting May 15-17, 2009, in Lisbon, Portugal.

iv. Puerto Vallarta, Mexico

The Section's State & Local Government Bargaining & Employment Law Committee will hold its Midwinter Meeting January 28-30, 2010, in Puerto Vallarta, Mexico.

d. Section of Litigation

The Section will hold a winter seminar/program with the UIA International Association of Lawyers (UIA) on topics relating to international civil litigation, February 28-March 7, 2009, in Christophe, Austria.

3.17 Section of Antitrust Law Request to Add State and Local Bar Associations as Potential Co-sponsors of Brown Bag Programs Held in 2008-2009

The Operations and Communications Committee approved the request of the Section of Antitrust Law to add all state and local bar associations as potential co-sponsors of "Brown Bag" programs regarding state enforcement that the Section will hold in 2008-2009.

In September 2002 the Operations Committee granted approval for Section of Antitrust Law "Brown Bag" programs co-sponsored with certain outside entities through August 31, 2003, with the understanding that the Section would request renewal of the approval for each subsequent Association year. The Section's request for potential co-sponsors of 2008-2009 "Brown Bags" was approved by the Operations Committee in August 2008. However, the state enforcement programs were developed after the August 2008 Board meeting and, therefore, potential co-sponsors of these programs could not be included in the August 2008 request.

3.18 Request for Supplemental Funding of Membership Initiative

The Board approved the request of the Standing Committee on Membership and the ABA Executive Director to supplement the FY 2009 budget with a line item of \$500,000.00 to fund new membership/marketing initiatives. The supplemental funding will be offset by a transfer from the Dues Warehouse.

4. PROGRAM AND PLANNING COMMITTEE

A. MATTERS FOR REVIEW BY THE BOARD

4.1 American Bar Endowment Funding

The Board adopted the following resolution regarding the American Bar Endowment grant to the ABA Fund for Justice and Education and the American Bar Foundation:

In order to continue adequate and reasonable support for core function programming of the ABA, the Board of Governors recommends that the American Bar Endowment Board of Directors consider in its deliberations the negative impact that significant funding reductions by the ABE to the ABA Fund for Justice and Education and American Bar Foundation will have on core activities of the American Bar Association.

B. MATTERS OF INDEPENDENT JURISDICTION

None for consideration.

5. **FINANCE COMMITTEE**

NELSON

A. **MATTERS FOR REVIEW BY THE BOARD**

5.1 **Section of Litigation Request to Contribute Funds to Grants Project**

The Board approved the request of the Section of Litigation and granted an exception to the ABA policy that states "(i)t is generally not appropriate for the Association or any of its entities to contribute funds to other organizations" to permit the Section to contribute \$150,000.00 to legal service and legal aid programs that qualify for the Section's Legal Services Project's Justice Assistance Funds Grants Program (Program). The Program assists state and local legal services and legal aid programs to establish annual private bar campaigns and build an internal capacity for fundraising.

5.2 **Request of Scholarship Committee**

The Board approved up to \$150,000.00 in general revenue funding for the ABA Legal Scholarship Fundraising Committee at the end of December 2008, to be offset by a transfer from the Dues Warehouse, to permit the Fundraising Committee to disburse the second installment of scholarship commitments to current scholarship student recipients. The Board also approved the creation of a line-item in the budget process for the next eleven years to support the Scholarship Fund since it promotes Goal III of the recently adopted ABA Mission and Goals.

B. **MATTERS OF INDEPENDENT JURISDICTION**

5.15 **Standing Committee on Professional Discipline and Center for Professional Responsibility Coordinating Council Request for Emergency Supplemental Funding**

The Finance Committee approved the request of the Standing Committee on Professional Discipline and Center for Professional Responsibility Coordinating Council for emergency supplemental funding of \$20,000.00 to provide partial financing to present a one-day program for the Conference of Chief Justices entitled "The Future Is Here: Globalization and the Regulation of the Legal Profession." Total conference expenses are estimated to be \$55,000.00. The Center for Professional Responsibility will contribute \$25,000.00 toward the conference from its approved budget. In addition, the Georgetown University Law School Center has asked to co-sponsor the conference and contribute \$10,000.00. A co-sponsorship request has been submitted to the Operations Committee. (See Exhibit 3.15f.)

5.16 **Re-Balancing of Long-Term Investments**

The Finance Committee recommended that the ABA not perform a mid-quarter re-balancing of long-term investments. The ABA long-term investments were within policy ranges for investments at September 30, 2008 but due to market volatility in the month of October, the investments fell out of policy ranges. The ABA investment policy provides for quarterly evaluation of investments and re-balancing at that time. Investment Advisors, Ennis, Knupp + Associates advised such a transfer.