

**MINUTES OF THE NORTHAMPTON COUNTY BAR ASSOCIATION
BOARD OF GOVERNORS MEETING
December 3, 2014**

The Board of Governors Meeting was held on Wednesday, December 3, 2014, at Third & Ferry in Easton, Pennsylvania. The meeting was called to order at 5:50 p.m. by President Christopher M. Reid. An Agenda for the meeting was circulated to the Members of the Board of Governors prior to the meeting. Members of the Board in attendance at the meeting were as follows:

ATTENDEES (as marked):

Officers:

<u> X </u>	Christopher M. Reid, President
<u> X </u>	Abraham P. Kassis, President Elect
<u> X </u>	Alyssa Lopiano-Reilly, Vice President
<u> X </u>	Michael P. Shay, Treasurer
<u> X </u>	Daniel M. O'Donnell, Secretary
<u> X </u>	Stanley J. Margle, III, Past President

Board Members:

<u> X </u>	Robert Eyer
<u> X </u>	Maura Zajac McGuire
<u> X </u>	Michael A. Santanasto
<u> X </u>	Karley Biggs Sebia
<u> X </u>	Lisa Spitale
<u> X </u>	Thomas L. Walters
<u> X </u>	Joseph P. Yannuzzi

Executive Director:

<u> X </u>	Mary Beth Leeson
--------------	------------------

I. APPROVAL OF MINUTES

Minutes of the previous meeting held on November 5, 2014, were circulated for review. A MOTION to approve the minutes was made by Biggs Sebia, and was seconded by Santanasto. The MOTION was approved unanimously.

II. PRESIDENT'S REPORT/COMMUNICATIONS

Reid reported on the following matters:

- A. Letter of November 26, 2014, from Steven Nardizzi, CEO of the Wounded Warrior Project, thanking the NCBA for its donation of \$3,460.00.
- B. Email of December 3, 2014, from J. Paul Helvy, Chair of the PBA Family Law Section, inviting NCBA Members to attend their upcoming Winter Meeting on January 16 – 18, 2015, at the Lancaster Marriott in Lancaster, Pennsylvania.

III. TREASURER'S REPORT

Shay presented the Treasurer's Report which was previously circulated for review by the Members of the Board. He announced the total balance as follows for November 30, 2014: \$1,198,638.59. There were no objections or amendments to the report.

IV. EXECUTIVE DIRECTOR'S REPORT

Leeson reported on the following matters:

- A. The 2014 Holiday Hope Chest program is complete. The NCBA's YLD raised \$7,884 and assembled 510 gift boxes.
- B. A draft of the 2015 NCBA Calendar of Events was circulated to the Members of the Board for review and discussion.
- C. Two (2) NCBA Members have served on the North Penn Legal Services (NPLS) Board, but their terms expire this year. Several suggestions were made for Members to replace them. Reid will extend invitations to the Members discussed.
- D. On November 14, 2014, Leeson had emailed the Board a request made to the NCBA to run an advertisement in the Reporter at no charge. However, since that time, the NPLS has decided not to run the advertisement.
- E. Donut Day was held on November 14, 2014, in the Jury Lounge. There was a good showing from both the Bench and Bar.

V. PROGRAMS

Shay reported that he has begun planning Quarterly Meeting programs for 2015. In January, the Program will be entitled "Where we Come From," and will highlight important history of our Bench and Bar in Northampton County. For the 2nd program, Shay has asked Member Joanne Kelhart to begin assembling a panel to discuss the topic of "Women in the NCBA." The 3rd program will be "Legends of the NCBA."

VI. OLD BUSINESS

- A. Donation Process – Reid reported that at the recent Quarterly Meeting, the Membership approved a change to the NCBA Bylaws that would require any requests for charitable donations from the NCBA first be presented to the Board of Governors for approval before the request can be presented to the Membership for a vote at a Quarterly Meeting. During the discussion, certain NCBA Members asked that the Board provide regular reporting to the Membership about what requests have been received by the Board and the outcome of the requests. A MOTION was made by Reid, and seconded by Lopiano-Reilly, that the Board provide a list to the Membership, to accompany the agenda for each Quarterly Meeting, of all charitable requests received by the Board since the prior Quarterly Meeting, and the outcome of each request. The MOTION passed.
- B. NCBA Foundation – Santanasto reported that he has performed a preliminary investigation and review, and he determined that approximately twenty (20) County Bar Associations in Pennsylvania have formed separate charitable entities. Their level of activity varies. Santanasto suggests the NCBA should investigate forming such an entity, which will be permitted to receive donations as a charitable entity, for which donations are tax-deductible by the donor. The entity would need to have its own board, separate from the NCBA’s Board. Reid directed that a committee be formed, to be chaired by Santanasto, and suggested Member Rob Jacobs as one possible committee member. The committee should further investigate and provide a report and recommendation on whether the NCBA should form a separate charitable entity.
- C. Easton Middle School Conflict Resolution Program – Reid reported that at the recent Quarterly Meeting, Member Ricky Santee extended a request for NCBA Members to participate in the Easton Middle School Conflict Resolution Program, and questions were raised whether the NCBA would support such participation, for example by paying for each Member-participant’s background check. At the Quarterly Meeting, Reid had directed that Santee chair a committee to investigate and provide a recommendation on the matter. Reid asked if any Members of the Board would like to participate on the Committee. Spitale agreed to do so.
- D. Shay reported that on November 25, 2014, the Finance Committee met with Michael Glovas of Morgan Stanley. The Committee believes that the fees and services proposed by Glovas were fair, and that the NCBA should retain Glovas and Morgan Stanley as its investment manager to invest funds in a managed account in a manner consistent with the NCBA’s written investment policy. A MOTION was made by Margle to that effect, and was seconded by Yannuzzi. The MOTION passed unanimously.

VII. NEW BUSINESS

- A. Mansi Media/Pa. Treasury Update – Reid reported that he contacted a representative at the Pennsylvania Treasury and negotiated a fair settlement of the recent fee dispute that arose with regard to what fee should be paid by the Treasury for a recent advertisement run by the NCBA Reporter, but which advertisement was not performed to the satisfaction of the Treasury or its agent, Mansi Media. However, Reid just received the written confirmation of the settlement agreement from the Treasury, and it does not accurately state the terms as proposed by Reid. Upon discussion the Board advised that Reid revisit discussions with the Treasury to obtain settlement on the terms actually proposed by Reid.
- B. Mock Trial Regionals – Leeson reported that Northampton County has regularly hosted the Districts rounds of the local Mock Trial program, and that Regionals were historically held in Luzerne County in recent years. Leeson suggested that because a substantial majority of the participating teams are from the Lehigh Valley, that the PBA should rotate the locations of the events between Berks, Lehigh, Northampton, and Luzerne Counties. However, for 2015, Berks County is already hosting the districts, and would not be able to also host the Regionals, so Leeson inquired whether the Board supports Northampton County hosting the Regionals for 2015. Upon discussion the Board was in favor of the proposal. Zajac McGuire will speak with President Judge Baratta to inquire whether the Bench will agree to have the Court host the Regionals in 2015.
- C. Pro Bono Award – Reid reported that Spitale is the 2014 winner of the Northampton County Pro Bono Award. Her efforts will be recognized at an upcoming event.
- D. Personnel – Reid reported on the recommendations of the NCBA Personnel Committee, including suggestions for specific raises and bonuses to be paid to the staff of the NCBA. Following discussion by the Board, a MOTION was made by Spitale, and was seconded by Eyer, to adopt the recommendations of the Committee as proposed. The MOTION passed unanimously.
- E. End of the Year Matters – Reid and the Board thanked Margle, Yannuzzi, and Walters, whose respective terms of service with the Board have expired this year, and he presented them with plaques in recognition for their services.

Reid also indicated that for each Member of the Board and officer, he will personally make a donation of \$50 to the charity of his/her choice.

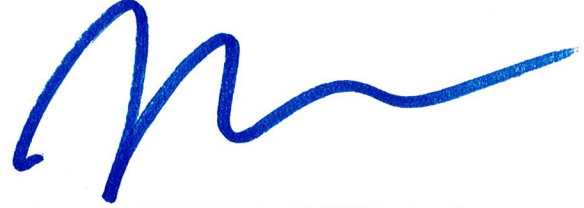
The Board recognized and thanked Reid for his outstanding service as President during 2014.

VIII. ADJOURNMENT

A MOTION to adjourn the meeting was made by Walters, and was seconded by O'Donnell. The MOTION was unanimously approved and the meeting was adjourned at 7:05

p.m. The Board of Governors will convene again for the next Board Meeting on Wednesday, January 7, 2015, at 5:30 p.m. at River Grille in Easton, Pennsylvania.

Respectfully submitted:

A handwritten signature in blue ink, consisting of a large, stylized initial 'M' followed by a wavy line extending to the right.

Daniel M. O'Donnell, Secretary