

**NELA/NY Executive Board Meeting**  
**October 14, 2021 at 6 pm**  
**By Zoom/Telephone**  
**Minutes by Amy M. Hong**

Attendees: Roseni, Amy, Beka, Cyrus, Jacob, Laurie, Harvey, Locksely, Magda, Nicole S., Zach, Lindy, Tricia, Nicole G.

Quorum: Yes (8)

Additional Attendees:

Special Hagan, Alison Greenberg, Brian Nettle, Rita Sethi, Tom, Allegra Fishel, Najah Farley, Ashka, 6464724600, Patrick Delince, Daniela Nanau, Deborah Karpatkin, Colleen Meenan, Joshua Friedman, Rebecca Houlding, John Troy, Delmas, Joseph DeTraglia

**I. Call to Order**

The meeting was called to order at 6:05 pm.

**II. Meeting Minutes**

There was a general consensus to move this discussion to the end of the agenda. There were no objections.

**III. Motion to Include a Notice on the Listserve**

Zach had circulated a proposal to include a notice on Listserve postings and moved to have it approved. It was seconded. The motion passed unanimously.

**IV. Gala Items**

**A. Discussion & Vote re Initiatives to Increase Gala Attendance**

1. Each Board Member attending Gala: Roseni reported about the Gala venue - Strangeways. The staff at Strangeways are all fully vaccinated, will all be masked for the event, and will ask for proof of vaccination at the door. Roseni encouraged all Board members to attend the Gala and to take part of a Board collection as individual Board members (outside of their firms) in the past had sponsored the event collectively as a Board.
2. Each Board Member calling sponsors: Roseni reported that so far Sanford Heisler came in as a Diamond sponsor and Outten & Golden and Ritz, Clark & Ben-Asher came in as Gold sponsors. Roseni reported that she has also sold individual tickets for both in person and virtual. Roseni encouraged all Board members to reach out to their contacts to ask for sponsorships.

3. Each Board Member Promoting Gala on Social Media: Amy reported that the Gala Committee is working with a public relations specialist to help elevate our presence on social media specifically to promote the Gala on LinkedIn, Twitter, and Facebook. Amy encouraged all Board members to follow NELA/NY on these social media outlets and to like, share, repost, etc. to all of our own networks to spread the word about the event and sponsorship opportunities.
4. Laurie reported that she would like to see more members using Transperfect, a court reporter service who is willing to charge only \$3.85 a page (as opposed to \$4.10 a page) if other side also requests copies before asking them to sponsor Gala. Special asked to have this info shared on Listserve.

## **V. Fall Conference Report**

Locksley circulated a report regarding the Fall Conference. There was a general consensus to accept the report as is. Special asked how much we made. Roseni reported that we made approximately \$17,000.00 and we are doing better off with the virtual conferences because we are saving costs on venue, food, etc.

## **VI. Conference Committee Current State of Affairs**

### **A. Discussion & Vote re Initiatives to Increase Conf Comm Members**

Roseni reported that Jacob has now served on the Conference Committee as Chair for the past spring and fall conferences and is stepping down. Roseni reported that other Board members have been able to help but we need more members on the Conference Committee.

Beka suggested we invite the membership to join to a Zoom meeting, explaining the time commitment, what to do, etc. Locksley reported that he has volunteered to be the Conference Committee Chair and will be working with Roseni to set up a meeting. Lindy also volunteered to work on the Conference Committee

## **VII. Personnel Committee Current State of Affairs**

The discussion was held in executive session.

## **VIII. Announcements**

- A. NELA Nite: Second Generation Claims Panel Series: Stereotyping, Microaggression, and Tokenism Claims -----10/27/21 (6-7:30 PM)
- B. NELA Nite: How to Identify and Integrate Whistleblower Claims into your Employment Law Arsenal ----- 11/3/21 (12-1:30 PM)
- C. NELA Nite: Critical Ethics Issues for Employment Lawyers, NOW Co-sponsored by Bar Association of Erie County-----11/16/21 (12-1:30 PM)

- D. Locksley asked Roseni about the newsletter. Roseni reported that she was working on a newsletter but she didn't like the way it looks so she reached out to her software contact to see if there were ways to improve it.

**IX. Motion re requesting an advisory board with corporate governance experience to review the state of affairs of the NELA Board, Rules, and Procedures.**

Locksley moved to seek out an advisory board with experience in corporate governance consisting of past Board members, senior members or past presidents of NELA/NY to help the Board navigate the current state of affairs. Locksley clarified it was not intended to be an outside paid person but for someone to call upon to advise us but not to participate in Board meetings or to have voting power. After being asked whether the advisory board is meant for recent issues raised on list serve with a certain time frame or of Board in general. Locksley revised his motion for an advisory board to the Board for all issues.

There was a general discussion about what the difference is between the current Board and having an advisory board, whether Board needs more training, whether having someone or people with institutional knowledge like a past president would be helpful to advise. There was a discussion about who we could ask and determined we would need more information starting with a directory of former Board members before making a decision. Roseni will pull together a list. There was a general consensus that we needed to gather more information to develop a plan. Harvey moved to table the motion with caveat that we will consider within the next few weeks and put on agenda for November.

**X. Motion for Greater Transparency**

A. Laurie reported that the Board voted for membership participation in Board meetings and the dates, times, Zoom info, agenda and related background info for all agenda items be published on the website (with some exceptions for exec session items) and/or on the listserv well in advance (i.e., 24 hours in advance at minimum) and that it was done for this meeting and will continue to do so going forward

B. There was a discussion about Board communications. Tricia wanted to add this topic to the meeting agenda because she wanted to look into what remains confidential of Board conversations, etc. However, she wants to table it until November to discuss. We need to be educated about it before we decide. Locksley commented that Tricia will probably run into this as Sturgis struggled with this deliberative process.

C. Laurie shared that further transparency and consistency measures between Board members (internally) and with the membership will be discussed at the November Board meeting, if not sooner.

**XI. Roseni Reports/Discussions re:**

**A. Website Provider Products and Increased Rates of Listserv**

Roseni reported that we moved away from Trialsmith to Memberleaps. Memberleaps sold us what they called amazing products. i.e. NELARS referral service.

But it's very clunky and not very user friendly. We were paying \$100 with Trialsmith and \$300 to now host our Listserve. Roseni reported that there is a need to have pre-recording and recording capacity for NELA/Nites and packages need to be bought. Memberleaps has integrated additional services into the existing platform. Memberleaps would charge a \$500-700 rate for additional service but it would give us more. Roseni is still looking into gathering more information. Roseni is calling for volunteers to help give feedback.

**B. Google server/email issues**

Roseni reported that she is unhappy with the communication platform, GoogleSpace, that the temp ED set up over the summer while she was out on a leave of absence. There have been additional complications with Board members not receiving all information.

**XII. Review & Vote regarding (a) Patricia, Harvey, and Lindy looking into the following motions, and (b) re Timing of providing Results/Recommendations:**

There was a general discussion about the process and about who might be the best fit to do this. Harvey said they were asked by Laurie to conduct a fact based gathering of information, speaking with people, looking at documents and to report back to the Board.

**A. Motion re \$7k expenditure, transparency, misappropriation allegations by Special & related items.**

Special commented that the temp ED issue was brought to her by Laurie & Locksley and that the discussion on this topic excluded whether or not there was authorization for this to be paid. The discussion did not include that Marjorie responded saying that she did not realize it was beyond her authorization.

Laurie made a motion for Patricia, Harvey and Lindy to look into the \$7k expenditure, transparency, misappropriation allegations by Special & related items. The motion was seconded and passed unanimously.

**B. Motion and Membership Complaints (Alison Greenberg, Wayne Outten, Delmas Costas, etc.) re alleged silencing and mistreatment of Executive Director in connection with fulfilling her obligations to the NELA/NY Membership and Board.**

Locksley made a motion and there were membership complaints re: alleged silencing and mistreatment of Roseni in connection with fulfilling her obligations to the NELA/NY Membership and Board.

1. The motion included the allegation of "an attempt to re-write the rules and create a new position to supplant the Executive Director with a replacement with a new title."
2. The motion included the allegation "of an attempt to control our communication by moving us on to a new emailing system where a Board is an owner and super administrator."

3. The motion included the allegation of “Cyrus Dugger marginalizing Executive Director position.”

There was no second. Motion failed. But this does not mean the Board will not address these issues. Laurie will talk with Roseni to see how she wants to address.

### **XIII. Adjourn**

Laurie moved to meet again to address all remaining issues within the next 14 days. Tricia moved to extend the meeting to 8:30 and Nicole G. seconded. Motion passed with 9 yays. But after the vote to extend the meeting passed, the Board lost quorum so the meeting was adjourned.