

Board of Director's Meeting

April 26, 2012

7:09 p.m. – 8:45 p.m.

MINUTES

I. Roll Call

Otis Birdsong

Steve Hayes

LaRue Martin

Marvin Roberts

Dr. George Tinsley

Bob Elliott

Other Attendees

Arnie Fielkow (CEO)

Jack Marin (Legal Counsel)

Scott Rochelle (Legal Counsel)

Absent

Danny Schayes

James Donaldson

Harvey Catchings

Thurl Bailey

Johnny Newman

II. Approval of February 25, 2012 Board of Director's Meeting Minutes.

a. A Short discussion of the minutes ensued.

b. **Motion by Steve Hayes to approve the minutes from the February 25, 2012 Board of Directors meeting. Seconded by George Tinsley. The motion passed unanimously.**

III. Legal Update by Jack Marin

- a. A discussion ensued regarding the name change of the Nominating Committee to the Nominating and Corporate Governance Committee.
- b. **Motion to approve the amendment of By-Law 4.6 to reflect the Nominating and Corporate Governance Committee name change made by George Tinsley. Seconded by Marvin Roberts. The motion passed unanimously.**
- c. A discussion ensued regarding the Board's February 25, 2012 decision to amend the Board election process. Voting for the Board of Directors will begin during the Legends World Sports Conference in August each year and will remain open for 30 days thereafter. The new Board of Directors will be named on October 1st of each year and will be seated at the beginning of the next Board of Directors meeting during All-Star Weekend.
- d. **Motion to approve the amendment of By-Law 4.4 to reflect change in the Board of Directors election process made by George Tinsley. Seconded by Steve Hayes. The motion passed unanimously.**

IV. Report of the CEO

- a. Group Licensing Agreement ("GLA") Update: The Committee formed to handle the GLA discussions consists of Harvey Catchings, Otis Birdsong, Bob Elliott, Danny Schayes, and attorney Jack Marin. To date there have been two internal discussions and recently the committee reviewed a draft of concepts and ideas going forward. The committee anticipates receiving an offer from the NBA in the next several weeks and anticipates their first meeting with the NBA shortly afterward.

There are three main goals for the NBRPA in this negotiation: (1) attain more annual funding from the NBA; (2) increase the NBRPA's flexibility to generate marketing revenue and; (3) create a pathway for the NBRPA to develop more economic and non-economic partnerships with the NBA. We hope to have a new agreement in place by July for the Board's approval.

- b. **Motion to elect Otis Birdsong as chair of the GLA Negotiating Committee made by Bob Elliott. Seconded by Steve Hayes. The motion passed unanimously.**
- c. Chapter Status: Sam Williams and Rick Darnell are Co-presidents of the LA chapter and just completed a very successful event. The Atlanta chapter expects Dale Ellis to serve as its president once they have selected their Board of Directors. All Atlanta area members are invited to the Care for Congo event hosted by Dikembe Mutumbo. Micheal Williams was elected president of the Dallas chapter and has been authorized to sign a charter agreement with the National office. They plan to file for 501(c)(3) status in the near future. The Chicago chapter is in the process of setting their Board of Directors within the next two weeks and will likely name Cliff Livingston as their president. Sam Vincent, the NBRPA Director of Chapter Development, is working to build interest in New York, South Florida, Las Vegas,

Detroit and Philadelphia. We hope to have the Dallas and Chicago chapters set and fully functional by the next Board of Directors meeting.

- d. DeBusschere Scholarship Program & Timetable Presented by Steve Hayes: A discussion ensued on the topic of adjusting the Grade Point Average (“GPA”) requirement for graduating high school applicants. The NBRPA will actively promote the scholarship and encourage members to have their children apply.
- e. **Motion to remove the GPA requirement for high school DeBusschere Scholarship applicants by George Tinsley. Seconded by Marvin Roberts. The motion passed following a 5-1 vote. (LaRue Martin Dissenting).**
- f. Steve Hayes proposed that the NBRPA allocate ten percent (10%) of the DeBusschere Scholarship fund annually to general education use amongst the chapters. The funds do not necessarily have to go towards scholarships, just an educational purpose.
- g. **Motion to approve the annual ten percent (10%) allocation of DeBusschere Scholarship funds for chapter general educational purposes made by Steve Hayes. Seconded by George Tinsley. The motion passed unanimously.**
- h. Steve Hayes proposed that the DeBusschere scholarship be available to students pursuing vocational training, trade school certificates, and associate degrees.
- i. **Motion to approve the DeBusschere Scholarship for students pursuing vocational, trade school, and associates degrees made by Otis Birdsong. Seconded by George Tinsley. The motion passed unanimously.**
- j. Staff update: The NBRPA was able to successfully negotiate the compensation packages for new hires Mark Scoggins (Chief Revenue Officer) and Charece Williams (Senior Director of External Relations and Programming) for a total value that is within the allotted budget. Scott Roskind is still on staff with the NBRPA; however, salary negotiations are ongoing at this point.
- k. **Motion to approve the combined salaries of Mark Scoggins and Charece Williams made by George Tinsley. Seconded by Steve Hayes. The motion passed unanimously.**
- l. Revised Mission Statement: The National Basketball Retired Players Association’s mission is to assist members’ transition from the playing court into life after basketball. The NBRPA develops, implements and advocates a wide array of programs to benefit its members, supporters and the community. As ambassadors to the sport of basketball, the NBRPA and its members promote the game and enhance the community through clinics, charitable outreach and other grassroots initiatives in the United States and abroad.
- m. **Motion to approve the revised NBRPA Mission Statement made by George Tinsley. Seconded by Marvin Roberts. The motion passed unanimously.**

- n. Legends World Sports Conference ("LWSC"): Scheduled to take place in New Orleans from August 16, 2012 to August 19, 2012. The Annual Board of Directors meeting will take place on Thursday August 16, 2012 at the Dooky Chase restaurant. The conference itinerary will be available to the membership in the near future and registration will begin in early June.
- o. New Board Election Process: The first letter to the membership explaining the new procedure will go out on June 1, 2012. Voting will open at the LWSC and a candidate forum will be held Friday night. This forum will be recorded and posted to the website for members to view. Voting will commence for thirty (30) days and will be available online and in traditional mail in format. Throughout the thirty (30) day voting period and during a thirty (30) day period before the Legends Conference, candidates will be able to campaign for their seat. The newly elected board members will be announced at the end of September and will undertake a four (4) month orientation. They will take office in February during the All-Star weekend Board of Directors meeting. There will be five (5) Board of Directors positions available during the next election.
- p. NCAA Tournament: The NBRPA sent more than a dozen members to the Regional sites and the Final Four. This strengthened our relationship with the NCAA and their partner Prime Sports. The NBRPA met with the head of the local organizing committee for the 2013 NCAA Final Four in Atlanta and will be collaborating with them on an event in July. The Atlanta committee is very interested in working with the Atlanta Chapter to collaborate for the 2013 NCAA Final Four.
- q. Israel Initiative: The NBRPA will be sending approximately 15-20 members to Israel from July 29, 2012 to August 8, 2012. This event is an official NBRPA event that is fully funded by AIPAC, therefore, it will be free of charge to the members who participate. The pertinent information will be announced shortly.
- r. Magic / Bird Broadway Play Fundraiser: This event was a success and provided great publicity for the NBRPA. The NBRPA was represented by board members, the administrative staff, the DeBusschere family, and other notable guests.
- s. NBA Development League Initiative: The NBRPA has formed a relationship with the NBA Development League ("D-League"). Bo Kimble and Kenny Battle had an interest in getting involved with the league and recently visited D-League teams. They participated in chalk talks with coaches, walk throughs, and coaching huddles. More information about this program will be provided in New Orleans at the LSWC as the NBRPA plans to make this a league-wide program for members to participate in next year.
- t. Arena Football League Initiative: The Chicago chapter is scheduled be honored at a Chicago Rush event in July. The chapter will conduct a meeting in a suite during the game. This is a great opportunity for local marketing.

- u. Website: The website is running well and has received great reviews from the membership. An instructional session was held recently that a number of members participated in. Members are encouraged to use the website and seek any assistance from the NBRPA staff.

V. President's Report

- a. A discussion ensued regarding the current issues within the NBPA and their relationship to the NBRPA.

VI. Committee Reports

- a. Member Services and Benefits Committee: A discussion ensued as to the Board's efforts to increase membership. Many have reached out to large numbers of former players. It was agreed that building and marketing the membership advantages are a priority for the committee and the NBRPA staff will be looking to work closely with Board members to build a growth strategy. Further discussion ensued as to possible confidentiality agreements for non-board members on committees. Specific to the Member Services and Benefits Committee recruiting efforts, it was agreed that the Nominating and Corporate Governance Committee should bring a recommendation outlining the proper procedure for ensuring confidentiality as it pertains to member contact information. This recommendation will be made at the next Board of Directors meeting.
- b. Finance, Audit, and Compensation Committee Report: The balance sheet is sound and the 2008 – 2010 audits have been completed with a clean report. The NBRPA financial information will be provided to the Board of Directors quarterly and posted on the members section of the website bi-annually.

The committee recommended that the NBRPA deny Danny Schayes' request for reimbursement of insurance payments while serving as interim executive director.

The Orlando Chapter has requested \$1,000 for attorney's fees necessary to file as a 501(c)(3) not-for-profit corporation. The NBRPA has budgeted \$14,000 to allocate funds to all chapters for these types of expenses. In order to request these funds, the chapters must submit the proper paperwork to show how the money is going to be used.

Motion to approve the one thousand dollar (\$1,000) payment to the Orlando Chapter made by Steve Hayes. Seconded by Marvin Roberts. The motion passed by a 5-0-1 vote. (George Tinsley abstained due to his involvement in the Orlando Chapter).

- c. Business Development Committee: A preliminary meeting will be held to define the role of the committee in the near future.
- d. Nominating and Corporate Governance Committee: The committee met recently and it was agreed that Bob Elliott and other members running for office will resign from the committee

until after the election process is over. Johnny Newman has recently joined the committee and Artis Gilmore has indicated interest in joining.

VII. Old Business

- a. All requisite forms need to be signed by all Board Members and the NBRPA staff coordinates this effort.

VIII. New Business

- a. Board members are able to order NBRPA business cards at their own expense.

IX. Next Meeting Date

- a. Tuesday June 5th at 7 p.m. CST

Meeting adjourned at 8:45 p.m.