

NBRPA  
BOARD OF DIRECTORS MEETING MINUTES  
February 14, 2014  
New Orleans, Louisiana  
8:00 a.m. – 11:15a.m.

**I. Roll Call**

- a. Thurl Bailey
- b. Rick Barry
- c. Otis Birdsong
- d. Bob Elliott
- e. Steve Hayes
- f. Spencer Haywood
- g. La Rue Martin
- h. Johnny Newman
- i. Eldridge Recasner
- j. Marvin Roberts
- k. George Tinsley

**II. Absent**

- a. Dwight Davis (Due to Weather)

**III. Other Attendees**

- a. Arnie D. Fielkow, President and CEO
- b. Tom Kaufmann, Outside Legal Counsel
- c. Scott Rochelle, General Counsel

**IV. Approval of December 30, 2013 Minutes**

- a. **Motion to approve the December 30, 2013, Board of Directors meeting minutes by Marvin Roberts. The motion was seconded by Steve Hayes. The motion passed unanimously.**

**V. Legal Report (Scott Rochelle)**

- a. Legal counsel presented By-Law amendments to reflect the approved Nominating and Corporate Governance Committee recommendations from the December 11, 2013 meeting.
- b. **Motion to accept the proposed By-Law amendments by Rick Barry. The motion was seconded by Thurl Bailey. The motion passed unanimously.**

- c. A revised draft of the Board Contribution By-Law (4.2(b)) was presented in response to concerns raised by the Finance Committee. It was agreed that the termination language should be removed. A discussion of the By-Law ensued regarding Director participation and compliance with New York corporate laws. The matter was tabled for further review by the Nominating and Corporate Governance Committee.
- d. A discussion on succession planning and the recruitment of Directors ensued. Suggestions were entertained and potential barriers were discussed. The Nominating and Corporate Governance Committee will examine this issue and provide a strategy on same.

#### **VI. President/CEO's Report (Arnie Fielkow)**

- a. 2014 All-Star Weekend Schedule: A brief overview of events was provided to the Board of Directors, including a luncheon hosted by Bob Pettit, Legends Gala, and numerous community events.
- b. NBA/NBPA Partnership Status: The relationships with the NBA and NBPA remain very strong. The NBPA increased its financial support of the NBRPA in 2013 with a \$350,000.00 donation. NBA Commissioner Adam Silver will continue the tradition of meeting with the Board of Directors on Saturday February 15<sup>th</sup> in the Marriott.
- c. Active Player Recruitment: The NBRPA continues to collaborate with the NBA and NBPA on its strategy for signing active players. The NBPA Executive Committee has been provided an Action Plan and will examine the issue once their Executive Director search has concluded.
- d. College Education Legislation: The NBRPA has taken an aggressive, public stance on this subject and will continue to advocate on behalf of former college athletes.
- e. North Korea Stance: The NBRPA joined the NBA in publicly denouncing the exhibition put on by former NBA players in North Korea. The NBRPA's stance was heralded in the media and earned the NBRPA a national award from the Simon J. Wiesenthal Center on Human Rights.

- f. HR Update/ Revised Manual: The current Employee Manual has been revised by Erin Miller and Diana Quinn, an outside HR consultant and approved by legal counsel. A discussion of the HR process and roles within the NBRPA ensued. It was agreed that this matter would be deferred upon further examination by the Nominating and Corporate Governance Committee.
- g. 2014 Legends Fantasy Weekend (LFW): The LFW is a fundraising effort to support the Dave DeBusschere Scholarship Fund and will take place from April 24-27, 2014 at the Mohegan Sun Casino in Uncasville, CT. The NBRPA has received a \$100,000 rights fee and is working to maximize the fundraising potential of the weekend. The LFW will feature a Fantasy Camp, Blackjack tournament, and Black Tie Gala.
- h. The Legends Gala is free of cost to the NBRPA and will honor legend Bill Russell, legendary coaches Pat Summitt and Jim Calhoun, and other notable guests. The Directors were encouraged to sell at least one table for the Gala as the NBRPA has an excellent fundraising opportunity through this event.
- i. 2014 Legends Conference: It is unlikely that a joint conference with the NBPA will occur due to its pending Executive Director search; therefore, the NBRPA has budgeted for an independent conference in 2014 with a strong likelihood that a joint conference with the NBPA will be held in 2015. In light of the success of the 2013 LWSC, all-inclusive options are being explored as the NBRPA was able to realize substantial savings and the attending members enjoyed this concept.
- j. Membership Update: The NBRPA membership is at an all-time high due to a 93% renewal rate. To date, the NBRPA has 638 members. The NBPA has agreed to pay the annual membership dues for all 23 of its employees who are eligible for membership. The membership department is currently in its new membership recruitment period and targeting former players currently working for NBA teams and royalty recipients.
- k. NFLPA Trust: The NFLPA has established an independent agency to serve former NFL players that is funded by the NFL pursuant to the 2012 Collective Bargaining Agreement. The NBRPA is working to establish a similar service wherein Financial, Career/Educational, Health, and Social support is provided to our members.

- l. WNBA Strategy: The NBRPA is working closely with the NBA, NBPA and WNBA to recruit former WNBA players. This will be a key focus in 2014.
- m. 2014 Full Court Press Program: We have reached agreements with the National Urban League and the National Police Athletic League to continue the Full Court Press program in 2014. The program supports our dual mission by supporting local community children and players with paid appearances.
- n. 2014 Success Series: Dentons, LLP, a national law firm, has sponsored 3 paid speaking engagements for members to discuss their success after basketball. The events will occur in Los Angeles, Dallas, and Washington D.C.
- o. 2014 NCAA/Conference Tournament Strategies: The NBRPA is in talks with the NCAA and athletic conferences to coordinate suite visits, chalk talks, and other opportunities for members to reconnect with their alma maters and earn money.

#### **VII. Chairman's Report (Otis Birdsong)**

- a. CEO Contract Extension: The finance committee has approved a tentative agreement with CEO Arnie Fielkow to extend his current employment contract. A final vote of the Board of Directors will be necessary, therefore, a Board of Directors meeting was scheduled for Saturday, February 15<sup>th</sup> at 7:30 a.m. in the Galvez Room of the Marriott.
- b. Appointment of New Director: Pursuant to the NBRPA By-Laws, the Board of Directors is permitted to appoint a Director to fill a vacancy. Nancy Lieberman has agreed to join the Board of Directors pursuant to Board Approval.
- c. **Motion to approve the appointment of Nancy Lieberman to the Board of Directors for a Three (3) year term by Rick Barry. The motion was seconded by George Tinsley. The motion passed unanimously.**
- d. Election of Officers: Rick Barry nominated each current officer to remain in their office for 2014. Each officer accepted the nomination.
- e. **Motion to approve the slate of Otis Birdsong as Chairman, Thurl Bailey as Vice Chairman, Marvin Roberts as Treasurer, and Steve Hayes as Secretary, by Rick**

**Barry. The motion was seconded by George Tinsley. The motion passed unanimously.**

- f. Appointment of Committee Chairs: A discussion of the current committee assignments ensued. All committee chairs were encouraged to develop succession plans to ensure continuity. Rick Barry asked to remain on the Business Development Committee; however, he would like not to chair it. Therefore, Johnny Newman was appointed as Business Development Committee Chair. Steve Hayes will remain the Chair of the Membership Services and Benefits Committee, Marvin Roberts will remain the Chair of the Finance, Audit, and Compensation Committee, and George Tinsley will remain the Chair of the Nominating and Corporate Governance Committee.
- g. Legal Counsel: The Chairman led a discussion on the roles of the NBRPA's legal counsel. Tom Kaufmann, a private attorney that has represented the association since 2011, addressed the Board of Directors on his role and how it differs from that of in-house counsel Scott Rochelle. CEO Arnie Fielkow provided additional background and context on the relationship.

**VIII. Finance, Audit & Compensation Committee Report (Marvin Roberts)**

- a. Board Contribution Requirement: Pursuant to the NBRPA By-Laws, the Finance Committee met to make their final determination on each Director's compliance with the requirement of bringing \$2,500 annually to the NBRPA. Four Directors were deemed noncompliant; however, on January 30, 2014, the committee reviewed the appeals of all four Directors and found in their favor.
- b. The Nominating and Corporate Governance Committee will review the Board Contribution By-Law and present a revised proposal at the April 24, 2014, Board of Directors Meeting.

**IX. Member Services & Benefits Committee Report (Steve Hayes)**

- a. Members Survey: The NBRPA is revising its Member Survey in order to incorporate its results into the NBRPA Trust planning.
- b. FAMU Business Boot Camp Program: Approximately 10 members have enrolled in the program and it is an excellent opportunity to gain business skills and a corresponding certificate.

**X. Nominating & Corporate Governance Committee Report (George Tinsley)**

- a. The committee will review the revised NBRPA Employee Manual and the Board Contribution by-law for the next Board of Directors meeting.
- b. There was no further report from the committee.

**XI. Business Development Committee Report (Rick Barry)**

- a. Corporate Advisory Board: A discussion ensued as to how best to recruit advisory board members.
- b. Grant Writer: The NBRPA has retained a grant writer to advise on charitable fundraising efforts.

**XII. Old Business/ New Business**

- a. Rick Darnell Platinum Membership: Member Rick Darnell requested platinum membership in lieu of a reimbursement for extensive personal expenses he incurred on behalf of the NBRPA. In support of his request, he provided a letter detailing his expenditures. A discussion ensued as to the merits of this request.
- b. **A motion to approve Rick Darnell's request for platinum membership was made by Rick Barry. The motion was seconded by Steve Hayes. The motion passed unanimously.**

XIII. Next Meeting: Thursday, April 24, 2014, at the Mohegan Sun Resort in Uncasville, CT.

**XIV. Adjournment: 11: 15 a.m. CT**