

National Basketball Retired Players Association, Inc.

BOARD OF DIRECTORS MEETING MINUTES

April 24, 2014 - Mohegan Sun Casino

Uncasville, CT

7:00 p.m. – 10:15 p.m.

I. Roll Call

- a. Rick Barry
- b. Otis Birdsong
- c. Dwight Davis
- d. Bob Elliott (via Telephone)
- e. Steve Hayes
- f. Spencer Haywood (via Telephone)
- g. Johnny Newman
- h. Eldridge Recasner
- i. Marvin Roberts
- j. George Tinsley (via Telephone)

II. Absent

- a. Thurl Bailey
- b. Nancy Lieberman

III. Other Attendees

- a. Arnie D. Fielkow, President and CEO
- b. Scott Rochelle, General Counsel

IV. Approval of February 14, 2014 and February 15, 2014 Board of Directors Meeting Minutes

- a. **Motion to approve the February 14, 2014 and February 15, 2014, 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. Trademark Issue: The NBRPA owns the trademark rights to the term “Legends of Basketball.” Legal counsel requested authority to protect the NBRPA’s intellectual property rights by sending a Cease and Desist letter to an organization infringing upon the NBRPA’s trademark.

- b. Motion to authorize legal counsel to send Cease and Desist letter by Rick Barry. The motion was seconded by Dwight Davis. The motion passed unanimously.**
- c. Chapter Compliance: An update on the Chapter program was provided. All chapters have completed the revised charter agreement and the National office is assisting five chapters with their not-for-profit filings.
- d. Board Contribution By-Law: A discussion of By-Law 4.3 ensued. Suggestions were entertained regarding the amount required for compliance and Director accountability.
- e. Motion to remove the Board Contribution requirement from By-Law 4.3 and replace it with a “friendly” requirement that each Director contribute to the NBRPA by Rick Barry. The Motion was tabled pending analysis from the Nominating and Corporate Governance Committee.**

VI. President/CEO’s Report (Arnie Fielkow)

- a. 2014 Legends Conference: Four potential sites for the 2014 Legends Conference were presented to the Board of Directors: Cancun, Palm Springs, Lake Geneva, and West Palm Beach. The Directors discussed a myriad of considerations such as cost, accessibility, member preferences, and entertainment.
- b. A Fifth option, Wigwam Resort, owned by USA Basketball Chairman Jerry Colangelo was presented by Rick Barry. Extensive discussion ensued as to all options.
- c. Motion to authorize an NBRPA staff site visit to Cancun by Dwight Davis. The motion was seconded by Eldridge Recasner. The motion passed unanimously.**
- d. NBA/NBRPA Meeting Recap: The CEO, Chairman and General Counsel met with the NBA Commissioner Adam Silver, Deputy Commissioner Mark Tatum, and other key NBA personnel during a productive meeting at the NBA offices in April. At this meeting, the parties discussed further integration of programming, opportunities for NBRPA members, and other important initiatives.
- e. NBA-NBPA Legends Foundation: Newly appointed Executive Director Jan Brown was present during the meetings in New York and expressed high interest in working with the NBRPA to promote the Legends Foundation amongst NBRPA

membership. The Legends Foundation is currently evaluating all of its policies and will involve the NBRPA in its future planning.

- f. Grant Writer: The NBRPA has hired an outside grant writer and will continue to work closely with her to generate revenue opportunities.
- g. NBPA Executive Director Search: NBRPA member Kevin Johnson, Mayor of Sacramento is now leading the search for a new Executive Director. The NBPA has included NBRPA Chairman Otis Birdsong and CEO Arnie Fielkow in its regular communications regarding the progress on this matter.
- h. NBRPA Trust: The NBRPA and the NBA Legends Foundation discussed this initiative during their recent meeting. The parties will collaborate on comprehensive services to former players and continue to develop a joint strategy.
- i. Active Player Recruitment: The NBA reiterated its interest in having active NBA players join the NBRPA at the recent meetings in New York. As such, 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.
- j. College Education Legislation: The NCAA is likely to approve advancements in continuing education benefits for college athletes. The NBRPA has taken an aggressive, public stance on this subject and will continue to advocate on behalf of former college athletes.
- k. 2014 Full Court Press: The 2014 program will continue our partnership with the National Urban League and the National Police Athletic League. Directors Eldridge Recasner and Johnny Newman will serve as Coordinators for the 2014 campaign. The program supports our dual mission by supporting local community children and players with paid appearances.
- l. Birmingham Day of Civil Rights: The NBRPA and New Orleans Charity Stand for Children have partnered to provide 175 - 200 New Orleans youth a life-changing opportunity on June 25, 2014. The children will take a day trip from New Orleans to Birmingham, Alabama to visit historic Rickwoods park, the oldest baseball stadium in the country and former home to the Birmingham Black

Barons of the Negro League. The trip will also include tours of Birmingham's Civil Rights museum and the historic 16th Street Baptist Church. The final stop before returning to New Orleans will be the University of Alabama where the children will tour the campus and experience Bryant- Denny Stadium. NBRPA members will be encouraged to participate in this trip once approved by the Directors.

- m. **Motion to approve the NBRPA's financial support of \$10,000 to the Birmingham Day of Civil Rights by Otis Birdsong. The motion was seconded by Marvin Roberts. The motion passed unanimously.**
 - n. All-Star Tickets: The sluggish ticket market in New Orleans during the All-Star Weekend resulted in a number of unused tickets. The NBA and NBRPA reached an agreement to share equally in the cost of unsold tickets.
 - o. **Motion to approve sharing the cost (approximately \$16,000.00 each) of unsold NBA All-Star Weekend tickets with the NBA by Rick Barry. The motion was seconded by Marvin Roberts. The motion passed unanimously.**
- VII. Chairman's Report (Otis Birdsong)**
- a. NBA Meeting: The NBA Commissioner has expressed an interest in working with the NBRPA to grow membership. The chairman will continue his communication in an effort to strengthen the relationship.
 - b. 100 Black Men of America: The NBRPA has been approached by the 100 Black Men of America. The chairman will follow up to secure a sponsorship for the NBRPA.
 - c. Corporate Partners: The chairman led a discussion pertaining to the NBRPA and its corporate partners.
 - d. Legal Counsel: The chairman led a brief discussion as to the role of legal counsel and a potential conflict of interest. The Board agreed to continue this conversation in executive session following the regular meeting.
- VIII. Finance, Audit & Compensation Committee Report (Marvin Roberts)**
- a. The March Financial Report is currently pending.

- b. CEO Contract: A brief discussion of the finalization of the CEO's contract ensued. The Board agreed to continue this conversation in executive session following the regular 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. A discussion ensued as to elements of the survey.
- b. DeBusschere Scholarship: The Committee met recently to discuss the scholarship criteria and will await the analysis of legal counsel before making any recommendations to the Board of Directors.

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

- a. The current Employee Manual has been revised by Erin Miller and Diana Quinn, an outside HR consultant and approved by legal counsel. The committee has tentatively approved the revised NBRPA Employee Manual and presented it to the Board of Directors for final approval.
- b. **Motion to approve the revised NBRPA Employee Manual by Rick Barry. The motion was seconded by Steve Hayes. The motion passed unanimously.**
- c. It was agreed that the Nominating and Governance Committee develop the Rainmaker Award for future consideration by the Board of Directors.

XI. Business Development Committee Report (Johnny Newman)

- a. Corporate Advisory Board: The Committee presented a revised strategic plan for the Corporate Advisory Board, formerly, the Blue Ribbon Corporate Advisory Board.
- b. **Motion to approve the revised Corporate Advisory Board strategic plan by Dwight Davis. The motion was seconded by Eldridge Recasner. Upon discussion, it was agreed that the motion be tabled to allow the Committee to further review the strategic plan and add value to prospective members.**
- c. 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.

- d. Powertron Global: The Committee has vetted an opportunity for members to receive a commission for sales leads to Powertron Global. Director Rick Barry presented the opportunity and provided background information for the Board's consideration.
 - e. **Motion to approve the NBRPA's partnership with Powertron Global by Steve Hayes. The motion was seconded by Dwight Davis. The motion passed with a vote of 6-0-1. Rick Barry abstained from the vote.**
- XII. **Old Business/ New Business**
- a. A discussion ensued regarding orientation for new Directors.
- XIII. Executive Session: the Board convened for Executive Session to discuss personnel and legal matters.
- XIV. **Adjournment: 10:30 p.m. CT**