

DADE COUNTY BAR ASSOCIATION

Board of Directors Meeting

October 16, 2019

The Board of Directors convened at 5:00 p.m. on Wednesday, October 16, 2019.

**Officers**

President, Gilbert Squires P President-Elect, Jane Muir P Vice-President, Sabrina Puglisi P

Secretary, Eric Hockman P Treasurer, Suzette Russomanno P

**Group One**

Julian Jackson Fannin A Melissa Jordon A Amber Kornreich A Tammi Calarco P

Eric Kay P Jennifer James P

**Group Two** Natalie Rico A Stuart Weissman P

Stephanie Grosman P Jacquline Ledon P Michael Davis A Karen Parker A

**Group Three** Miranda Soto A Alice Sum A Irene Oria P Jamie Vining A Jeremy Korch A Evelina Libhenn P

**Group Four** Jacqueline Arango P Julie Nelson P

Lori Sochin P Barbara Reisberg P Roger Slade A Joseph George P

**Group Five** Scott Baena P Stanford Blake P David Rogero P

Patricia Redmond A Leonard Elias P Flora Seff P

Other Representatives

Karen Ladis, Dade Legal Aid A (Stephanie Grosman represented Ms. Ladis)

Jacqueline Kiviat, Executive Director P

Irma Tharp, Paralegal Committee

Karen George, Paralegal Committee

Affiliated Voluntary Bar Associations

Asian Pacific American Bar Association P Caribbean Bar Association A

Cuban American Bar Association P FAWL A

Florida Association of Criminal Defense Lawyers A Gwen S. Cherry Black Women Lawyers Association P South Miami-Kendall Bar Association A

Wilkie D. Ferguson Jr. Bar Association P

1. Welcome – Jane Muir, President Elect

2. Consent Agenda Items

Motion to Approve – Mr. George, Ms. Puglisi seconded. Motion Carried.

3. Bylaws Committee Report. Mr. Rogero reported that the notice of vote has been mailed out. 75 member are needed at the October 25 luncheon to approve the initial set of bylaws amendment. If the amendments pass, then we can provide notice to members via email. We are on plan to amend the bylaws by the end of the year or early 2020.

4. Paralegal Committee Report. Ms. George reported that the bylaws are being amended to include paralegal students. But at this point, paralegals pay $86 per year for membership. Today, we have students who cannot afford the sum. Law students pay $25. Young lawyers pay $70. The committee is asking for regulate members at $50 per year and students at $15 per year. That will aid with recruitment. Mr. Hockman stated that he supports the request, but pointed out that the board is powerless under the bylaws to address it pending the bylaw changes. Dues can only be adjusted at specified times of the year. Mr. Baena asked what it cost per member to operate the bar. Ms. Kiviat reported it is about $313 per year. Ms. George responded that the paralegal committee is held up on its progress pending the dues structure changes, if approved by the board.

5. Treasurer’s Report. No report.

6. President-Elect and Building Committee Report. Ms. Muir provided a financial proposal and supporting documents in advance of the meeting. A report was made by consultants recommended to the Building Committee concerning the cost and benefit of renovating the building.

Mr. Hockman asked questions concerning the evaluation of the risks associated with the project and whether certain costs had been anticipated. Ms. Nelson asked whether the building could be done in phases. The consultants responded that the building needed to be gutted and could not be occupied.

Mr. Squires also commented on the risk exposure that needs to be evaluated. He expressed a desire to see the net present value of what the risk is and asked whether that could be done. The consultants responded that it could be done and that the risk is manageable. Mr. Squires pointed out that apart from what the bank is doing, the DCBA needs to have its own analysis. The consultants pointed out that there is no perfect situation where we know everything. But the banks are proposing to work with the architects and engineers to make this an efficient building. The DCBA has a voice in the entire process, all along the way. Mr. Squires expressed that he understood that, but he wants to be sure we’ve examined project in this area that overrun costs and how large the cone of uncertainty is before we get into the project.

The consultants expressed doubt about obtaining that information. Mr. Squires responded that there is information that can inform the analysis and ensure that the contingencies are reasonably accounted for.

Ms. Muir pointed out that the risk issue has been at the top of the committee’s mind all along. To mitigate that, multiple repayment options have been considered. Fundraising is planned, including sales of bricks that can go into a wall. The consultants advised that the loan would be amortized over 20 years. The loan could be paid down sooner with a positive cash flow. The issues being raised by the board need to be developed as we go. The various costs have to be made part of the budget.

Ms. Nelson asked what happens with Legal Aid. Ms. Muir responded that there was no commitment, but the DCBA hoped and expected they would continue with our relationship.

Mr. Rogero supported the comments made by Mr. Hockman and Mr. Squires and noted that these plans never work out as expected. Mr. Rogero specifically asked: What are the vacancy rates? Lots of retail spaces are sitting empty. What happens if costs run over? How much more will the bank lend? Where do we get the money? Mr. Rogero noted that the plan requires very serious consideration.

Ms. Muir asked the board to take the next step in making the risk assessment and approve an agreement with AIM Higher Commercial Real Estate. She referred to the building report request and approval by motion.

Ms. Muir’s request, which was deemed a motion, was seconded by Mr. Squires. Discussion occurred. Mr Hockman moved to amend the motion to authorize the executive committee to negotiate mutually agreeable terms with Aim Higher Commercial Real Estate, subject to final approval by the board at a special meeting. Ms. Russomanno seconded. Discussion occurred. The motion carried.

Ms. Muir moved to approve the fundraising plan, which consists of a brochure in draft form as proposed $2,000 for brick, $20,000 for decorative pillar, $200,000 to name a floor or $2 million to name the building. Mr. Baena pointed out that $2,000 seems a high along with the $2 million for building. Ms. Muir responded that she believes the amounts are viable. She believes that older attorneys, who are life members, will buy bricks because they no longer pay dues.

Ms. Russomanno observed that more than one person could share in the cost.

Mr. Kay asked what the board is voting on and whether any research has been done. The board is being asked to approve a fundraising plan without details. Mr. Weissman stated that he likes the idea, but does not understand why the board is being asked to commit to it now.

Ms. Muir amended the motion to approve the concept of fundraising for the building, with more details to be presented at the next board meeting. Ms. Calarco proposed a fundraising committee. The amended motion carried.

Ms. Muir moved to approve an expenditure of up to $10,000 on a commercial property appraisal. Mr. Baena seconded. The motion carried.

Ms. Muir moved to authorize the Building Committee to entertain proposal and make recommendations to the Executive Committee for a loan of up to $2.5 million under the most favorable terms offered and to present a design/construction team, all subject to approval by the Board at a special meeting. Mr. Baena seconded. The motion carried.

7. President’s report. Mr. Squires congratulated Irene Oria as the new president of the Hispanic National Bar Association. He further reported that he had met with Judge Prescott, the administrative judge of the Children’s courthouse, who suggest the DCBA get involved to be mentors for juveniles. Mr. Squires encouraged the Board to do so.

8. Executive Director’s Report. Ms. Kiviat reported $30,000 in sponsorship, with ongoing efforts to raise funds.

9. YLS Report. The YLS is working on Miami Nights and reported other events coming up. Appreciation for the Board’s support was expressed.

10. Dade Legal Aid. Ms. Grosman reported on various upcoming events, including a CLE on sex trafficking and nuts and bolts of divorce. Pro Bono Week is October 21-25. The Patently Impossible program is also coming up.

11. VBA Reports.

a. Gwen S. Cherry reported that the upcoming weekend would have a breast cancer education event. The association reported it would hold a board certification lunch and learn session on October 22. On October 30 they will hold a Bowlaween Bash and on November 2 there will be a screening of the movie “Harriett”. An event honoring black judges is planned for November 13.

b. APABA reported that their gala was great; they were planning a strategic planning retreat and are thrilled about their nomination of Segal to S.D. Fla.

c. CABA reported that the Art in Tropics event was a huge success, going to pro bono; various CLE’s coming up including a trial lawyers networker, panel discussion Nov. 5th at UM, annual meeting and elections in Nov. 13.

d. Wilkie D. Ferguson reported they planned a legal fair for the upcoming weekend to give advice about various topics.

e. The South Miami/Kendall Bar reported they had a mixer at the Dadeland Marriott that went well.

Adjourned.

Eric Hockman, Secretary – Dade County Bar Association Date: October 16, 2019