

**MINUTES OF THE LABOR AND EMPLOYMENT LAW SECTION
EXECUTIVE COUNCIL MEETING
June 19, 2008**

- I. **Call to Order** – Steve Meck called the meeting to order.
- II. **Secretary/Treasurer Report.**
- A. **Consideration of Minutes** – Frank E. Brown moved to approve the Minutes from the May 9, 2008 meeting. Scott Fisher seconded the motion and the Minutes were approved unanimously without further discussion.
- B. **Financial Statement** – The financial statement was reviewed and the current membership is 2,163 with a current fund balance of \$198,644. There were no questions regarding the section financials.
- III. **Committee Reports.**
- A. **Membership Outreach Committee** – Scott Fisher told everyone they did a good job and good groundwork had been laid for next year.
1. **ABA Liaison Subcommittee** – No formal report was made.
 2. **Law School Liaison Subcommittee** – Mr. Oliff reported that they are trying to plan for a presentation.
 3. **Local / Voluntary Bar Association Liaison Subcommittee** – Mr. Ryce reported that they still want to move forward with the “Lawyers as Employers” seminar and are hoping to take the Presidential Showcase format to local bar associations.
 4. **New Membership / Outreach Subcommittee** – No formal report was made.
- B. **Long Range Planning Committee** – Mr. Kitchen reported that nothing has happened since the workshop and he believes there is a need to address David Linesch’s memo and concern regarding the cost of the CLE programs.
- C. **Legal Education Committee** – Eric Holshouser provided the report. He learned the following at the CLE meetings he attended:
1. Other Sections are discussing discounting seminar costs in order to increase attendance.
 2. They are discussing grading the seminars and increasing the technology used for seminar marketing ideas. He reported that sponsors for the Tax

Section create a DVD which is given to the participant as an added value to the seminar and for which the Section receives money from the sponsor.

3. The Sections were asked to tell all members to fill out this year's evaluation on the judges.
4. They also talked about increasing marketing for CLEs to non-lawyers (SHIM).

MINUTES FROM JUNE ANNUAL MEETING
(Continued)

- D. Continuing Legal Education Subcommittee - Steve Meck commented that the wage and hour presentation at the seminar was excellent. Alan Forst suggested a webinar discussing Titles I, II, and III of the ADA.
- E. Current Legal Developments Subcommittee - Shane Munoz reported that case notes were prepared for the next edition of the Check-Off.
- F. Judicial Outreach Subcommittee - No formal report given.
- G. Publication Subcommittee - Frank Brown reported that they are in good shape for the the year. Sherril Colombo stated that she was waiting for the last of the case notes to be submitted to complete the Check-Off and would then prepare for distribution.
- H. Website Subcommittee - No formal report given.
- I. Sanctions Committee - No formal report given.

IV New Business

Alan Forst moved for an amendment to the Section Bylaws, which were an attachment to the Agenda. He discussed that the proposed amendments are intended to update the Section and provide a mechanism for the past Chairs to stay on the Executive Council. The Standing Committees would be amended to include the elimination of the Legal Education committee. The Legal Education Chair will change to a Director position. Scott Fischer commented that the Membership committee would be eliminated by the amendment. He recommended adding that subcommittee back into the Bylaws, which was approved. Frank Brown stated that as long as we have sufficient information on Section membership that revising the Membership committee so that it is included in the new Outreach committee would be acceptable. Alan Forst moved to amend the Bylaws, which was passed as discussed. (See attached).

V. Chair's Report

Nominating Committee - Alan Forst stated that the new Officers for 2008/2009 are as follows: Chair - Alan Forst; Chair-Elect - Eric Holshouser; Legal Education Chair - Jill Schwartz; Steve Meck - Past Chair; Secretary/Treasurer - Sherril Colombo. New Executive Council Members with terms ending 2009 are Susan Dolin (replacing Archie Thomas) and Greg Hearing (replacing Jill Schwartz). Returning Members of the Executive Council with terms ending 2010 are Walter Aye, Frank Brown, Damon Kitchen, Leslie Langbein, Robert Miles, Shane Munoz, Ray Poole, Donald Ryce and Marc Snow. New Members of the

Executive Council with terms ending 2010 are Dan Levine (replacing Cecil Howard), Cynthia Sass (replacing Ron Rosengarten) and Robert Turk (replacing Sherril Colombo). Per Alan Forst, there will be several slots open for the Executive Council in the next year.

VI. Special Recognition and Awards

Susan Dolin, Cynthia Sass, Eric Holshouser, Jill Schwartz, Alan Forst, Angela Froelich and Steve Meck. Alan Forst commented that Steve Meck did an excellent job as Chair of the Section. There were exceptional seminars and it was a good year for the Section. Steve has been an Officer and a Member of the Executive Council for many years. Alan is looking forward to a new year as the Chair.

Alan moved to adjourn the meeting. Sherril Colombo seconded the motion. The motion passed unanimously. The meeting was adjourned at 5:45 p.m.

VII. Executive Council Attendance:

Alan Forst
Stephen Meck
Eric Holshouser
Jill Schwartz
Cynthia Sass
S. Grier Wells
Frank Brown, Sherril Colombo
Scott Fisher
Jonathan Oliff
Donald Ryce
Cathleen Scott
Susan Dolin
Daniel Levine

By Phone:

Gregory Hearing
Alan Gerlach
Marguerite Longoria
Shane Munoz
Ray Poole
Damon Kitchen
Bob Turk
Leslie Stein

Guests:

Angela Froelich
Zascha Blanco Abbott

Article I

NAME AND PURPOSE

Section 1. Name. The name shall be "Labor and Employment Law Section of The Florida Bar."

Section 2. Purpose. ~~The purposes of this section are to: work in cooperation with the board of governors, and under its supervision towards accomplishment of the aims and purposes of The Florida Bar within the field of labor and employment law; actively sponsor the continuing education of the members of The Florida Bar in the field of labor and employment law; study and report on proposed legislation or administrative policy for the improvement of the law and practice in this field and to make appropriate recommendations thereon to The Florida Bar; and encourage members of the section interested in the problems of management and labor throughout the state to meet and confer, through this section, upon their various problems and through such cooperation, to promote justice.~~ The purpose and mission of this section is to serve and support our members and others through opportunities for education, leadership, networking, professionalism and public service, by providing quality programs, publications, scholarships and awards, information access and social activities, related to the field of labor and employment law and related areas of law.

Article II

MEMBERSHIP

Section 1. Eligibility. Any member in good standing of The Florida Bar interested in the purposes of this section is eligible for membership upon application and payment of this section's annual dues. Except as provided in other Sections of this Article II, ~~Any member who ceases to be a member of The Florida Bar in good standing shall no longer be a member of the section.~~

Section 2. Affiliate Membership. The executive council may enroll upon request and upon payment of the prescribed dues as affiliate members of the section other persons who have shown the dual capacity of interest in and contribution to the section's activities and who are law college faculty members, full-time law students at any accredited law school located in the United States, or authorized house counsel, as defined below. Affiliate membership will be limited to no more than one-third of the section's membership at any one time. Affiliate members shall have all the privileges of membership in the section except they shall not hold office as an elected or appointed officer, become voting members of the executive council, vote or participate in the selection of officers or the nomination of the members of the executive council.

Section 3. Affiliate Membership Definitions

(a) *Law College Faculty Membership.* Any person who is either a full-time or part-time instructor of law at any accredited law school located in the United States may become an affiliate member of the section.

(b) *Law Students.* Any full-time student at any accredited law school located in the United States may become an affiliate member of the section.

(c) *Authorized House Counsel.* Any individual who is an authorized house counsel as defined in chapter 17 of the Rules Regulating The Florida Bar may become an affiliate member of the section.

Section 4. Administrative Year. The administrative year of the section shall run concurrently with the administrative year of The Florida Bar.

Section 5. Annual Dues. The annual dues shall be in an amount fixed by the executive council

and approved by The Florida Bar. Dues for regular members and affiliate members other than law students, as defined above, shall not exceed \$240 per year. There shall be no proration of annual dues. Upon becoming a member, dues shall be payable thereafter in advance of each membership year. Any member whose dues are in arrears for a period of 3 months shall cease to be a member of the section. The annual dues for law students, as defined above, shall be no less than \$20.00 ~~30~~ per year ~~per member except that dues of law student affiliate members shall be no less than \$20 per year per member~~. The dues shall not exceed 50% of the annual Florida bar dues.

Section 6. Cost of Affiliate Memberships. The section shall reimburse The Florida Bar for expenses incurred by The Florida Bar in administering this section's affiliate memberships.

Article III OFFICERS

Section 1. Officers. The officers of this section shall be a chair, chair-elect, secretary-treasurer, ~~and a chair of the legal education~~ directoreommittee, and an immediate past chair all of whom shall be members in good standing.

Section 2. Duties of Officers. The duties of the officers shall be as follows:

(a) *Chair.* The chair shall preside at all meetings of the section, shall appoint appropriate committees of the section to serve during the chair's term of office, shall plan and supervise the program of the section at its annual meeting, and perform all executive and administrative duties necessary or proper to the organization and functioning of the section, including any duty as from time to time may be prescribed by the section or by The Florida Bar.

(b) *Chair-elect.* The chair-elect shall assist the chair, and in the absence or disability of the chair shall perform the duties of that office. The chair-elect shall be responsible for such other duties as the chair may designate.

(c) *Secretary/Treasurer.* The secretary-treasurer shall keep minutes of the section, maintain the permanent records of the section, and prepare annual financial statements under the supervision of the executive council. The secretary/treasurer shall perform such other duties as may be prescribed by the chair.

(d) *Legal Education Chair-Director.* The ~~chair of the legal education~~ committeedirector shall be responsible for all Section-sponsored seminars throughout the year of the individual's tenure; shall be responsible for appointing all program chairs for such legal education seminars; and, shall be responsible for such other duties as may be prescribed by the chair.

(e) *Immediate Past Chair.* The immediate past-chair shall assist the chair and shall be responsible for such other duties as the chair may designate.

Section 3. Term of Office.

(a) *Officers.* Each officer shall hold office for a term beginning at the close of the annual meeting of the section following election and until a successor is elected and qualified. If a vacancy shall arise in the office of secretary/treasurer or the office of the legal education director, the chair shall appoint a successor for the unexpired term. If a vacancy shall arise in the office of chair and there also shall exist a vacancy in the office of the chair-elect, the executive council shall appoint a successor to the unexpired term; otherwise the ~~chair-elect~~ chair-elect shall fill the remainder to the term of office and the executive council shall appoint a chair-elect for the balance of the unexpired term.

Article IV

EXECUTIVE COUNCIL

Section 1. Governing Body. The section shall be governed by an executive council. The chair of the section shall be the chair of the executive council and the secretary/treasurer of the section shall be the secretary/treasurer of the executive council. It shall have general supervision and control of the affairs of the section, subject to the provision of the Rules Regulating The Florida Bar and the bylaws of this section. It shall authorize all commitments or contracts which entail the payment of money and it shall authorize the expenditures of all section funds. It shall not, however, authorize commitments, contracts or expenditures involving amounts of money in excess of the total amount which is budgeted as disbursements for that fiscal year. As the governing body of the section, it shall be vested with the power and authority to formulate, fix, determine and adopt matters of policy concerning the affairs and purposes of the section which are not inconsistent with the policies of The Florida Bar. All recommendations of the section to The Florida Bar or to any branch of the judiciary or to any other group or body to which recommendations by the section are authorized to be made, must first be approved by the executive council. Any recommendation made other than to The Florida Bar shall have the prior approval of The Florida Bar. The executive council shall conduct its business at regular and special meetings as provided for in these bylaws; provided, however, the business of the executive council between regular meetings may be conducted by facsimile, written or e-mail correspondence and telephone calls to the extent authorized by the chair.

Section 2. Executive Committee. There shall be an executive committee of the council composed of the chair, chair-elect, secretary-treasurer, ~~chair of the continuing~~ legal education director committee, and immediate past chair of the section. The executive committee will meet as directed by the chair. Its functions will be to serve as a planning agency for the executive council and to take emergency actions on behalf of the executive council between regular meetings of the executive council. All actions of the executive committee taken on behalf of the executive council shall be subject to ratification by the executive council at its next regular meeting. A majority of the executive committee shall be sufficient to exercise its powers and it shall not be necessary that a formal meeting be held for action, action by mail, telephone or facsimile being permitted.

Section 3. Executive Council Membership. The executive council shall consist of the chair, chair-elect, immediate past chair, secretary-treasurer, , ~~chair of the continuing~~ legal education director committee, every past chair of the Labor Relations Committee of the Florida Bar or of the Labor and Employment Law Section of the Florida Bar who has attended (by phone or in person) 60% or more of the executive council meetings in the previous Section year, and 2422 elected members.

Section 4. Term of Office. All members of the executive council, excluding officers and former Labor Relations Committee or Section chairs and those initially appointed by ~~the president of The Florida Bar~~ or the chair as hereinafter provided, shall serve a term of 2 years. The terms of the elected members of the executive council shall be staggered so that one-half of the members shall take office at each annual meeting. All terms of office commence at the conclusion of the annual meeting of the executive council following their election and ending at the conclusion of the annual meeting of the executive council 2 years thereafter.

Section 5. Vacancies. If at any time during a term of office of an executive council member, such office shall become permanently vacant by reason of death, resignation, ineligibility or other reason, such office shall be filled for the balance of such term by vote of the executive

council at the next meeting of the executive council unless otherwise provided herein. The chair shall fill all appointed office vacancies.

Article V.

TERMS OF OFFICERS AND EXECUTIVE COUNCIL MEMBERS: NOMINATION AND ELECTION OF OFFICERS AND EXECUTIVE COUNCIL

Section 1. Election of Officers. The executive council at its annual meeting shall elect a chair-elect, secretary-treasurer and ~~chair of the legal education committee~~ director to take office ~~at the conclusion of the next annual meeting of The Florida Bar~~ for a term to commence immediately following the adjournment of the executive council's annual meeting and to conclude at the conclusion of the next annual meeting of the executive council. The chair-elect shall become the chair. In order to be considered for chair-elect, the individual must have served the preceding year as either secretary-treasurer or legal education director. Candidates for secretary-treasurer and chair of the legal education committee director, candidates must meet the following requirements:

~~(a) They shall first serve as the chair of the continuing legal education subcommittee, and the position of chair of the continuing legal education subcommittee shall be the predecessor position to the position of chair of the legal education committee. The chair of the legal education committee shall then become the chair-elect of the section, and chair-elect shall become the chair of the section. The nominating committee shall be the immediate past chair, the chair, and the chair-elect. In order to be considered for chair of the CLE subcommittee, candidates must meet the following requirements:~~

- ~~(a) They shall have served at least 2.5 terms (5 years) on the section's executive council and have an attendance rate of at least 80% of the meetings over that 5-year term;~~
- ~~(b) They shall have served at least 1 term as secretary-treasurer or have chaired at least 1 section committee or subcommittee, have served on the section's long range planning committee, and attended at least 1 long range planning retreat;~~
- ~~(c) They shall have participated as a speaker in at least 21 section-sponsored or co-sponsored CLE programs and chaired at least 1 such program (participation and chairing may not be concurrent);~~
- ~~(d) They shall have published at least 1 article in the *Checkoff*, *The Florida Bar Journal*, or section-sponsored or co-sponsored CLE materials.~~

Section 2. Election of Executive Council. All elected members of the executive council shall be elected by the membership in attendance at the annual meeting of the section.

Section 3. Nominating Committee. A nominating committee, as hereinafter provided, shall submit to the executive council nominations for officers and the executive council for the subsequent year, for the purpose of presenting to the section at the annual meeting. The nominating committee shall consist of the chair, who presides, the chair-elect and the immediate past chair. The executive council shall approve the nominations, and may make additional nominations for election of officers or to the executive council prior to submission to the section membership. Nominations for such vacancies may also be made from the floor at the annual meeting of the section.

Section 4. Balloting. The election of such officers and executive council members at the annual meeting of the section shall be by majority vote of those present pursuant to a balloting procedure to be determined by the chair.

Section 5. Management & Labor Representation. Insofar as is practical, the nominating

committee and the section membership will alternate their recommendations and elections, respectively between management, labor and neutral representatives.

It is the intent of this section that a bona fide effort be made to alternate the partisan identity of the chair between labor and management and to involve neutral representatives in the rotation of the office of secretary-treasurer.

Section 6. Ex-Officio Executive Council Members. Every past chair of the Labor Relations Committee of the Florida Bar or of the Labor and Employment Law Section of the Florida Bar who has attended (by phone or in person) 60 percent or more of the executive council meetings in the previous Section year shall be eligible to serve as a full member of the executive council during the subsequent year.

Article VI

STANDING COMMITTEES

Section 1. Standing Committees. There shall be the following standing committees of the section:

- (1) *Legal-Education Outreach Committee;*
 - (a) ~~Continuing Legal Education Subcommittee~~ ABA Liaison Subcommittee
 - (b) ~~Current Legal Developments Subcommittee~~ Law School Liaison Subcommittee
 - (c) ~~Judicial Outreach Subcommittee~~
 - (d) ~~Publications Subcommittee~~ Local/Voluntary Bar Association Liaison Subcommittee
 - (e) ~~Website Subcommittee~~ EEOC and FEPA Liaison Subcommittee
 - (f) NLRB Liaison Subcommittee
 - (g) Wage and Hour Administration Liaison Subcommittee
- (2) *Long Range Planning Committee;*
- (3) *Membership-Outreach Communications Committee;*
 - (a) ~~ABA Liaison Subcommittee~~ Publications Subcommittee
 - (b) ~~Law School Liaison Subcommittee~~ Website Subcommittee
 - (c) ~~Local/Voluntary Bar Association Liaison Subcommittee~~
 - (d) ~~New Membership/Outreach Subcommittee~~
- (4) *Nominating Committee;* and
- (5) *Special Projects Committee.*

Section 2. Appointment to Committees. With the exception of the Nominating Committee, the section chair shall appoint the chairs of the standing committees. The section chair shall work with each appointed and the committee chairs shall to select interested members of the respective committees. However, the nominating committee shall consist only of the chair, the chair-elect, and the immediate past chair.

Section 3. Ad Hoc Committees. The chair may create and appoint members of such ad hoc committees as are deemed necessary.

Article VII

MEETINGS

Section 1. Annual Meeting. The annual meeting of the section shall be held during the annual meeting of The Florida Bar, with such programs and order of business as may be arranged by the chair. The active members of the section attending any meeting of the section shall constitute a quorum for the transaction of business and a majority vote of those present shall be binding.

Section 2. Regular Meetings. There shall be no fewer than 3 regular meetings of the section

each year, 1 of which shall be in conjunction with the annual meeting of The Florida Bar. Insofar as is possible, the other 2 regular meetings shall be held in conjunction with scheduled seminars or CLE courses sponsored by the section.

Meetings of the section shall be subject to call by the chair of the section upon 15 days' written notice. Those present at a meeting duly called shall constitute a quorum and a majority vote of those present shall be binding.

Section 3. Executive Council Meetings. The executive council shall meet during the 3 regular meetings of the section. The executive council may also act or transmit business herein authorized, without meeting, by written approval of the majority of the entire executive council. All members of the executive council shall attend at least ~~2 of the 3~~ 60 percent of the regular meetings of the section. Any individual who misses any 2 consecutive such meetings, without prior approval of the chair, will lose executive council membership, and the secretary-treasurer will notify the individual in writing within 20 days of the second consecutive absence. Should an individual, upon such notification, wish to appeal loss of executive council membership, the individual may appeal such loss to the executive committee in writing within 10 days of notification, setting forth good cause for the 2 consecutive absences. After the executive committee's review of any such appeal, the secretary-treasurer will notify the individual in writing of the outcome of the appeal.

Section 4. Special Meetings. Special meetings of the entire membership of this section may be called by the executive council provided ~~30~~ 14 days' notice thereof shall be given to each member of the section.

Article VIII

LEGISLATIVE POSITIONS

Due to the unique make-up of the section membership, which consists of labor and management representatives, and in order to maintain the neutrality necessary for cohesiveness of the section membership, neither the legislative committee nor the section shall take a legislative position on behalf of the section. This provision shall not prohibit individual members of the section from adopting personal legislative positions. However, individual legislative positions shall not be represented as positions of the section.

Article IX

MISCELLANEOUS

Section 1. Action of The Florida Bar. No action of the section shall be represented or construed as the action of The Florida Bar until the same has been approved by the The Florida Bar.

Section 2. Financial Obligations. Before payment, all financial obligations must first be approved in the manner specified by the executive council.

Section 3. Compensation and Expenses. No salary or other compensation shall be paid to any member of the section for performance of services to the section but the chair and secretary/treasurer may authorize the payment of reasonable out-of-pocket expenses consistent with the section's financial policies.

Section 4. Amendments. These bylaws may be amended