

**BOARD OF DIRECTORS
ANNUAL MEETING**

JANUARY 24, 1992

AGENDA

- I. APPROVAL OF MINUTES OF OCTOBER 23, 1991**
- II. COMMITTEE REPORTS**
 - A. Nominations**
 - 1. Re-Election of Board Members - Class of 1992
 - 2. Election of Officers
 - 3. Election of New Board Members
 - B. Development**
 - C. Education**
 - D. Finance**
 - E. Litigation**
- III. REPORT OF PRESIDENT/GENERAL COUNSEL**
- IV. NEW BUSINESS**

PUERTO RICAN LEGAL DEFENSE AND EDUCATION FUND, INC.
BOARD OF DIRECTORS ANNUAL MEETING

OCTOBER 23, 1991

MINUTES*

A meeting of the Board of Directors of the Puerto Rican Legal Defense and Education Fund was held on Wednesday October 23, 1991, at the offices of the Fund.

PRESENT

William Callejo, Esq.
Ernest Collazo, Esq.
Patricia Díaz Dennis, Esq.
Ricardo Fernández
Domingo García
Amy Gladstein, Esq.
Andrés Gómez Vázquez
David Jones, Esq.
Joy V. Jones, Esq.
Harold Lewis, Jr., Esq.
Victor Marrero, Esq.
José Olivieri, Esq.
Benito Romano, Esq.
Celina Romany, Esq.
Alba Rovira Paoli, Esq.
Sonia Sotomayor, Esq.
Salvador Tió, Esq.
Martin Zuckerman, Esq.

STAFF

Rubén Franco - President and General Counsel

Yvette Bravo-Weber - Director, Legal Education Division
Elizabeth Dickinson - Director of Development and Public Relations
Rafael Gómez - Fiscal Director
Yocelyn Tarazona-Cornelio - Administrative Assistant

A quorum having been established, Ernest Collazo, called the meeting to order.

I. APPROVAL OF MINUTES OF MEETING OF MAY 31, 1991

A motion was made, duly seconded, and carried unanimously, adopting the minutes of the May 23, 1991 meeting.

II. COMMITTEE REPORTS

A. FINANCE COMMITTEE

Alba Rovira Paoli reported as follows:

1) 1990-91 Audited Financial Statements

The financial statements for 1990-91, were reviewed by the Finance Committee and by the Executive Committee during the Executive Committee meeting of 10/22/91, at which Lou Mezzina and Cosmo Saginario, of Peat Marwick, were present. Copies of the financial statements were distributed to the Board, and Alba indicated that some changes needed to be made to those statements, but that they did not affect the final figures. All of the proposed changes were reviewed with the Board. The appropriate amendments will be made by Peat Marweak to the 1990-91 Audited Financial Statements, reflecting these changes, and copies of the final statements will be distributed to the Board.

Alba reported on the status of the items presented last year by the auditors in the Management Letter. She stated that the auditors have indicated that major improvements have been made on some items, and that others have been resolved.

A motion was made, duly seconded and carried unanimously, adopting the 1990-91 Audited Financial Statement subject to the changes referred to by Alba.

2) Comparison of 1991-92 Annual Budget to Actuals and Operating Income Statements

The Board reviewed and discussed the Comparison of the 1991-92 Annual Budget to the Year-to-Date Actuals and Operating Income Statements. Alba informed the Board that the Finance Committee plans to meet on a regular basis, either by telephone or at PRLDEF, to compare the approved budget against actual results on a month-to-month basis.

3) Investment Manager

The Finance Committee has been engaged in the process of searching for an investment manager. Several proposals were received and reviewed, and interviews were conducted with representatives of several companies. The firm of Newberger and Berman was recommended by the Finance Committee for approval by the Board. The NAACP LDF has used this firm for about twenty years, and recommends it highly.

A discussion followed, after which the Board unanimously

RESOLVED that the firm of Newberger and Berman be retained as PRLDEF's Investment Managers.

A motion was made to amend the investment policy in the following ways:

- To reflect that decisions with respect to the implementation of the investment policy would be made by the Executive Committee and the Finance Committee, together.

This motion was seconded and unanimously carried.

A second motion was made to amend the investment policy as follows:

- To allow for PRLDEF to invest in equities (the current policy restricts PRLDEF's ability to invest in equities).

This motion was duly seconded and passed, with one abstention.

B. DEVELOPMENT

In the absence of José Reynoso, Elizabeth Dickinson, Director of Development and Public Relations, reported on the work of the Development Committee. She also gave an update on the banquet, scheduled for 10/24/91.

Elizabeth stated that she expects that the net income from this year's banquet will be about the same as that of last year.

Elizabeth listed the new grant proposals which have been submitted to the various prospective donors. She also stated that some Board members have been helping to identify new funders.

Rubén reported that Mayor Dinkins had canceled his attendance at the banquet. A discussion followed as to whether PRLDEF should have become involved in supporting Dr. Emilio Carrillo, who was forced to resign from his position as President of New York City's Health and Hospitals Corporation.

Ernest Collazo reported that he has established 3 levels of Board-member contributions to PRLDEF: 1) 2,000.00 level; 2) 1,000.00 level; and 3) 500.00 level.

Each Board member will be asked to contribute at one of these levels.

C. EDUCATION COMMITTEE

There was a meeting of the Education Committee prior to the Board meeting. Bill Callejo reported on that meeting and Yvette Bravo-Weber, Director of the Education Division, reported on the work of the Education Division.

Regarding the Student-Attorney Network, over 100 law students have been paired with attorney-mentors, and we have commenced a series of seven seminars on law courses and skills development. This program has received much praise from the participants.

The Latino Attorney Directory has been expanded to include attorneys in the Midwest, and it is expected that the first Directory will be published in the Summer of 1992.

Carlos Figueroa has been hired to conduct the research for PRLDEF's video project on careers in the law. He is conducting interviews and evaluating other educational videos.

The new Legal Education Division brochures were handed out to Board members; one brochure was written for attorneys and the other for students.

Yvette Bravo-Weber reported on the progress of the different programs in the Education Division.

Harold Lewis stated that he is now the Chair of the Faculty Hiring Committee at Mercer Law School, and asked Board members to contact him if they know of any Latino applicants for law school, but especially, for law teaching positions.

D. LITIGATION COMMITTEE

Salvador Tió mentioned that Board member Ricardo Fernández' inauguration as the new President of Lehman College would take place tomorrow, and suggested that a message congratulating him be sent from the staff and Board of PRLDEF.

Salvador reported on the meeting of the Litigation Committee held on October 4, 1991, attended by committee members, PRLDEF staff, and invited guests.

An economic development concept was discussed at that meeting. One of the presentations made at the Committee meeting was by Michael

involved with the Institute for Corporative Community Development.

Salvador discussed the community economic development project as presented by Mr. Swack. A written description of that program was distributed to the Board.

Salvador also reported on our Women's Rights Initiative, and on the status of the voting rights litigation. On the issue of voting rights, Arthur Baer addressed the Board with an update on the status of our redistricting efforts.

III. REPORT OF THE PRESIDENT/GENERAL COUNSEL

Rubén Franco highlighted some of the points contained in his written report.

He discussed the Women's Rights Initiative, including a case being developed regarding domestic violence. It involves the refusal of city shelters to accept Spanish monolingual women.

Another case in development, which Rubén discussed, is in the area of foster care, where some agencies refuse to place children in homes where the parents are Spanish monolingual.

Rubén also stated that he had recently been the keynote speaker at the Annual Dinner of the Ibero American Action League, Inc., of which Board member Domingo Garcia is the President and CEO. Rubén noted that he was very impressed with the service to the Latino community being rendered in the Rochester area by that organization.

IV. NEW BUSINESS

There being no new business, and with no further issues to discuss, the meeting was adjourned.