

**MINUTES OF THE BOARD OF DIRECTORS' MEETING
OF THE MARITIME LAW ASSOCIATION OF
THE UNITED STATES**

Held at the El Conquistador Resort
Fajardo, Puerto Rico
on
Tuesday, October 29, 2013
2:30 P.M.

The October 29, 2013, meeting was called to order by President Robert B. Parrish at 2:30 P.M. In addition to President Parrish, the following officers were also present:

Robert G. Clyne, First Vice President (by telephone)
Harold K. Watson, Second Vice President
David J. Farrell, Jr., Secretary
William Robert Connor, III, Treasurer
Barbara L. Holland, Membership Secretary

The following directors were present:

Patrick J. Bonner, Immediate Past President

Susan M. Dorgan	Robert B. Fisher, Jr. (by telephone)
Alexander M. Giles	Edward J. Powers
Charles B. Anderson	Michael K. Bell
Katharine F. Newman (by telephone)	Joseph A. Walsh, II
Christopher E. Carey (by telephone)	John S. Farmer
Boriana Farrar	Lynn L. Krieger

Past Presidents James F. Moseley, Howard M. McCormack, Raymond P. Hayden, and Lizabeth L. Burrell also attended at the invitation of President Parrish.

Also in attendance at President Parrish's invitation were Donald C. Radcliff, Chair of the MLA Committee on Planning and Arrangements for the 2013 Fall Resort Meeting; Christopher O. Davis, Vice President of the Comité Maritime International ("CMI"); Vincent J. Foley, MLA Chair of the CMI Spring 2016 Conference in New York; and Marjorie F. Krumholz, Chair of the Marine Financing Committee.

SECRETARY'S REPORT

On motion duly made and seconded, the Board approved the minutes from the August 10, 2013, meeting of the Board of Directors held at Niagara-on-the-Lake, Ontario.

TREASURER'S REPORT

Mr. Connor reported that the MLA's finances are doing well and that we are in essentially the same position as last year at this time. He reported on dues collection, which has improved, as well as plans to follow-up with delinquent members, to avoid their automatic termination pursuant to By-Law 213.2 upon default in payment of dues for three consecutive years.

On motion duly made and seconded, the Treasurer's Report for the three months ending September 30, 2013, was approved.

MEMBERSHIP SECRETARY'S REPORT

Ms. Holland reported that three Associate Lawyer members have been recommended for Proctor status by the Committee on Proctor Admissions:

Michael C. Black, Miami, FL

Andrea Jansz, Melville, NY

David R. Walker, Houston, TX

Ms. Holland reported there were sixteen applicants for Associate Lawyer membership:

Amanda O. Amendola, Boston, MA

Jaime W. Betbeze, Mobile, AL

Twain Braden, Portland, ME

Alexander T. Gruft, San Diego, CA

Scott R. Gunst, Jr., Philadelphia, PA

Samuel C. Higginbottom, Tampa, FL

David S. Humphreys, Jackson, MS

R. Isaak Hurst, Issaquah, WA

Christian T. Johnson, Philadelphia, PA

Timothy J. Jordan, Detroit, MI

Patricia V. Kingcade, Arlington, VA

George K. Kontakis, Port Washington, NY

Erika Lindberg, Houston, TX

Jensen S. Mauseth, Seattle, WA

J.D. Stahl, Bainbridge Island, WA

Richard Ethan Zubic, New Orleans, LA

Ms. Holland reported that four law students had submitted Law Student applications:

David Connors Farrell, Stetson University

Kathleen Hilton, Suffolk University

USCG LT Abigail S. LaFond, Suffolk University

Robert G. Leylegian, Suffolk University

Ms. Holland regretfully reported learning of the following three deaths since our August meeting:

Philip A. Berns of Henderson, NV; Life Member: elected 1964
(Membership Secretary 2002-08; Executive Committee 1991-93)

Morton H. Clark of Norfolk, VA; Life Member: elected 1961
(Executive Committee 1984-1987)

Carlton E. Russell of Costa Mesa, CA; Life Member: elected 1968

With the above membership changes, the MLA's total membership now stands at 2,864 and is comprised as follows:

VOTING MEMBERS

Proctors	1300
Associates	1180
Non-Lawyers	175
Academic	27

NON-VOTING MEMBERS

Ex-Officio	15
Honorary	5
Judicial	123

On motion duly made and seconded, the Board adopted Ms. Holland's report.

FALL 2013 RESORT MEETING WITH IIDM

Mr. Radcliff provided an overview of the MLA's partnering with the Instituto Iberoamericano de Derecho Maritimo ("IIDM") in holding our joint fall resort meeting. All planning had come together nicely for what should be an excellent week. He projected that about 68% of the attendees would be MLA members and 32% of the attendees would be IIDM members.

He noted that IIDM normally seeks sponsors of various events from its attendees and for this meeting collected about \$90,000 in sponsorships from IIDM members. In view of this impressive effort, and although contrary to the MLA's traditions, our attendees were also solicited for their interest in sponsoring meeting events, with \$15,000 in sponsorships collected from MLA members. These sums, which will be used to defray meeting expenses, allowed for a reduction in registration fees.

In another first for the MLA, it was noted that Mr. Farmer had coordinated dual English/Spanish translations for the CLE program.

AMICUS REQUEST

The Board voted not to file an *amicus curiae* brief in support of a petition for *certiorari* in *ABB Inc. v. CSX Transp., Inc.*, 721 F.3d 135, 2013 AMC 2142 (4th Cir. 2013).

By email vote following its meeting August 10, 2013, the Board had voted not to file an *amicus* brief in support of a petition for *certiorari* in the ATHOS I case, *In re Petition of Frescati Shipping Co.*, 718 F.3d 184, 2013 AMC 1521 (3d Cir. 2013).

DISCUSSION ITEMS

46 C.F.R. Part 67 Request for Rulemaking

In accordance with the approved Board minutes of the May 2, and August 10, 2013, meetings, Ms. Krumholz reported that an MLA petition for rulemaking had recently been submitted to the U.S. Coast Guard regarding vessel documentation regulations and filings with the National Vessel Documentation Center, as contained in 46 C.F.R. Part 67. The current regulations require some technical, non-substantive updating due to statutory amendments and business developments which have rendered certain provisions obsolete and inconsistent. For example, limited liability companies have become increasingly common business entities but there are currently no Coast Guard regulations for determining whether an LLC is a U.S. citizen for vessel registration purposes.

Status of International Conventions

Mr. Bonner reported that it is unlikely the United Nations Convention on Law of the Sea will be ratified by the Senate soon, despite widespread domestic support, in large measure due to Tea Party opposition. Similarly, he did not see ratification of the Rotterdam Rules as likely anytime in the near future.

UPCOMING EVENTS

Fall 2014 City Meeting in Philadelphia

Mr. Clyne updated plans for the Fall 2014 City Meeting in Philadelphia, Wednesday, October 22, thru Friday, October 24, 2014. There will be a cocktail reception Thursday evening and a dinner Friday evening at the Downtown Marriot, with a \$200 ticket price anticipated. Philadelphia Co-Chair Frank P. DeGiulio will report on details at the New York Spring 2014 Meeting.

Fall 2015 Bermuda Resort Meeting

Mr. Clyne also reported that a contract had been signed with the Fairmont Southampton resort for the Fall 2015 Bermuda Resort Meeting.

CMI Spring 2016 Conference in New York

Continuing the discussions that took place at the last several Board meetings, there was continued concern with CMI expectations that the MLA disproportionately front the costs for the CMI Spring 2016 Conference in New York.

Mr. Clyne reported that at the recent CMI meeting in Dublin a CMI 50% - MLA 50% split of advanced costs was agreed but subsequently the CMI had stated this would set a bad precedent and took the position that the MLA as host bear all the risk of advance booking costs. While the MLA remains excited about a CMI meeting in New York, most of the Board considered this a disappointing development.

In order to gauge the MLA's potential exposure, Mr. Foley provided a financial overview based on a breakeven projection of 300 CMI delegates and 100 accompanying persons. He estimated that deposits of \$114,000 would be needed soon for planning costs and to reserve venue selections and blocks of hotel rooms. He also estimated that a contractual commitment for the Gala Dinner alone would total \$250,000.

Mr. Connor thereupon expressed concern that another Superstorm Sandy or terrorist attack or worldwide travel restrictions etc. might force last minute delegate cancellations with the MLA then possibly losing its advance deposits. He opined that the CMI meeting should instead be a joint venture between the CMI and the MLA and that obtaining insurance covering the risk of major cancellations should be explored.

Mr. Watson, Ms. Burrell, Mr. McCormack, Mr. Moseley, Ms. Dorgan, and Mr. Powers, among others, generally echoed Mr. Connor's concerns, emphasizing that the MLA should insist that advance costs be split 50% with the CMI. It was also noted that the MLA has reason to believe the CMI has on at least one prior occasion split advance costs with the host country's maritime law association.

Following extensive discussion, the Board expressed the sentiment that a 50% - 50% sharing of advanced costs between the CMI and the MLA as equal partners was important in order for the MLA to approve its joint sponsorship of the CMI Spring 2016 Conference in New York. Accordingly, the Board authorized First Vice President Clyne to coordinate with Mr. Davis and so inform the CMI and to continue negotiations so as to achieve the best deal possible for the MLA.

NEW MLA WEBSITE PROJECT

A large portion of the Board meeting was devoted to the creation of the MLA's new website. Ms. Krieger took the Board on a tour of website possibilities, replete with an introduction to design jargon and various options for page appearances and functionalities. She sought and received the Board's extensive input on wide ranging topics and planned to circulate them to the Website and Technology Committee before passing them on to our vendor, Boost by Design.

Website Structure

Regarding website structure or wireframe, discussion began with Ms. Krieger's display of a prototype Home Page with various tabs the general public could click on to obtain additional information about the MLA -- in contrast to the private side of the website, accessible only following member log-in, when the member's Dashboard will appear. That Dashboard will provide individualized member information drawn from the MLA database in four or so widgets: Breaking News; Committee News, for those committees on which the member has chosen to participate; Upcoming Events, highlighting the most immediate; and Forum Discussions in which the member has chosen to participate.

It was recognized that there would be varying degrees of access to documents stored on the website. For instance, the general public would continue to have access to final versions of Library documents such as *amicus* briefs, meeting minutes, and historical documents; members would have in addition access to their committees' work-in-progress documents; and officers and directors would have restricted access to working documents related to association management.

The website's visual and aesthetic appearance was discussed at length. The Board was clear that stereotypical photos of courthouse columns or scales of justice would be inappropriate for the MLA and that instead photos of various working vessels (both modern and historic); port infrastructure, bridges, drilling rigs, and lighthouses; maritime personnel; navigational equipment; and other nautical scenes would appropriately convey the MLA brand. Photos identifying a vessel's name or ownership would be avoided. And to increase variety, it was recommended that website photos could cycle via Flash Player and that each committee could

post pertinent photos on its own committee page. Mr. Walsh offered to assist in collecting photos to achieve these goals.

A page dedicated to helpful resources with links to other websites was also addressed. Some of the ideas mentioned included links to American Maritime Cases, USCG Districts, the National Vessel Documentation Center, P&I Clubs, Ship Finder, Equasis, currency exchange rates (SDR), and the CMI, as examples. There was interest in eventually making this resource page the go-to maritime page, so its list of possible links will no doubt grow substantially.

MLA Database

While there is certainly overlap with wireframe issues, the second major topic in developing our new website goes on behind the scenes and involves preserving the MLA membership database, ensuring its smooth transfer from the current to the new website, while modernizing its functionality and interactive features.

The following updates were discussed for possible implementation: Streamlining membership application procedures with online submission of application forms and supporting letters; updating membership contacts, providing for the uploading of head shot photos and links to the member's firm website; automating dues invoicing and late reminders, including personalized notice of tardiness immediately upon a member's logging-in; and enhancing credit card or PayPal payment of dues, MLA dinners, and meeting registrations. Security and privacy concerns are paramount.

Improved sorting and report generation was also addressed. Facilitating sorting of the membership directory by name, firm, region, membership class, year of election, etc. was considered essential, as for example when a potential client is looking for representation or when an Associate Lawyer applicant is looking for a Proctor member's letter of support. In addition, for the purposes of association management, the ability to quickly obtain a variety of administrative reports ranging from delinquent dues listings, to regional membership totals, to membership age analyses all would be useful.

With training by Boost by Design, it is anticipated that these sorts of enhanced, automated functionalities will markedly assist MLA Administrator Robin Becker's day-to-day duties managing our database.

Recurring Questions

Several recurring questions arose, made more poignant with the approaching rollout of the new website.

First, how protective should we be regarding access to member contact information? Traditionally, downloading information can only be accomplished one MLA member at a time – to deter marketers' blast emails from inundating our membership. The Board continues to believe that deterrence is appropriate. Current MLA policies do, however, allow certain related organizations and members to purchase email blasts of approved communications to all

members. Revisiting this policy may be appropriate in conjunction with the rollout, as noted in the approved minutes of the Board's May 2, 2013 meeting.

Second, the Board again addressed, as it has several times over the past decade, the cost of printing and mailing *The MLA Report* and the *MLA Proceedings* versus making those publications available only online, in order to save both paper and expenses. With the new website it will be feasible (on the member's Dashboard, for example) to present members an "opt out" decision to discontinue receipt of hard copies, which would be recorded in the MLA database. This will be further addressed by the Board before rollout.

Other ongoing Board projects such as updating the *Committee Chairs' Guide* and policies regarding the reprinting of MLA publications will be coordinated with the new website's rollout.

President Parrish expressed great appreciation for Ms. Krieger's efforts and the Board enthusiastically supported her continued work on the MLA website, with all looking forward to its rollout in 2014.

There being no other business, President Parrish adjourned the meeting.

Respectfully submitted,

/s/ David J. Farrell, Jr.

David J. Farrell, Jr.

Secretary