



The Dispute Resolution Board Foundation

Fostering common-sense dispute resolution worldwide

Summary Minutes of the DRBF Board of Directors Meeting Friday, October 5, 2007

A DRBF Board of Directors meeting was held in San Diego, California on October 5, 2007 with the following participants: Romano Allione (V), William B. Baker(V), James Brady(V), Roger Brown(V), Jim Donaldson (V), Peter M. Douglass (V), Jack Feller (V), Volker Jurowich(V), Kerry Lawrence(V), John Madden(V), Harold V. McKittrick, John Norton (V), Gwyn Owen (V), Marianne Ramey (V), Robert A. Rubin, Robert J. Smith (V), Joe Sperry and Jack J. Woolf. Bernard Becq (V), Peter Chapman, and Daniel F. Meyer were unable to participate. Doug Holen, Dick Appuhn, Steve Fox, and Ann McGough participated by invitation.

Note: (V) represents voting Board members.

Introduction

Outgoing President Pete Douglass opened the meeting, welcomed all attendees including the new incoming Board members, and then turned the meeting over to incoming President Gwyn Owen.

Treasurer's Report & 2008 Budget

Treasurer Jim Donaldson said that the preliminary report from the auditor looks good, and Jim will be meeting with him next week. They have recommended that the DRBF should work to rebuild its reserve funds. Jim reviewed the draft of the 2008 budget, noting the new membership category projections.

10 Year Plan & Region 2 Update

Hal McKittrick noted that Dec. 15, 2007 is a key date by which the transition committee is to be appointed and the shadow board established. The committee currently consists of Bill Baker, Jack Woolf, and Jim Brady.

Romano Allione gave a report on the activities of Region 2. He noted that Australia has already established a chapter and there are some substantive differences that are being addressed. Romano also noted he is working with the Bylaw Committee, which is where the main work will fall. Jack Norton has been asked to work at the global level, because he has experience with the Florida and Texas chapters. President Gwyn Owen noted the problems are not unique to us, stating that FIDIC has had similar problems with their local groups. He said that time is of the essence, as the Philippines group is anxious to move forward. He said he believes we have one year to get the rules, bylaws and other issues worked out.

New Executive Director Issues

The Board was in agreement that the DRBF needs an executive director, but only when it is affordable. John Madden stated that the executive director role is vital to the success of the regional representative program. It was noted that having an executive director is critical to the development of workshops, which affects the organization's revenues. Marianne Ramey expressed concern over bringing in someone during the Foundation's transition, but that



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plans should be developed to bring someone on board in the future. Pete Douglass noted that one option would be to bring in a part time person to pursue specific tasks. It was noted that funding could come through institutional funding, which is being pursued this year. Bob Smith noted that all Board members should keep their antennae up for potential candidates, so that when the funding is identified, the Board is ready to move. Pete Douglass also noted that the role and responsibilities of the executive director position will need to be fleshed out.

International Conference – South Africa 2008

Dick Appuhn, who is on the planning committee, reported that because South Africa is such a long distance to travel, the committee has decided to move to a three day format with sessions in the morning and afternoons free. The program is set, with only 1-2 more speakers needed at this time. The committee is planning to have a keynote address that would be of general interest to delegates and spouses alike, suggesting Nelson Mandela or someone of similar stature.

The agenda includes four breakout sessions, led by Bob Smith, Murray Armes, Marianne Ramey and Andrew Griffiths (or Dick Appuhn). The development banks (World Bank and African Development Bank) are supportive, and the ICC and FIDIC are co-sponsors. The conference will be presented in English with simultaneous translation into French. There will be two days of training following the conference, with a target of 50 attendees and a cap at 60. Targeted attendance for the conference is 120, with a cap at 160 (maximum room capacity).

The planning committee is finalizing details with an official travel agent, and negotiating a group discount with two airlines. The host hotel is the Southern Sun, a waterfront property located across from the conference center. External promotions will be done through ICC, FIDIC, and the British Council of Arbitrators.

USA Annual Meeting 2008 Location

The weekend of October 4-5, 2008 was selected as the date. Several locations were discussed, including Washington, DC, New York, Chicago and Charleston, SC. It was noted that some agencies say it is easier for them to get funding to travel to Chicago or a location on the east coast. The Board agreed to let the committee hash out the pros and cons of each location and make a recommendation.

Regional & Country Representatives Structure

Committee Chair John Madden noted that there continue to be challenges with this program, with some reps being very active and some not. He noted there will be a committee meeting on Saturday at 5, and he has asked the reps to submit reports. John said that some reps have asked to step down, and new reps will need to be identified. John reported on some pockets of success, notably Lynn McDonald in Texas. He said that Don Marsden has accepted the rep position for Canada. There was a proposal to allow Kurt Dettman to serve as a co-rep with Blase Reardon, which was approved.



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Committee Structures for 2008

President Gwyn Owen reviewed the new committees he is proposing this year, notably the addition of the Institutional Funding & Grants committee led by Volker Jurowich, the Professional Conduct committee led by Bob Rubin, and the Member Listing and Appointing committee led by Jack Woolf; and the merging of Data Compilation and Publications into one committee led by Joe Sperry.

Committee Reports

Data Compilation/Publications Committee – Because of difficulty gathering data, the committee is shifting to focus on compiling a list of DRB users, and to identify useful metrics for promoting the process (for example, the use of DRBs is growing by 15% each year). It was noted that people do ask for updated data, but the process is growing faster than we can collect the data: in Europe, there are 450 DBs currently underway, and in Florida all maintenance contracts will require a DRB. In California a new program has been put in place that requires a one person Dispute Resolution Advisor (DRA) for all projects between \$3 million and \$10 million. DRBs remain required for all projects over \$10 million. A further challenge is that most international projects are bound by a confidentiality clause that prohibits complete reporting.

Committee Chair Joe Sperry noted that the Manual committee receives little feedback, and is considering a questionnaire to pull ideas from the membership. He asked the Board to reconsider opening up access to Section 3 of the Manual, which is currently password-protected for member's only. He noted that one member of the committee believes access should be restricted by the remaining three feel that open access is consistent with the mandate set out in the DRBF bylaws to educate first and foremost. The Board voted unanimously to remove restriction to Section 3 on the DRBF website.

Bylaw Committee - Committee Chair Bob Smith distributed a written report to the Board. The committee is focusing on the needs of Region 2 and the impact of the Ten Year Plan on the DRBF's U.S. tax status. Bob suggested the Foundation needs to secure an international lawyer to advise the committee on the proper course of action. Gwyn Owen noted that he knows of a similar organization in London who has dealt with the same problem and offered to contact them for advice. Hal McKittrick noted that at the end of next year, there should be three branches: the executive Board, the North American region, and Region 2. He wondered if the North American region would affect the bylaws in the same way, and most agreed the new structure is analogous to a holding company with operating units.

Chapters - Jack Norton is shifting to a global focus, and has formed a committee. They are in the process of drafting terms of reference for the chapters.

Education & Training-US - Kerry Lawrence noted that the training program is relying on its existing customer base, because there is no one pursuing new customers. The committee has recently determined that the Administration and Practice course is too long, and they intend to cut it to a half day (4 hours). New sessions in development include "How to Present to a DRB" with Ralph Ellis, and a Legal Counsel program that would be held in



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conjunction with the Annual Meeting & Conference. Kerry noted that Washington is the only state that has approved DRBF training for CLU credits. AAA has approved DRBF training for their members, but it has not yet been promoted.

A motion was passed to bring in a person to serve as support for the training program on a limited basis, with their job responsibilities and the time period to be determined. The executive committee will finalize the details.

Website Committee - Committee Chair Ann McGough noted the need to look at the impact of the Ten Year Plan on the web site content, and the need to create some guidelines for the development of regional and chapter web sites.

Institutional Funding - Volker Jurowich has agreed to chair this committee, which also consists of Nigel Lowe, Jim Donaldson and Ann McGough. The committee is charged with assessing the capacity to secure funding for the DRBF at the level of \$1 million over five years. The committee will identify potential funders, and identify the areas that need fleshing out in order to pursuing funding.

Member Listing and Appointing - Jack Woolf has been asked to look into this, as there is increasing demand and a general consensus that if the DRBF doesn't pursue it, someone else will step in to fill the need. It was noted that the demand for potential DB candidates sorted by region and credentials exceeds supply, and this could be a great value to our membership. It was reported that Romania is moving to nominate the DRBF as a nominating authority. The first step will be to poll the members and create a provisional list. It was noted that in order to be on the list, there must be an accreditation component and it shouldn't be something that you simply buy into by paying dues. A motion was passed to pursue this effort.

The meeting concluded at 9:45 p.m.

The next meeting will be for the Executive Committee only, and is scheduled for Thursday, November 29, 2007 by conference call.

Meeting Minutes submitted by Bill Baker and Ann McGough.