

## MINUTES

### ALABAMA STATE BAR FOUNDATION BOARD OF TRUSTEES MEETING

Heflin-Torbert Judicial Building  
Montgomery, Alabama

Friday, April 11, 2008

#### 1. CALL TO ORDER

Foundation President Sam Crosby convened this meeting of the Alabama State Bar Foundation Board of Trustees in the classroom on the mezzanine level of the Heflin-Torbert Judicial Building in Montgomery, Alabama.

#### 2. ROLL CALL

The Secretary-Treasurer called the roll of the Board of Trustees and the following trustees were present:

Ronnie E. Keahey	Christy Crowe	J. Garrison Thompson
Cooper Shattuck	Alyce Spruell	John Gruenewald
Nicholas B. Roth	W. N. (Rocky) Watson	S. Greg Burge
Jack Neal	Phillip W. McCallum	Greg Hawley
Maibeth J. Porter	Joseph A. Fawal	Jim Pratt
William A. (Pete) Short	Albert J. Trousdale, II	Richard W. Whittaker
Billy C. Bedsole	Juan Ortega	Mary Margaret Bailey
James R. Beard	Les Hayes, III	James H. Anderson
Sim Penton	F. Michael Haney	K. Scott Stapp
John E. Medaris	Joseph A. Morris	Thomas B. Albritton
Harold Stephens	L. Thomas Ryan	Ronald A. Strawbridge, Jr.
R. Wyatt Howell	Kenneth E. White, III	John C. Gullahorn
Allan Chason	Tut Wynne	Robert L. Rumsey
Elizabeth Parsons	John M. Kennemer	Roger Bedford, Jr.
Robert T. Meadows, III	Gerald R. Paulk	Jere C. Trent
David F. Law	Wayman Sherrer	Claude E. Hundley, III
Deborah Byrd Walker	Merceria Ludgood	Alicia F. Bennett
Pamela H. Bucy	Kesa Johnston	Kelly T. Lee
Donald R. Jones, Jr.	Cole Portis	

The following trustees were absent:

Michael E. Jones	Randall S. Haynes	Anthony A. Joseph
Robert E. Moorer	Michael D. Knight	William M. Cunningham
David T. Hyde, Jr.	Richard J.R. Raleigh, Jr.	Lee Copeland
Robert L. Bowers, Jr.	Everette A. Price, Jr.	Kyra Sparks
Jason P. Knight	Robert H. Brogden	
Timothy T. Littrell	Walter E. McGowan	

3. **APPROVAL OF THE MINUTES OF JANUARY 25, 2008 ALABAMA STATE BAR FOUNDATION BOARD OF TRUSTEES MEETING**

President Crosby stated that the minutes of the Board of Trustees meeting for January 25, 2008 had been transcribed and submitted to the board in advance of the meeting. He asked if there were any corrections, additions or deletions. There were none.

TRUSTEE BEDFORD MOVED TO APPROVE THE MINUTES OF THE JANUARY 25, 2008 MEETING OF THE BOARD OF TRUSTEES OF THE ALABAMA STATE BAR FOUNDATION. THE MOTION WAS SECONDED AND THE MINUTES WERE APPROVED BY UNANIMOUS VOICE VOTE.

4. **2007 AUDIT REPORT**

The Secretary-Treasurer stated that each member of the Board of Trustees had been mailed the 2007 audit for the foundation prepared by the Wilson Price CPA firm. He asked if there were any questions concerning the audit. There were none.

5. **UPDATE ON OFFICE BUILD-OUT**

The Secretary-Treasurer gave a brief update on progress to date. He stated that the build-out and refurbishment was winding down and that with the arrival of the new board room furniture, the May meeting would be held at the state bar building.

6. **REPORT ON RSA JUDICIAL BUILDING PROJECT**

The Secretary-Treasurer gave a report on the building project next door and efforts of RSA to secure an easement for drilling underneath the bar building for tieback rods to anchor the retention wall between the bar property and the RSA property. He stated that Montgomery attorney William Coleman had been assisting the foundation in hammering out an agreement that would provide protection for the foundation, the state bar and its officers and directors as well as for the facilities should any damage occur during the drilling phase or subsequently because of drilling underneath the building. He stated that so far, RSA had been unwilling to provide indemnification or appropriate assurances to protect the foundation from any consequential damage as a result of the drilling.

Trustee Hawley asked if a resolution would be in order supporting the efforts of the Secretary-Treasurer, President and President-elect as well as Commissioner Bedsole who have been working with Mr. Coleman in preparing an appropriate easement and indemnification agreement.

PRESIDENT CROSBY EXPRESSED HIS OPINION THAT A RESOLUTION WOULD BE APPROPRIATE WHEREUPON TRUSTEE HAWLEY MOVED THAT AS A REQUIREMENT FOR PROVIDING AN EASEMENT, THE BOARD OF TRUSTEES OF THE ALABAMA STATE BAR FOUNDATION WILL REQUIRE APPROPRIATE INDEMNIFICATION AND INSURANCE BY RSA TO PROTECT

THE CURRENT AND FUTURE OFFICERS AS WELL AS THE STRUCTURE FROM ANY CONSEQUENTIAL HARM OR DAMAGE DUE TO ANY DRILLING UNDERNEATH THE STATE BAR BUILDING FOR ANCHORING RODS TO SUPPORT RETENTION WALLS FACILITATING THE RSA'S JUDICIAL BUILDING CONSTRUCTION PROJECT. THE MOTION WAS SECONDED AND APPROVED BY UNANIMOUS VOICE VOTE.

7. **ADJOURNMENT**

President Crosby asked if there was any further business to come before the Board of Trustees. There being none, a motion was made and seconded to adjourn. The motion was approved.

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Samuel N. Crosby, President  
Alabama State Bar Foundation

ATTEST:

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Keith B. Norman, Secretary-Treasurer  
Alabama State Bar Foundation