

IN THE CIRCUIT COURT OF THE TWELFTH JUDICIAL CIRCUIT  
IN AND FOR SARASOTA COUNTY, FLORIDA

JEANNE BAKER, MICHAEL BARFIELD,  
JAMES BENJAMIN, JEFF BORG,  
DANIEL COOK, MARCIA HAYDEN,  
MARTIN NOVOA,

Plaintiffs,

v.

CASE NO. 2023 CA 006178 NC

ERIC SMAW, MICHAEL MEYERS,  
JANET TAYLOR, TIFFANI LENNON, and  
the AMERICAN CIVIL LIBERTIES  
UNION, INC., a foreign corporation,

Defendants.

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**AMENDED COMPLAINT SEEKING DECLARATORY RELIEF**

Plaintiffs, JEANNE BAKER, MICHAEL BARFIELD, JAMES BENJAMIN, JEFF BORG, DANIEL COOK, MARCIA HAYDEN, and MARTIN NOVOA, sue Defendants, ERIC SMAW, MICHAEL MEYERS, JANET TAYLOR, TIFFANI LENNON, and the AMERICAN CIVIL LIBERTIES UNION, INC., a foreign corporation, and allege:

**Introduction**

The Plaintiffs are the duly elected directors and officers of two related Florida not-for-profit entities. Unhappy with governance decisions that resisted partisan political activity, the mission drift away from core civil liberties issues towards socio-economic justice, and other oversight functions exercised by the board of directors over staff, Defendants, acting through resolutions of a foreign corporation, improperly removed Plaintiffs and other elected officers and directors of the not-for-profit corporate entities. The *ultra vires* actions of the Defendants expressly conflict with Florida law and have caused irreparable injury. Plaintiffs seek declaratory relief.

## **Parties**

1. Plaintiff, JEANNE BAKER, (“Baker”), is a resident of Miami-Dade County. At all times material, Baker was a duly elected director of the American Civil Liberties Union of Florida, Inc., (“ACLU-FL”), and the American Civil Liberties Union Foundation of Florida (“ACLU-FL Foundation”), corporations registered and existing under the laws of Florida.

2. Plaintiff, MICHAEL BARFIELD, (“Barfield”), is a resident of Sarasota County, Florida. At all times material, Barfield was a duly elected director and duly elected Governance Chair of the ACLU-FL and the ACLU-FL Foundation.

3. Plaintiff, JAMES BENJAMIN, (“Benjamin”), is a resident of Broward County. At all times material, Benjamin was a duly elected director of the ACLU-FL and ACLU-FL Foundation.

4. Plaintiff, JEFF BORG, (“Borg”), is a resident of Miami-Dade County. At all times material, Borg was a duly elected director and duly elected Vice President of the ACLU-FL and ACLU-FL Foundation.

5. Plaintiff, DANIEL COOK, (“Cook”), is a resident of Palm Beach County. At all times material, Cook was a duly elected director of the ACLU-FL and ACLU-FL Foundation.

6. Plaintiff, MARCIA HAYDEN, (“Hayden”), is a resident of Palm Beach County. At all times material, Hayden was a duly elected director and duly elected Secretary of the ACLU-FL and ACLU-FL Foundation.

7. Plaintiff, MARTIN NOVOA, (“Novoa”), is a resident of Broward County. At all times material, Novoa was a duly elected director and duly elected Affiliate Equity Officer of the ACLU-FL and ACLU-FL Foundation.

8. Defendant, American Civil Liberties Union, Inc. (“ACLU National”) is a foreign corporation, incorporated in the District of Columbia. ACLU National registered as a foreign corporation in Florida on April 3, 2023. ACLU National conducted business in Florida prior to and after the date it registered as a foreign corporation in Florida.

9. Defendant, ERIC SMAW, (“Smaw”) is a resident of Orange County, Florida. At all times material, Smaw served as a director of the ACLU-FL and ACLU-FL Foundation. Smaw also serves as a director of Defendant ACLU National. Under the *ultra vires* resolutions enacted by ACLU National, Smaw was unlawfully appointed to certain positions as an officer and director of the ACLU-FL and ACLU Foundation. Smaw is sued in his capacities as an officer and director of the ACLU-FL, the ACLU Foundation, and director of ACLU National.

10. Defendant, MICHAEL MEYERS, (“Meyers”), is a resident of Duval County, Florida. Under the *ultra vires* resolutions enacted by Defendant ACLU National, Meyers was unlawfully appointed to certain positions as an officer and director of the ACLU-FL and ACLU Foundation. Meyers is sued in his capacities as an officer and director of the ACLU-FL and ACLU Foundation.

11. Defendant, JANET TAYLOR, (“Taylor”), is a resident of Manatee County, Florida. Under the *ultra vires* resolutions enacted by Defendant ACLU National, Taylor was unlawfully appointed to certain positions as an officer and director of the ACLU-FL and ACLU Foundation. Taylor is sued in her capacities as an officer and director of the ACLU-FL and ACLU Foundation.

12. Defendant, TIFFANI LENNON (Lennon”), is a resident of Sarasota County, Florida. Acting under the *ultra vires* resolutions enacted by Defendant ACLU National, Lennon took certain actions including, but not limited to, filing reports with the Florida Department of

State facilitating the removal of the directors of the ACLU-FL board, and improperly attempting to invade the attorney-client privilege belonging to the ACLU-FL. Lennon is sued in her official capacity as Executive Director of the ACLU-FL.

### **Jurisdiction and Venue**

13. This Court has jurisdiction under Chapter 86, Florida Statutes, and § 617.0304(2), Florida Statutes.

14. The Court has personal jurisdiction over Defendant ACLU National under § 48.193(1)(a), Florida Statutes, based on the following facts:

ACLU National has acted through agents within the state of Florida, including Defendants Smaw, Meyers, and Taylor, to operate, conduct, engage in, or carry on a business or business venture in Florida;

15. Venue is proper in Sarasota County, Florida under § 47.021, Florida Statutes, because Defendant, ACLU National, regularly conducts substantial business in Sarasota County, including, but not limited to, significant fundraising operations. Additionally, Tiffani Lennon, the Executive Director of ACLU-FL, and Registered Agent of ACLU National, resides in Sarasota County, Florida.

### **Facts Common to All Counts**

#### **Framework of the ACLU**

16. The ACLU-FL has existed since 1955 although it was known then as the Greater Miami Chapter of the ACLU.

17. Although a separate corporate entity, the ACLU-FL is an affiliate of ACLU National (therefore sometimes referred to herein as “the Affiliate”). While this relationship is collaborative and supportive, to Plaintiffs’ knowledge, no formal franchise or affiliate agreement exists between the ACLU National and the Affiliate. Rather, each entity has its own bylaws and

policies. Additionally, each entity has a separate board of directors, budget, and staff. The bylaws of ACLU National recognize this relationship and states “[a]n Affiliate shall act in accordance with the policies of the Union, with the understanding that the purpose of this requirement is to obtain general unity rather than absolute uniformity.” Art. VI, Sec. 1, ACLU National Bylaws.

18. The ACLU-FL has offices throughout Florida, including in Orlando, Miami, Tampa, Jacksonville, Tallahassee, and Pensacola.

19. The ACLU-FL is governed by a board of directors (collectively “ACLU-FL directors” or “ACLU-FL board”).

20. The ACLU-FL also has chapters within specified geographic regions of the state of Florida. Chapters, however, have no legal status separate from the ACLU-FL board of directors.

21. The bylaws of the ACLU-FL provide for two classes of directors: i) at-large directors who are elected by the board of directors of ACLU-FL (“at-large directors”); and ii) chapter representatives who are elected by the board of directors of chapters in specified geographic regions of Florida (“chapter representatives”).

22. At all times material, Plaintiffs were properly elected members of the ACLU-FL board of directors (the “ACLU-FL board” or “ACLU-FL directors”).

23. At all times material, Plaintiffs Baker, Barfield, Benjamin, Cook, and Novoa were at-large directors of the ACLU-FL board.

24. At all times material, Plaintiffs Borg and Hayden were chapter representatives of the ACLU-FL board.

25. All ACLU-FL directors also serve on the ACLU Foundation, a separate Florida corporation.

26. Under the bylaws of the ACLU-FL, the ACLU-FL directors elect officers who serve on the ACLU-FL Executive Committee (which comprises the “ACLU-FL board leadership”). Under the ACLU-FL bylaws, the Executive Committee acts for the ACLU-FL directors in between board meetings.

27. At all times material, Plaintiffs Barfield, Borg, Hayden and Novoa served as duly elected officers of the ACLU-FL, holding, respectively, the positions of Governance Chair, Vice-President, Secretary, and Affiliate Equity Officer.

28. The ACLU-FL is managed by an Executive Director, who reports to the ACLU-FL board President. The ACLU-FL directors have the sole authority to hire or terminate the Executive Director.

#### **Conflicts with ACLU National and ACLU-FL staff**

29. In March 2017, ACLU National started a nationwide campaign known as “People Power” whose purpose was to organize at the grassroots level in response to the election of Donald Trump as President. Although People Power was launched in Florida, neither the ACLU-FL board nor the board leadership had any input into the decision and only became aware of the campaign as it was being launched.

30. Almost immediately after the launch of People Power, affiliates of the ACLU, including the ACLU-FL, experienced significant organizational problems that impacted both governance and management functions. Those problems included, but were not limited to, People Power activists engaging in: partisan conduct under the name and logo of the ACLU in violation of longstanding policy; improper fundraising solicitations; and advocating support for non-civil liberties goals, including, *inter alia*, socio-economic reforms.

31. In April 2017 several chapters of the ACLU-FL adopted resolutions urging the ACLU-FL board leadership to take emergency action to address the organizational problems caused by People Power. On May 2, 2017, the ACLU-FL board leadership held an emergency meeting to consider the chapter resolutions and the impact of People Power. *See Exhibit 1.*

32. The ACLU-FL board held a meeting on May 20, 2017, attended by representatives of ACLU National, during which the problems created by People Power were discussed. The chapter resolutions were tabled to consider whether an agreement between the ACLU-FL board and ACLU National could be worked out to address those problems. *See Exhibit 2.*<sup>1</sup>

33. After the May 20 ACLU-FL board meeting, a report memorialized that agreement between the ACLU-FL and ACLU National regarding how People Power would be merged into the chapter system in Florida and outlined a timeline for the implementation of that agreement. *See Exhibit 4* (the “merger plan”). A special committee of the ACLU-FL board (the “Committee on People Power”) was appointed to oversee the implementation of the merger plan. *Id.*

34. Over the summer of 2017, the Committee on People Power continued to work collaboratively with representatives from ACLU National to implement the merger plan. *See Exhibits 5 and Exhibit 6.* These efforts resulted in a second agreement and written Memorandum of Understanding, dated September 19, 2017 (the “MOU”) that memorialized an agreement to limit ACLU National’s messaging through the People Power platform within the state of Florida to messages consistent with the civil liberties priorities approved by the ACLU-FL board of directors. *See Exhibit 7.* The approved messages did not include partisan political messages or socio-economic justice issues.

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<sup>1</sup> The ACLU-FL was not the only affiliate affected by the rollout of People Power. Those issues were the subject of a discussion at a nationwide staff conference of ACLU National just days after the May 2017 ACLU-FL board meeting. *See Exhibit 3.*

35. ACLU National thereafter violated the terms of the MOU on multiple occasions. For example, People Power’s messaging in Florida ran afoul of the MOU: in May 2019, by communicating that the ACLU-FL had joined a coalition of other organizations when the ACLU-FL board had not voted to do so (*see Exhibit 8*); in April 2021, by touting broadband access and housing equity as civil liberty issues (*see Exhibit 9*); in spring 2022, by treating student-debt relief and climate change as civil liberties and ACLU issues (*see Exhibit 10*).

36. During this same period, ACLU National retreated from its longstanding position of defending speech without regard to political ideology. ACLU National urged affiliates to evaluate potential cases by considering whether the speech of “others whose views are contrary to [ACLU] values” should be protected under the First Amendment. *See* ACLU Case Selection Guidelines: Conflicts Between Competing Values or Priorities at 6, available at <https://www.wsj.com/public/resources/documents/20180621ACLU.pdf>; *see also* Michael Powell, *Once a Bastion of Free Speech, the A.C.L.U. Faces an Identity Crisis*, New York Times (June 6, 2021), available at <https://www.nytimes.com/2021/06/06/us/aclu-free-speech.html>.

37. The ACLU-FL board of directors, however, did not change its longstanding position that speech was protected without regard to political ideology and continued to communicate that position to ACLU National.

### **Restructuring efforts**

38. In late 2021, while not overtly focusing on its disagreements with the ACLU-FL board of directors regarding ideological disagreements, ACLU National conveyed its continued disapproval of the chapter model and structure within the ACLU-FL board. ACLU National encouraged further downsizing and restructuring of the ACLU-FL board, *inter alia*, to minimize the influence of chapter representatives on the board.



39. The ACLU-FL board and its leadership participated in at least two planning sessions with ACLU National staff to review and consider governance best practices for non-profit boards, including board size and board norms.

40. As a result, in July 2022, ACLU-FL directors amended the Affiliate's bylaws to reduce the size of the board further to 21 directors and eliminated direct chapter representation on the board. The ACLU-FL board also implemented additional governance best practices for non-profit boards suggested by ACLU National. The final phase of that transition is scheduled to be implemented in September 2023.

#### **Tensions escalate between board and staff**

41. In early January 2022, the then-Executive Director of the ACLU-FL resigned and returned to Kansas, from where he had been recruited three years earlier.

42. By ACLU-FL policy, a Search Committee was appointed and convened for the purpose of making a recommendation to ACLU-FL directors regarding the hiring of a new Executive Director.

43. ACLU-FL policy also required the formation of a Leadership Management Committee (LMC). The purpose of the LMC was to recommend the appointment of an interim ACLU-FL Executive Director and otherwise exercise heightened oversight authority over ACLU-FL staff during the executive search process and the interim period of operating without a permanent Executive Director.

44. Not long after the formation of the Search Committee and LMC, disagreements arose between the ACLU-FL board leadership and ACLU-FL staff, with staff resisting any oversight of their activities while operating during the interim period without a permanent Executive Director.

45. These disagreements included, but were not limited to, issues regarding the ACLU-FL staff: engaging in partisan political activity, in violation of the ACLU-FL's strict nonpartisan policy; the discovery that staff expenditures through a political action committee violated IRS rules that could subject the ACLU-FL to penalties; disagreements about defending free speech without regard to political ideology; and despite the MOU, following ACLU National's People Power lead, messaging on matters that the ACLU-FL board viewed as unrelated to civil liberties, including such socio-economic issues as the disparate impact of climate change and student debt relief.

46. The ACLU-FL staff also expressed disagreement with the Search Committee's unanimous decision to recommend to the ACLU-FL board of directors a particular candidate for the position of Executive Director. In explaining their disagreement in writing, the ACLU-FL staff relied on impermissible hiring criteria, including race, to identify and urge the hiring of their preferred candidate. *See Exhibit 11.*

47. In actively seeking to change the Search Committee's hiring recommendation, the ACLU-FL staff sought to exercise a governance function reserved solely for the ACLU-FL board and to select their own future boss. Only recently did the ACLU-FL board leadership discover that these efforts by ACLU-FL staff aligned with ACLU National's goals as set forth in the Southern Collective memorandum attached as **Exhibit 12.**

48. Tensions between the ACLU-FL staff, on the one hand, and the ACLU-FL directors and board leadership, on the other, grew significantly during the weeks and months that followed.

49. In August 2022, senior members of the ACLU-FL staff filed a complaint with ACLU National against the ACLU-FL board (the "staff complaint"), reciting a variety of allegations, including, *inter alia*: disagreements about mission drift and how to interpret the MOU regarding People Power messaging in Florida; micromanagement by ACLU-FL directors;

conflicts caused by the chapter system; and disrespectful actions by members of chapter boards of directors (although without providing sufficient particulars to identify specific incidents).

50. The disagreements between the governing board of the ACLU-FL and its staff were not unique to Florida. ACLU National and other affiliates were experiencing the same or similar issues. *See, e.g.,* Ryan Grimm, *Elephant in the Room*, *The Intercept*, (June 13, 2022), available at <https://theintercept.com/2022/06/13/progressive-organizing-infighting-callout-culture/>; Lara Bazelon, *The ACLU Has Lost Its Way*, *The Atlantic* (May 10, 2022), available at <https://www.theatlantic.com/ideas/archive/2022/05/aclu-johnny-depp-amber-heard-trial/629808/>; James Kirchik, *The Disintegration of the ACLU*, *Tablet* (March 30, 2021), available at <https://www.tabletmag.com/sections/news/articles/the-disintegration-of-the-aclu-james-kirchick>.

51. In late August 2022, the ACLU-FL Executive Committee authorized the retention of independent legal counsel to investigate the allegations in the staff complaint and the tensions between the ACLU-FL board and staff. The ACLU-FL board subsequently ratified the decision to hire independent legal counsel (the “Law Firm”).

52. To assist the Law Firm in that investigation, the ACLU-FL board leadership repeatedly requested of ACLU National that it provide sufficient particulars of the allegations of disrespectful actions by members of chapter boards of directors to identify specific incidents. But those requests were expressly rejected.

53. The ACLU-FL board leadership attempted to informally resolve these tensions, including scheduling a retreat in mid-September 2022 for the ACLU-FL board and ACLU-FL staff to meet. But the ACLU-FL staff rejected these overtures and, instead, pressed Defendant ACLU National to act on their complaint, stating that the ACLU-FL board did not align with the mission of ACLU National and its “nationwide” goals.

54. On December 11, 2022, in a major concession intended to address the staff complaint, the ACLU-FL board approved a plan to restructure the Affiliate to replace the chapter system with a volunteer engagement model under staff supervision. However, the ACLU-FL staff informed the National ACLU that it rejected this plan.

55. Shortly thereafter, on December 19, 2022, ACLU National informed the ACLU-FL board that it would conduct a separate investigation into the disagreements between the ACLU-FL directors and ACLU-FL staff.

56. Meanwhile, the investigation by the Law Firm hired by the ACLU-FL Executive Committee continued.

### **Defendants Unlawful Actions**

57. On March 29, 2023, Defendant, ACLU National, acting through National's Executive Committee, enacted a resolution ("the Initial Resolution"), attached as **Exhibit 13**, which immediately, albeit temporarily, removed all duly elected ACLU-FL's directors, except for Defendant Smaw whom it appointed as putative President of the ACLU-FL and authorized to select up to four additional directors.

58. At some point after March 29, 2023, Defendant Smaw, acting under the *ultra vires* Initial Resolution enacted by ACLU National, appointed Defendants Meyers and Taylor to certain positions as putative directors and officers of the ACLU-FL and ACLU Foundation.

59. On May 23, 2023, Defendant, ACLU National, acting through National's Executive Committee, adopted a second resolution ("the Second Resolution"), attached as **Exhibit 14**, which approved the Initial Resolution, affirmed the removal of all Plaintiffs and other duly elected ACLU-FL directors, and appointed Defendant Smaw as putative President of the ACLU-FL, authorizing him to select up to four additional directors.

60. A majority of the improperly removed ACLU-FL directors, including Plaintiffs, objected in writing to both the Initial Resolution and the Second Resolution as unauthorized under Florida law, asserting, *inter alia*, that § 617.0808(1), Fla. Stat., set forth the sole process by which a director could be removed, under which such removal could be accomplished lawfully only by a majority vote of the ACLU-FL board.

61. Nothing in the bylaws of ACLU-FL or of ACLU National allows for the removal of any director of the ACLU-FL board of directors, except by a majority vote of the entire ACLU-FL board of directors.

62. Immediately after issuance of the Initial Resolution, Defendants Smaw, Meyers, Taylor, Lennon, and agents of Defendant ACLU National issued a directive to the Law Firm that had been retained by the previous duly elected, now improperly removed, ACLU-FL directors to cease and desist any investigation and turn over to Defendants all records and communications of the Law Firm's investigative activity.

63. A majority of the previous duly elected, now improperly removed, ACLU-FL directors, including Plaintiffs, objected to this directive and informed the Law Firm that all information obtained during its investigation, including communications with then-duly elected ACLU-FL directors, constituted information protected by the attorney-client privilege in § 90.502, Fla. Stat.

64. After issuance of the Second Resolution, Defendants Smaw, Meyers, Taylor, Lennon, and agents of ACLU National issued a second directive to the Law Firm retained by the previous duly elected, now improperly removed, ACLU-FL directors to cease and desist any investigation and turn over all records and communications of its investigative activity.

65. At no time did the ACLU-FL board of directors, much less a majority of those directors, vote to remove Plaintiffs or any director of the ACLU-FL in accordance with the requirements of § 617.0808, Fla. Stat., and the ACLU-FL bylaws.

66. The Law Firm has notified Plaintiffs that it is in doubt as to whether it should comply with the requests by Defendants Smaw, Meyers, Taylor, Lennon and agents of Defendant ACLU National to turn over records and communications that are otherwise subject to the attorney-client privilege.

67. At this writing, there has been no resolution of the disputes between Plaintiffs, Defendants Smaw, Meyers, Taylor, Lennon, and ACLU National. All efforts to amicably resolve the controversy and without litigation have been unsuccessful.

#### COUNT I

68. Plaintiffs reallege paragraphs 1 through 67 as if fully set forth herein.

69. A bona fide, actual, and present dispute exists between the parties that requires a practical need for resolution and declaration by the Court.

70. The dispute includes whether the Initial Resolution and Second Resolution (the “Resolutions”) are *ultra vires* to the extent that they purport to remove duly elected ACLU-FL directors without complying with ACLU-FL bylaws or § 617.0808(1), Fla. Stat. (the “dispute”), because:

- i) The removal of at-large directors did not occur by any vote of the duly elected board of directors of the ACLU-FL;
- ii) the removal of chapter representatives did not occur by members of the chapter boards who elected them;
- iii) if the Resolutions are *ultra vires*, whether defendant ACLU National could lawfully appoint defendant SMAW as President of the ACLU-FL;

- iv) if the Resolutions are *ultra vires*, whether Defendant Smaw could lawfully appoint Defendants Meyers and Taylor as board members and officers of the ACLU-FL; and
- v) if the Resolutions are *ultra vires*, whether Defendants Smaw, Meyers, Taylor, Lennon and agents of ACLU National can properly demand communications from the Law Firm and otherwise invade the attorney-client privilege.

71. The dispute between the parties raises a justiciable question requiring a present declaration by the Court declaring whether the Resolutions are *ultra vires* and whether Defendants have properly demanded communications subject to the attorney-client privilege.

72. The declaration sought concerns a present, ascertained or ascertainable state of facts or present controversy as to a state of facts.

73. An immunity, power, privilege or right of the Plaintiffs is dependent upon the facts or the law applicable to the facts of the dispute.

74. Defendant, ACLU National had no power to enact the Resolutions because, under the ACLU-FL bylaws and § 617.0801(1), Fla. Stat., each ACLU-FL director has a right and privilege to be removed only by a majority vote of the ACLU-FL board.

75. Defendant Smaw has no power to act under the Resolutions because, under the ACLU-FL bylaws and § 617.0801(1), Fla. Stat., each ACLU-FL director has a right and privilege to be removed only by a majority vote of the ACLU-FL board.

76. Defendants Smaw, Meyers, Taylor, Lennon, and ACLU National have no power or right to invade the attorney-client privilege belonging to the ACLU-FL board.

77. Plaintiffs have a right to prevent the invasion of the attorney-client privilege of the ACLU-FL board.

78. A substantial doubt exists as to the rights, powers, and privileges of the parties with respect to the Resolutions and the demand made to the Law Firm to turn over records subject to the attorney-client privilege.

79. Defendants have, or reasonably may have, an actual, present, adverse and antagonistic interest in the subject matter of the dispute, either in fact or law.

80. The antagonistic and adverse interests are all before the Court by proper process and representation.

81. The relief sought is not merely the giving of legal advice or the answer to questions propounded out of curiosity.

82. Plaintiffs do not seek any monetary damages from Defendants and there is no amount of money in controversy except the recovery of Plaintiffs' reasonable costs.

WHEREFORE, Plaintiffs request the following relief:

- A. that the Court exercise its jurisdiction to declare and determine the rights, powers, and privileges as it relates to the dispute between the parties;
- B. that the Court issue a declaration that the Resolutions are *ultra vires*
- C. that the Court issue a declaration that the removal *en masse* of duly elected ACLU-FL directors failed to comply with either § 617.0808(1), Fla. Stat. or the bylaws of the ACLU-FL;
- D. that the Court issue a declaration that the removal of any ACLU-FL director can only occur through a majority vote of ACLU-FL's duly elected board of directors;
- E. that the Court issue a declaration that the appointment of Defendant Smaw as President of the ACLU-FL, and Defendants Meyers and Taylor as board members and officers of the ACLU-FL is *ultra vires*;



- F. that the Court determine that Defendants have no right to demand the production of information protected under the attorney-client privilege belonging to the duly elected ACLU-FL board of directors;
- G. the reasonable costs incurred by Plaintiffs for bringing this action; and
- H. such other relief as the Court deems just and appropriate.

Respectfully submitted,

**BENTLEY GOODRICH KISON, P.A.**

/s/ Morgan R. Bentley

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***Attorneys for Plaintiffs***

Emergency ACLUFL Executive Committee Meeting

May 2, 2017

Telephone Conference

Members

Anne Regan, Matt Spohrer, Andrew Swain, Martin Novoa, Michael Barfield, JoNel Newman, Rosemary Wilder, Michael Berman, Eric Smaw

Staff

Sara Latshaw, Kirk Bailey, Howard Simon, Melba Pearson

Rosemary Wilder has received five separate but identical resolutions from different chapters with the request to send these resolutions to National regarding People Power. Michael Barfield clarified that the resolutions are directed towards the affiliate and staff. Rosemary Wilder stated that based on conversations with some members who have submitted resolutions, she does not believe this to be the case across the board.

Rosemary Wilder asked Howard Simon and Kirk Bailey to address what the concerns are regarding People Power and potential changes to the initiative.

Howard Simon does think some of the proposed revisions by National to People Power will address the issues raised by the proposed resolutions. Specifically, he stated that points 1 and 2 in the Miami Chapter's resolution should be addressed by changes made by National by the May Board meeting.

In regard to #1, Howard Simon stated that National's intent is to run everything through the Affiliate. For example, if National decides to hold a hundred rallies for immigration across the country through People Power – they will consult us and we could potentially opt out of the rallies if we do not feel it is consistent with our state policies.

Ann Regan stated that our own Organizational Plan violates or conflicts with our bylaws and policies in several places. She also stated that because the resolutions come out of the violations, they are also in violation. She suggested that to correct the situation, the Board must examine the Organizational Plan and ensure that it does not conflict with our bylaws and policies. She believes that the only remedy is have the board adopt an actual Organizational Plan that does not conflict with our bylaws and policies.

Rosemary Wilder asked if we should address the resolutions or the Organizational Plan.

Michael Barfield asked that we first address whether the Board must approve the Organizational Plan, and if we do think this is the case, then to address implementation and then resolutions and to roll back implementation if so.

Ann Regan moves for the adoption of a formal policy and resolution that all proposed programs for organizing the membership of the ACLUFL be done with board approval per the Articles of Incorporation and that the 2017 Grassroots Organizational Plan be found in violation of the Articles of Incorporation.

Eric Smaw seconds. Discussion.

Howard Simon asked if anyone raised objections at the EC or the Board Meeting in February to the Organizational Plan. Rosemary Wilder stated that she does not recall any objections.

Kirk Bailey hopes that staff will be able to respond and give input if there will be an upcoming Board vote. Rosemary Wilder responded affirmatively.

Michael Barfield pointed out that the EC did not consider whether the plan altered our structure at the time, and that perhaps the EC missed potential red flags. He also added that the implementation of the plan has been a major violating factor.

Eric Smaw submits a friendly amendment to Ann Regan's motion to split the motion into two parts.

The first amended motion on the floor is for the adoption of a formal policy and resolution that all proposed programs for organizing the membership of the ACLUFL be done with board approval per the Articles of Incorporation.

No further discussion.

MSP that a formal policy and resolution be adopted that all proposed programs for organizing the membership of the ACLUFL be done with board approval per the Articles of Incorporation.

The second amended motion on the floor is that the 2017 Grassroots Organizational Plan be found in violation of the Articles of Incorporation

Michael Barfield seconds.

Anne Regan amends the motions to read that the 2017 Grassroots Organizational Plan be found in violation of the of the Articles of Incorporation, Article 3 and 4, and the Bylaws, article I.1 and article III.3.

Michael Barfield added a friendly amendment of bylaw article 1.1.

The third amended motion is restated.

There is no second – the motion fails.

Howard Simon asked that we simply discuss the problems with the implementation of the Plan.

Michael Barfield stated that clearly Kirk Bailey has not engaged in partisan behavior, but that the implementation and lack of control over People Power groups has violated our policies.

Kirk Bailey clarified that the Organization Plan is not a People Power plan. He clarified that the Organizing Plan was developed to handle the new influx of volunteers coming into the ACLUFL.

Rosemary Wilder pointed out that she has not seen anything stating that People Power groups are under the purview of the ACLUFL.

Ann Regan's point of contention is that the Organizing Plan was not voted on by the Board.

Howard Simon noted that if the Organizing Plan changed the structure of the organization or altered policies then it should be put back on the agenda for the May meeting for a vote, but that he did not think it did either.

Michael Barfield asked if any of the ACLUFL staff are involved in implementing People Power.

Kirk Bailey stated that it's a mixed bag but that National administers and implements the program.

There is discussion on what to do next. Rosemary suggests that we put the Organizational Plan on the agenda for the next Board Meeting. She also suggested that the resolutions are now premature, and that implementation of the plan is premature.

There is discussion on whether the Organizational Plan violates the Articles of Incorporation, whether People Power is part of the Organizational Plan, and whether ACLUFL can implement the parts of the Organizational Plan referencing People Power.

It is generally decided that ACLUFL will not implement the People Power components of the Organizational Plan until a vote at the general Board Meeting and that the Organizational Plan will go to the Board for a vote. The resolutions will be addressed at the May meeting.

Howard Simon suggested that the chapters are told that their general concerns with People Power were mirrored by Affiliates across the country at a recent staff meeting and that People Power will be altered and rebooted to address these concerns.

Andrew Swain moved to adjourn the meeting.

MSP to adjourn the meeting.

Minutes of the Meeting of the Board of Directors  
American Civil Liberties Union of Florida (Affiliate)  
American Civil Liberties Union Foundation of Florida (Foundation)



Saturday, May 20, 2017  
Embassy Suites Orlando Airport  
5835 T.G. Lee Boulevard  
Orlando, FL 32822

Members: Ball, Doug (Collier), Barfield, Michael (At-Large), Baxter, Tom (Tallahassee), Beltz, Jennifer (At-Large), Berman, Michael (Florida Keys), Betancourt, Javier (At-Large), Borg, Jeffrey (G. Miami), Brochyus, Chris (G. Miami), Cook, Dan (At-Large), Craver, Roger (At-Large), Curtis, Christopher (Brevard), Glinzman, Larry (At-Large), Glover, Bonnie (At-Large), Griffin, George (At-Large), Hamilton, Veverly Gary (Treasure Coast), McCoy, Michele (Volusia/Flagler), McKoy, Teisha (Palm Beach), Meyers, Michael (At-Large), Morley, Jennifer (Tampa), Newman, JoNel (At-Large), Nilon, Susan (At-Large), Novoa, Martin (Broward), Regan, Ann (At-Large), Schneider, Mark (Palm Beach), Smaw, Eric (At-Large), Spohrer, Matt (At-Large), Stern, Arthur (At-Large), Swain, Andrew (At-Large), Versace, Gina (Central), Walker, Grissim (Sarasota), Wilder, Rosemary (At-Large)

Staff: Howard Simon, Melba Pearson, Nancy Abudu, Karen Gross, Kirk Bailey, Baylor Johnson, Amy Turkel, Gary Sample, Monica Espitia, Sara Latshaw, Joyce Hamilton-Henry, Samir Gupta

Guests: Lisa Ann Benham, Susan Lee, Mike Pheneger, Angie Spivey, Tess Martin, Kathryn Casello, Daniel Hickey, Cramer Verde,

1. Call to Order Joint Meeting of the ACLU of Florida (Affiliate) & ACLU Foundation of Florida (Foundation)  
Boards of Directors

2. Adoption of Board Agenda

Jeff Borg moved to adopt the Board Agenda. MSP to adopt the Board Agenda.

3. Approval of Consent Agenda

Doug Ball moved to adopt the Consent Agenda. 'MSP to adopt the Consent Agenda.

4. Introduction of New Staff, Deputy Director's Report

President Rosemary Wilder announced that ACLUFL won a beautiful award for non-profit of the year from the Miami Beach Gay-Lesbian Chamber of Commerce.

Rosemary Wilder also introduced Geri Rozanski Director of Affiliate Support/Nationwide Initiatives and National ACLU Political Director Faiz Shakir from National to the Board.

Board members introduced themselves.

Melba Pearson introduced new staff members, including South Florida Regional Organizer Monica Espitia. Melba Pearson also stated that staff is working on internal procedures and policies and improving those processes. Staff has instituted a new internal newsletter as well as a newsletter for the Board from staff. She announced that staff is working on the Resist conference as well as reaching out to the African-American clergy community. Melba

Pearson also announced the Chapter Leadership Summit. Melba Pearson also asked that Board members respond to emails so that breakdowns in communication don't occur as frequently.

Howard Simon announced that Melba has become a regular contributor to one of the two major weekend public affairs TV programs covering South Florida, and she will appear approximately once every three weeks. Howard Simon also announced a new development in felon disenfranchisement after recounting the ACLUFL's history on felon disenfranchisement. Kirk Bailey made a major announcement regarding the ACLU's role in the campaign to end felon disenfranchisement.

Mark Schneider also announced Cohen Milstein's new lawsuit against the Governor and the Clemency Board regarding felons' rights and encouraged the Board to read about this new lawsuit.

## 5. Nationwide Update/SAI 2.0

Geri Rozanski gave an update on the state of the ACLU nationwide. She thanked the ACLUFL affiliate and summarized the successes of the SAI and SAI 2.0 programs. Geri Rozanski also spoke of the recent successes of other SAI/SAI 2.0 affiliates.

## 6. Grassroots Organizing

- EC resolution
- 2017 Grassroots Organizing
- People Power
- Chapter Resolutions

Michael Barfield presented on the issue of People Power in light of the Executive Committee and staff retreats held the previous day. Michael Barfield spoke of the importance of the program as well as the serious challenges involved in the implementation of the campaign and problems that have been encountered with the implementation. Michael Barfield spoke of the time that staff and the Executive Committee dedicated over the past 24 hours to solve problems with the implementation of People Power. One solution is that People Power groups in locations where chapters exist will be merged into the chapter structure. In locations where there are not chapters, they will continue to be used as action groups. Chapters will also be able to take advantage of the tools presented by the People Power platform. The Board will be updated on the progress of the merging efforts on a rolling 30 day basis until the next Board meeting. Kirk Bailey reinforced Michael Barfield's statements and explained how staff will implement this solution. Staff will begin brokering meetings between People Power groups and chapters where they co-exist and report back to the Board on the progress of implementation. Standards of excellence in the areas of nonpartisanship were also discussed.

There were several questions from the Board on how the proposed plan to solve this problem would work, how People Power groups in non-chapter areas would work, how chapters will be able to build capacity to handle potential People Power volunteers, the capacity of the ACLUFL staff to handle People Power volunteers, the frequency of messages from the platform, People Power groups that operate without adequate coordination with and supervision by the ACLU, and the metrics of the platform.

Susan Nilon moved to take 30 minutes from the Legal Program Update and to add that time to this agenda item. MSP to take 30 minutes from the Legal Program Update and to add that time to this agenda item.

Michael Barfield moved to table the Resolutions until the September meetings for the purpose of allowing the Board to evaluate whether this plan is working.

Grissim Walker asked who the reports would go to - it was established that the monthly reports would go to the entirety of the Board.

MSP to table the proposed resolutions until the September meeting for the purpose of allowing the Board to evaluate whether the proposed plan is working.

Faiz Shakir presented on the People Power platform. His presentation included metrics on the current scale of the People Power platform. He also discussed ongoing efforts to educate People Power activists on issues they might not agree with us on. Faiz Shakir stated that he is very open to affiliate collaboration and welcomes comments and suggestions for People Power from Affiliates.

Susan Nilon asked a question about the Freedom Cities call to action, which hurt efforts in Sarasota already made by ACLU chapter members during a city election. Faiz Shakir explained the thought and story behind the People Power Freedom Cities call to action where volunteers spoke to local law enforcement.

There were several more questions from Board members about how the problems caused by People Power presently might be mitigated in the future.

There was a motion to take 15 minutes from the Nominating Committee Presentation and add that time to this agenda item. MSP to take 15 minutes from the Nominating Committee Presentation and add that time to this agenda item.

There were several more questions and suggestions from Board members on how the platform might be modified for better outcomes in Florida.

There was a question about whether non-ACLU issues should be allowed on the event map. Faiz Shakir explained why he believes some non-ACLU issue events should be added to the map. He explained that it establishes People Power as an open platform and allows the ACLU to tap volunteers who may not otherwise be on our radar to attend events focused on ACLU-specific issues.

#### 7. Vote on Chapter Receivership (Tallahassee, Jacksonville)

- Tallahassee Response to Chapter Health Report

Michael Barfield moved to not place the Tallahassee chapter in receivership based upon information in the SBP.

LisaAnn Benham reported on the Tallahassee chapter's recent activities. The full Board met within a week after receiving the letter from Rosemary Wilder. There were several questions asked of LisaAnn Benham.

Tom Baxter introduced himself as the new Chapter representative from Tallahassee.

Grissim Walker called to question. Ayes succeed. MSP to not place the Tallahassee chapter in receivership based upon information in the SPB.

Rosemary Wilder reported that we have not heard anything from the Jacksonville chapter. Ann Regan moved to place the Jacksonville Chapter into receivership.

There was discussion. Samir Gupte reported on what he has found in Jacksonville - there is now a "First Coast Action Team." This group has become very active in the Jacksonville political scene. Samir Gupte has also become the Northeast Regional Organizer. He also talked about how important People Power has become in the Jacksonville area.

Howard Simon explained that we need to put the chapter into receivership in order to be able to reconstitute the Jacksonville Chapter.

Michael Barfield asked Samir how quickly they could reconstitute. Samir Gupte stated that they could likely reconstitute the Chapter quickly.

Larry Glinzman calls to question. Ayes succeed. MSP to place the Jacksonville Chapter into receivership.

#### 8. Nominating Committee Presentation - Board Orientation

Ann Regan spoke of the Nominating Committee's responsibility for Board member orientation and especially orientation of new Board members on ACLU policies on procedures. The first of this series is a presentation by Jennifer Morley on the meaning of the Strategic Affiliate Investment.

- Meaning of Strategic Affiliate Investment

Jennifer Morley gave a short presentation on what SAI means and what it has meant to the ACLUFL.

- Upcoming Elections

Ann Regan announced which board members are up for election during the September Board meeting.

- Vote on election policies

Rosemary Wilder announced that the Nominating Committee has asked that this vote be tabled until the September Board meeting.

#### 9. Vote on Executive Succession Plan

Rosemary Wilder presented on the Executive Succession Plan previously

There was a motion to approve the Executive Succession Plan.

There was no discussion on the Executive Succession Plan. MSP to approve the Executive Succession Plan.

#### 10. Committee Meetings & Lunch

#### 11. Reports from Committee Meetings

Ann Regan presented for the NC, most of the meeting was devoted for preparing for the September Board elections. They reviewed and approved their interview guide for new nominees. They voted and approved their new policy for searching for at-large candidates. The new policy is that the NC will accept names from anyone. The new Board member manual is being refreshed. The issue of staff input during Board meetings will be resolved before the September Board meeting.

Mark Schneider asked for Susan Nilon to present Geri Rosanski's offer to facilitate communication between Chapters to identify gaps in communication etc. Mark Schneider also announced that the Chapter Support Committee is concerned about the coordination between the state and local Chapter levels on the felon



disenfranchisement campaign. The Committee also talked about how to better publicize Chapter events. The Committee is also anxious for the leadership event tomorrow.

Martin Novoa reported on the Finance Committee meeting. The Committee also talked about structure when the committees were merged into four from eight. He suggested that the language in the bylaws be cleared up to reflect our current Committee composition.

JoNel Newman reported on the Legal Panel's interest in looking into intake procedures and expects to bring a revision to the bylaws to the September Board meeting.

## 12. Legal Program Update

Nancy Abudu presented on the Legal Program update located in the Initial Board Packet. Nancy Abudu congratulated Kirk Bailey on a successful legislative session with the exception of SB436 - the "religious liberty" bill. She also updated the Board on several existing cases.

## 13. Finance & Development Reports

- Financial Report through April 2017

Gary Sample first gave the new address for the new office:  
4343 West Flagler Street, Suite 400  
Miami, FL 33134

Gary Sample also presented on the Financial Report. Our actual unrestricted cash as of 3/31/2017 is \$1,886,494.00, though most of this is accounted for in the next year's budget.

- Development Report

Amy Turkel gave the Development report. We are currently on schedule to meet or exceed our goals. Amy Turkel thanked members of the development team from around the state who were in attendance.

There were several questions from Board members.

Two questions concerned membership counts and allocation of new Board members in light of the surge in membership. There is discussion of the bylaw stating that chapter representatives must be designated by April.

## 14. ACLU-FL Policy and Advocacy Report

- End of Session Legislative Wrap Up
- Voting Restoration Campaign
- Constitution Revision Commission

Kirk Bailey presented on his ACLU-FL Policy and Advocacy Report located in the Supplemental Board Packet.

There were specific questions on particular bills by Board members. There was also discussion of the voting restoration campaign. Howard Simon reiterated proper messaging for the campaign after Kirk Bailey went over polling data included in the SBP. He stated that proper messaging is that this is a campaign about second chances and the restoration is of a privilege, not a right, and that it has nothing to do with any presumed partisan outcome.

Kirk Bailey also spoke about the Constitution Revision Commission.

Howard Simon expressed interested in assessing the interest of the Board in having a webinar for chapters with the expert we've hired to study juvenile civil citations. Mike Pheneger spoke about the recent successes in Tampa in terms of civil citation.

#### 15. ED Report

- Howard Simon reported on ACLU's response to Trump's attacks on Civil Rights

#### 16. President's Report

- EC Retreat

Rosemary Wilder spoke about the hard work and progress made by the Executive Committee during their retreat. She is very happy about the results from both the EC and staff retreat.

#### 17. Member Concerns

Jeff Borg presented the Miami chapter's "Flame" to the Board.

Michael Barfield raised a point of order in terms of item 6 - he moved for approval of the 2017 Grassroots Organizing Plan.

There was concern that this is a contentious issue being voted on with no discussion. Jennifer Morley is concerned that this document changes the structure of the way staff relates to the volunteer organization and that the policy is being brought in through the backdoor without a full vote by the Board. She is concerned that it changes the governance and structure of the organization. George Griffin is concerned that the action teams ultimate goal is not chapterhood.

Michael Barfield clarified that he has been informed that the Grassroots Plan is not related to People Power.

Michael Meyers suggests that we table the motion until the September Board meeting. Michael Barfield withdrew his motion.

Dan Cook is concerned about the Ad Hoc Committee on Chapter Finance. Mark Schneider explained the Committee's current progress on this issue.

JoNel Newman brought up the rapid membership growth and the potential problem of increased Board size. She does not think that a larger Board is a good idea. Javier Betancourt suggested that the Board not grow bigger. Howard Simon suggested that the EC deal with the issue.

Larry Glinzman has asked for the financial request form for chapters. The existence of a form is discussed. Melba Pearson volunteered to develop a form.

Grissim Walker is not afraid of a large Board. He also suggested that if we amend the Grassroots Organizing plan to create new chapters the Board will grow even bigger.

Doug Ball moved to adjourn.

## **CONFIDENTIAL – PLEASE DO NOT CIRCULATE**

Discussion of People Power -- Howard's notes

Faiz Shakir, National ACLU Political Director

1. People Power has been used to mobilize the hundreds of thousands of people who have flocked to the ACLU since November 2016 – asking what they can do; asking to be mobilized. This is an opportunity we can't let slip by; this is an obligation we have to those who have come to and look to the ACLU to mobilize the resistance.

PP has been/will focus on Freedom Cities (our response to the Trump Administration's "crack down" on so-called sanctuary cities)

This program must be nimble – people want to turn out on a moment's notice.

May 1 protests – Immigrant's' groups have allowed us/some requested that we use our PP platform to drive people on our list to their events. These are events were sponsored by immigrant's rights groups and others; this is one way we are helping our allies in immigrant communities.

-- In response to concerns and complaints from affiliates: we acknowledge that there must be improvements in collaboration. Just a "heads up" on a (CommAdvo) list serve is not sufficient. Affiliates want to be part of the conversation.

-- PP wants more affiliate content – wants info on every ACLU-sponsored event in your state that calls for some action to put on the People Power platform. PP wants to help affiliates post their events on PP platform.

-- PP is developing capacity to allow affiliates to post events directly to PP platform – possibly including events that are not-action oriented.

-- We should ask our coalition partners to suggest ideas and events for posting by PP.

-- We should join events in our area – and post them.

-- PP needs help publicizing the platform

### 2. Survey re PP experience

95% of People Power activists come from the ACLU.

2/3 have had a favorable experience

2/3 indicate that it has deepened their commitment to the ACLU of Florida Most want more "asks" – disappointed that they haven't been asked to do more things on national issues, e.g. airport protests, women's march

Most indicate that based on PP experience, they are more likely to donate

### 3. Staffing

Faiz Shakir, Political Director

Ronald Newman, Director of Strategic Initiatives

Melanie Garunay, Director of Digital Organizing

Others are being added – including affiliate liaison staff; Spanish language staff (Lorella Praeli).

#### 4. Problems

- Colorado: PP group praises Denver PD, issues press release as Denver Chapter of the ACLU. (ACLU-CO has been critical of the police)
- Colorado – PP group raising in-kind donations (food for events, meetings)
- Alabama: lack of coordination; PP group overlooks work that ACLU has been doing on issue for years
- New Mexico: lack of collaboration had PP group in conflict between national, state and local work on issues (The affiliate is urging members to X; PP is urging Y)
- Arizona: PP group representing themselves as ACLU. Officials asking, why is ACLU contacting me? Lobbying for sanctuary cities – for what the group called “illegals”
- Florida (Melba): tried to use PP platform for local chapter annual meeting/cocktail party – was not able to use. Raised issues of impact of PP on program of our chapters; raised concerns about the tax consequences of PP raising funds.

#### 5. Response by Faiz

“We’re going to fix this;” “we’re committed to fixing these glitches” – so that we use this unprecedented flood of new people to advance our issues.

“More resourcing will help with the work with the affiliates:”

Initial Thoughts on Plan for improvement (details forthcoming)

- a. National will provide automated daily alerts of new events and host info
- b. Disclaimer on representation of the ACLU – they are ACLU supporters, not staff, not authorized to speak on matters of ACLU policy; this will be clear on an engagement form
- c. Affiliates will be able to put their own events on map (directly, not through national). Events need to be tied to advocacy action on top priorities, not merely gatherings.
- d. There will be no encouragement of the formation of a Chapter: Indivisible specifically asked the group to form a chapter. There may have been some confusion with those who signed up with PP – we did not ask them to form a chapter, and will make that clearer.
- e. We (PP) want affiliate participation. This will only work if there is affiliate guidance and participation. This will need more national staffing so as not to impose more of a work burden on the affiliates.

People Power is a platform to organize and mobilize our supporters. (“Justice for Juan” was a “one off” last minute response to our immigrant allies; it will not be repeated.)

Melanie -- we will make it clear that no one can fundraise in the name of People Power; we will prevent that. (“Preserving the opportunity to do ACLU fundraising in the future.”) Now, fundraising events (as opposed to mobilization for action) are flagged and rejected.

Note: All emails on PP Platform go into CAN database – so affiliates have it.

#### 6. Anthony’s response

"I'm the one to blame; I gave Faiz 7 weeks to launch this new platform to deal with the overwhelming crush of volunteers;" it was a deadline of March 4, then moved to March 11 for the Town hall in Miami."

Every affiliate and national were drowning in requests -- "We want to help; tell us what we can do."

We will collect these problems here at the Nationwide Staff Conference and reboot. "We will figure this out together."

PP is something we are moving forward with, as we have been transformed by 1.2 million new members (from 400k pre November 2016 to 1.6 million as of end of April 2017). We are now not just a legal organization; we are a grassroots organization.

Note: following a further meeting with Faiz Shakir, Randall Marshall and I, Faiz agreed to send a memo to all affiliates with more information about how to address the structural and organizational problems that People Power has created.

June 23, 2017

TO: Rosemary Wilder, Board President  
Michael Barfield, Board Vice President  
Mark Schneider, Chair – Chapter Support Committee

FR: Howard Simon, Executive Director  
Kirk Bailey, Political Director

CC: Board of Directors

RE: Status of People Power

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Thank you again for the engagement and robust discussion at the May 2017 board meeting regarding the People Power platform and the Florida Affiliate's participation in this national organizing program. As promised, this is our thirty day report on the status of implementing the agreement relating to People Power, including reforms and timelines to address the needed reforms.

We agreed to address several topics:

- 1) Ensuring on an immediate basis that People Power Facebook Groups and posts containing partisanship messages, pursuit of non-civil liberties issues, solicitations, etc. are removed;
- 2) Where chapters exist within the ACLU-FL, People Power Facebook Group pages will be merged with the Facebook pages of Chapters, and then cease to exist;
- 3) Scheduling visits with People Power activists to work on merging them with chapters;
- 4) Offer educational training to bring members up to speed and help them develop the institutional knowledge needed to make the PP activities & messages consistent with ACLU policies and programs;
- 5) For those People Power Facebook Groups that are not located in an area within the jurisdiction of an existing chapter, ACLU-FL staff will have the responsibility for monitoring, vetting and approving any posts;
- 6) Set up a timeline of priorities of action that can be measured in thirty/sixty/ninety day increments with the goal of completing these action items by the September board meeting.

At the May Board meeting, the staff agreed to report on the progress we are making in addressing problems with the implementation of People Power every thirty days leading up the September 2017 state board meeting.

### **Status and Next Steps**

Immediately following the May 2017 board meeting staff (ACLU of Florida Deputy Political Director Sara Latshaw) created a list of chapters, corresponding People Power (PP) Facebook groups, and main contacts to guide discussions.

A few general numbers help frame the discussion. A total of eleven (11) People Power Facebook Group or Fan pages exist, all of which overlap with local chapters. In the case of the fifteen (15) chapters, three do not have Facebook group pages, for a total of 12 chapters with Facebook group pages.

The total number of individuals signed up on the People Platform in Florida exceeds 10,000 with approximately 70% of those coming from existing ACLU subscriber list, and 30% new supporters to the ACLU. The total number of individuals involved in a People Power Facebook Group page is more than 450 (across all 11 group pages); while the number of individuals involved in chapter Facebook group pages is greater than 2,000 across all the chapter group pages. The number of all subscribers to ACLU Florida Action Alerts now exceeds 110,000 while the number of dues-paying members exceeds 50,000.

Rosemary Wilder, Board Chair, appointed a board-staff working group (informally referred to as the Committee on People Power) comprised of Michael Barfield, Susan Nilon, Chris Brochyus, Kirk Bailey, Sara Latshaw, and Melanie Garunay (ACLU National Director of Digital Organizing) to work on these issues. The committee has met twice so far and has a regular schedule of meetings and work ahead.

Deputy Political Director Sara Latshaw is the lead staffer implementing the effort to merge People Power Facebook group pages with those maintained by our chapters. Sara is coordinating supporting efforts by all affiliate staff including the regional organizing team and communications.

Staff conducted separate rounds of calls with chapter presidents and board members; and People Power advocates to re-assess issues, interactions with PP advocates, and to begin to convene joint meetings, trainings and other events between chapter leadership and People Power advocates.

Staff has teleconferenced several times with Faiz Shakir, ACLU National Political Director and/or the national People Power team to discuss technical aspects of FB group pages and building collaboration between chapters and PP advocates.

ACLU National agreed and is in the process of adding affiliate staff as admins on PP Facebook group pages. In addition, the ACLU National People Power team has additional administrators assigned to monitor Facebook group pages nationally to ensure quality control related to posts. Undoubtedly, outliers will occur, for example, where a post expresses a partisan message; but procedures to monitor and quickly address problems are more refined to ensure a faster response.

A special teleconference has been held with the Sarasota Chapter and Manatee PP advocates. Sarasota Chapter received positive feedback and PP advocates expressed interest in joining and working through the chapter. A meet & greet is scheduled for July 7<sup>th</sup>.

We are working to schedule similar discussions between chapter leaders and the remaining PP Facebook group members and PP advocates in those areas. Treasure Coast and Miami-Dade will be scheduled next, with the remaining scheduled throughout July as schedules can be coordinated between ACLU National, ACLU Florida staff, Chapter leaders, and PP advocates.

In the discussions to date, there is some tension with National over the terms of the agreement reached at the May Board meeting. Some of the tension is reflected in “why” the agreement is being implemented, as well as “how” it will be done.

A particular concern is the Pinellas County People Power Facebook group. On June 22, 2017, after being notified by an admin from National that inappropriate posts had been removed, the local admin removed the National staffer as an admin and blocked further messages. The Pinellas People Power Facebook Group has been one of the primary groups violating rules on partisanship.

## Timeline

### **Communication with People Power Facebook Admins**

- May 23, 2017 – Call to FB Admin – ACLU People Power – Treasure Coast, FL  
(<https://www.facebook.com/groups/436449686694270/>)  
Facebook Admin: Jackie Thomason
- May 23, 2017 – Call to FB Admin – ACLU People Power – Hillsborough County, FL  
(<https://www.facebook.com/groups/1890568427869322/>)  
Facebook Admin: Susan Lee
- May 24, 2017 – Call to FB Admin – ACLU People Power –Miami-Dade, FL  
(<https://www.facebook.com/groups/453783634966359/>)  
Facebook Admin: Nicolle Brito
- May 24, 2017 – Call to FB Admin – ACLU People Power –Pinellas, FL  
(<https://www.facebook.com/groups/aclupeoplepowerpinellasco/>)  
Facebook Admin: Kelly Nelson



### **Staff Communication with ACLU Chapter Presidents**

- Wednesday, May 24<sup>th</sup> – Sara Latshaw, LisaAnn Benham (Tallahassee Chapter President)
- Wednesday, May 31<sup>st</sup> – Sara Latshaw, Pete Tannen (Sarasota Chapter President)
- Wednesday, May 31<sup>st</sup> – Sara Latshaw, Jennifer Morley
- Tuesday, June 6<sup>th</sup> – Sara Latshaw, Pete Tannen
- Wednesday, June 7<sup>th</sup> – Sara Latshaw, Veverly Hamilton (Treasure Coast President)
- Sunday, June 16<sup>th</sup> – LisaAnn Benham, Sara Latshaw

### **Staff Communication with ACLU National**

- Thursday, June 1<sup>st</sup> – Kirk Bailey, Casey Bruce, Sara Latshaw, Melanie Garunay, Faiz Shakir, Ronald Newman – Meeting to debrief board meeting. They offered to tighten admin of Florida PP pages by National Administrator and give admin capabilities to affiliate.
- Monday, June 5 – Sara Latshaw, Faiz Shakir – Check in to see where National was with arranging meeting with Manatee People Power and Chapter.
- Monday, June 5<sup>th</sup> – Sara Latshaw, Ronald Newman – Planning Sarasota Chapter – Manatee People Power advocates teleconference.
- Tuesday, June 6<sup>th</sup> – Sara Latshaw, Ronald Newman – Planning Sarasota Chapter – Manatee People Power advocates teleconference.’
- Wednesday, June 7<sup>th</sup> – Sara Latshaw, Ronald Newman – Call to discuss agenda of Sarasota-Manatee teleconference.
- Friday, June 9<sup>th</sup> – Sara Latshaw, Ronald Newman – Call to discuss agenda and timing of Sarasota-Manatee teleconference.

### **Committee on People Power Discussions**

- Friday, June 9<sup>th</sup> – Sara Latshaw, Michael Barfield – Discussed plan for teleconference with Sarasota-Manatee People Power activists to unite them with Sarasota Chapter.
- Monday, June 12<sup>th</sup> – Michael Barfield, Susan Nilon, Chris Brochyus, Melanie Garunay, Kirk Bailey, Sara Latshaw – Committee Meeting.
- Wednesday, June 14<sup>th</sup>, Michael Barfield, Susan Nilon, Sara Latshaw – Committee Meeting
- Thursday, June 13<sup>th</sup> – Kirk Bailey, Ronald Newman, Michael Barfield, Susan Nilon, Sara Latshaw – Sarasota Chapter and Sarasota-Manatee People Power teleconference.
- Wednesday, June 21<sup>st</sup> – Michael Barfield, Susan Nilon, Chris Brochyus, Melanie Garunay, Kirk Bailey, Sara Latshaw – Committee Meeting.

### **Key Upcoming Dates**

- July 7<sup>th</sup> – Sarasota Chapter – Manatee People Power advocates – Meet & Greet
- July 17<sup>th</sup> – Report to State Board
- August 14<sup>th</sup> – Report to State Board
- August 19<sup>th</sup> – Report at Executive Committee
- September 23<sup>rd</sup> – Report at State Board meeting

## Committee on People Power

Minutes of Telephonic Meeting

June 12, 2017

**Participants:** Kirk Bailey (Political Director, ACLU-FL); Michael Barfield (Chair, ACLU-FL Vice President); Chris Brochyus (President, Greater Miami-Dade Chapter - ACLU-FL); Melanie Garunay (ACLU National, Digital Organizing Director); Sara Latshaw (Deputy Political Director, ACLU-FL); Susan Nilon (ACLU-FL Board member).

Michael opened the meeting at 5:00 p.m. and asked Melanie to give a brief overview of the People Power (PP) platform. Melanie stated that PP is a set of tools that allow people to engage with the ACLU. Anyone can create and attend events. It is grassroots organizing in a centralized way. Melanie indicated that there is no sense of "groups" in the PP universe. The PP platform has three primary tools: i) the map; ii) email; and iii) the texting campaign. The map allows participants to schedule or view events in their area. Weekly emails are sent from ACLU National or Affiliate staff. Affiliates can use the PP platform to promote specific events or advocacy issues. The texting campaign works via zipcode.

Michael gave an overview of ACLU-FL chapters and volunteers and the historical methods by which the affiliate communicates with volunteers. There are 15 chapters within the ACLU-FL. 7 chapters are affected by PP Facebook groups.

Michael asked Melanie whether the PP database is separate from the CAN list. Melanie indicated they are two separate systems, but contacts from PP are updated to CAN. Approximately 200K are in the PP database nationwide. Approximately, 70% came from ACLU subscriber list and 30% through organic means.

Kirk indicated that there are areas within the affiliate not covered by any chapter.

Michael stated that the primary issues of concern to be addressed by the committee are the lack of accountability and control over the PP Facebook group pages violating rules and policies on partisanship, fundraising, maintaining lists in violation of the CAN memorandum, and joining coalitions without the approval of the Board. An additional concern is that having PP groups independent from chapters violates our affiliate structure. Following the agreement reached at the May Board meeting, we are required to merge the PP Facebook pages so that they will not exist independent of ACLU-FL chapter Facebook group pages.

Michael asked where we stood on the timeline to implement the agreement to merge the PP Facebook groups into the chapters.

Melanie stated that the PP Facebook group pages are not owned by the ACLU, but by ACLU supporters. Melanie indicated that we have very little control over the existence of these pages. Susan disagreed, stating that we should be able to stop anyone from unauthorized use of the ACLU logo. The board's concern is the liability that could be imposed by the unauthorized posts and actions of these groups that violate affiliate Bylaws. Melanie indicated that PP groups govern themselves.

Michael indicated he was confused by this statement and asked Melanie to clarify whether PP Facebook groups were created through a web portal hosted by National. He stated that the Google docs [link](#) still

indicates that PP Facebook group pages are created through the portal hosted by National, stating "Click here to submit your local Facebook group for listing." The link on the portal references [guidelines](#) each Facebook group must adhere to and requires that they agree to these terms upon seeking approval from ACLU National. Michael stated that these guidelines explicitly state that an ACLU staffer must be a group administrator and that Alexa Sousa is an ACLU staffer on each of the Facebook group pages.

Melanie acknowledged that PP Facebook groups created through the portal have staff as administrators and that National gave approval for creation of these pages with the understanding that the groups agreed to terms and conditions as set forth in the posted guidelines.

Sara reported that there are volunteers associated with PP that are not necessarily involved in the PP Facebook group pages. Following the May Board meeting, there was a meeting with Faiz Shakira, Melanie, and her counterpart, Ronnie Newman about merging the PP Facebook Group Pages with chapters. There were mixed suggestions about how to get this done to satisfy the needs of the Board. The initial steps are set forth in Howard Simon's Report dated June 2, 2017. It was recommended that we schedule a phone "training" session with chapter leaders and the PP volunteers so they can learn more about chapters, the structure of the affiliate, and engage in a discussion about incorporating the groups into chapters.

Michael asked if everyone agreed on the method by which to get implementation of the agreement with the Board.

Susan indicated that accountability controls could be quickly implemented where posts are submitted to staff that are administrators on the PP Facebook pages. Susan suggested that only posts that are approved would be posted.

Melanie advised that she could look into this and report back to us about the vetting of posts three times a day. Susan suggested that the page be put to an admin approval for posts, preventing posts that violate policies and guidelines. Melanie indicated that we might get push back from the groups if we decided to shut down their Facebook group pages. She said that the PP groups might not want to adhere to our requirements and that we could not prevent them from continuing on. Melanie suggested we could ask them to remove the ACLU logo from their group.

Michael reiterated that, from the Board's perspective, the agreement reached with National at the May Board meeting calls for PP Facebook pages to cease to exist, not just stopping use of the ACLU logo. It is not a question of whether we decide to shut down the Facebook pages, but when. While advance monitoring of the PP Facebook posts would address accountability issues, Michael suggested that a better use of valuable staff time would be to focus on facilitating the merger of the PP Facebook pages so they do not have an existence separate from that of the chapter FB group pages.

Chris stated that his chapter board is frustrated that another entity of the ACLU is duplicating the efforts of the chapter at the grassroots level.

Everyone acknowledged the concern over facilitating these goals without suppressing the volunteers desire to participate in the grassroots mission.

Kirk suggested that we focus on the PP Facebook group in Manatee initially before tackling the larger groups that exist in Pinellas and elsewhere.

Sara stated that a training session is scheduled for Thursday, June 15th to facilitate the merger of the PP Facebook group operating in Manatee County. Because this group is very small, there was a consensus that it would be easier to start with this particular group. Susan and/or Michael will participate in that training on behalf of the Sarasota chapter.

Michael emphasized that we need to set a goal on the timeline of both administrative control and accountability over posts on the Facebook PP pages as well merging the Facebook group pages with the respective chapter Facebook group pages.

A report to the Board on implementation of the agreement is due next Friday.

Michael agreed to circulate notes and schedule a call again next week. The call ended at 6:12 p.m.

September 20, 2017

TO: Rosemary Wilder, Board President

FR: Michael Barfield, Board Vice President  
Kirk Bailey, Political Director

CC: Board of Directors  
Howard Simon, Executive Director

RE: Report of Committee on People Power

---

**I. EXECUTIVE SUMMARY**

Following the deferred consideration at the May 2017 Board meeting of the Chapter Resolutions (SBP-\_\_) relating to People Power, a board-staff committee (Committee on People Power) was formed to implement the agreement reached with National at that meeting. An interim report was provided to the Board on June 23, 2017, which outlines the agreement and the goals for its implementation by the September 2017 Board meeting.

This report provides an update on the status of merging People Power in Florida into the ACLU-FL chapter structure. Despite some initial setbacks and more recent difficulties caused by hurricane Irma, the agreement with National was recently clarified and implementation has seen solid progress in several areas. Achievement of the goals is on track for completion within the next 30 to 45 days.

**II. RELEVANT DOCUMENTS**

1. Chapter Resolutions (SBP-\_\_)
2. E-mail from Susan Nilon to Faiz Shakir, Kirk Bailey & Michael Barfield, May 22, 2017 (SBP-\_\_)
3. Memo from Howard Simon to ACLU-FL Board, June 23, 2017 (SBP-\_\_)
4. Memo from Howard Simon to Faiz Shakir, September 19, 2017 (SBP-\_\_)
5. Portions of Committee minutes, agenda and other relevant materials will be provided at a later date.

**III. GOALS**

The following summarizes the agreement reached with National at the May Board meeting:

1. Ensuring on an immediate basis that People Power Facebook Groups and posts containing partisanship messages, pursuit of non-civil liberties issues, solicitations, etc. are removed;

2. Where chapters exist within the ACLU-FL, People Power Facebook Group pages will be merged with the Facebook pages of Chapters, and then cease to exist;
3. Scheduling visits with People Power activists to work on merging them with chapters;
4. Offer educational training to bring members up to speed and help them develop the institutional knowledge needed to make the PP activities & messages consistent with ACLU policies and programs;
5. For those People Power Facebook Groups that are not located in an area within the jurisdiction of an existing chapter, ACLU-FL staff will have the responsibility for monitoring, vetting and approving any posts; and
6. Set up a timeline of priorities of action that can be measured in thirty/sixty/ninety-day increments with the goal of completing these action items by the September board meeting.

See Memo from Howard Simon, June 23, 2017 (SBP-\_\_\_).

Additionally, a clarification of this agreement was reached at the recent ACLU biennial leadership conference that ensures the following:

1. All People Power messages to Florida People Power subscribers (emails, invites to an event, “calls to action,” event postings, etc.) will be consistent with the civil liberties priorities of the ACLU-FL; and
2. The People Power team located within the National Political Advocacy Department will do all it can to support the efforts of Florida affiliate staff to persuade People Power volunteers to merge Facebook group pages with those that are managed by ACLU of Florida chapters – in regions of Florida where we maintain chapters.

See Memo of Howard Simon, Sept. 19, 2017 (SBP-\_\_\_).

#### **IV. COMMITTEE ACTIVITIES**

The committee includes ACLU-FL board members, Michael Barfield, Chris Brochyus, Roger Craver, and Susan Nilon; and staff – Kirk Bailey, Sara Latshaw – along with Melanie Garunay (former ACLU National Director of Digital Organizing). Geri Rozanski (ACLU National, Director, Affiliate Support & Nationwide Initiatives), Faiz Shakir (ACLU National Political Director), and Ronnie Newman (ACLU National, Director of Strategic Initiatives) have also contributed to the committee’s work. The committee has generally maintained a weekly meeting schedule. In turn, staff and board members have maintained communications with chapter leaders and People Power advocates

to address issues and coordinate activities. Those discussions have resulted in a series of steps we believe will finalize our task of merging People Power activists within the chapter structure and People Power Facebook pages into chapter Facebook pages.

**A. Trainings & Chapter-led Events**

Initially, the Committee planned a series of trainings and meeting between chapters and local People Power advocates. After the initial effort with the Sarasota Chapter and local People Power advocates, the committee decided to revise its approach and convened one statewide call for all Chapters and People Power advocates with a schedule for follow-up efforts to merge People Power advocates into the Chapters. At the same time, the committee settled on a strategy of using the statewide petition-gathering effort relating to the Voting Restoration Amendment on the ballot in 2018 as another tool to facilitate the merger of People Power activists within the chapter structure. Accordingly, the following steps are underway:

- **Statewide Training Call:** In collaboration with ALCU of Florida Board, the Florida affiliate, and ACLU National, a statewide training call was held on August 9<sup>th</sup> to clarify the structure of the ACLU, elevate chapter programming, and encourage participation in our grassroots petition-gathering campaign, specifically inviting participants to attend in-person petition-gathering training in their respective regions. People Power activists and ACLU membership participated in the call.
- **Petition-Gathering Trainings:** In-person, Chapter/organizer-led trainings around the state continued through August to present focusing on felon disenfranchisement and preparing volunteers to gather petitions effectively.
- **Let Them Vote Campaign:** The October 1<sup>st</sup> anticipated launch of this campaign will also be utilized to engage People Power activists in ACLU-FL advocacy activities.

**B. Status of People Power Facebook Group Pages:**

The Committee identified 11 People Power (PP) Facebook groups within the jurisdiction of existing ACLU-FL Chapters. As background, the following charts indicate the number of participants in both People Power and Chapter Facebook group pages:

Name of Facebook Group	# of Members in Group (May 2017)	# of Members in Group (Sept 20, 2017)
ACLU People Power - Hillsborough County, FL	45	57

ACLU People Power - Miami-Dade, FL	102	115
ACLU People Power - Palm Beach, FL	33	39
People Power - Pinellas County, FL (is no longer ACLU People Power)	181	236
ACLU People Power- Tallahassee, FL (merged and is now the Chapter page)	47	149
ACLU People Power - Treasure Coast, FL	23	38
ACLU Manatee People Power (merged into Sarasota Chapter page)	33	CLOSED

Chapter	Chapter has FB group?	# of Members (May 2017)	# of Members (September 20, 2017)
Greater Tampa Chapter	Y	737	861
Greater Miami Chapter	N	Page: 619	631
Palm Beach Chapter	Y	212	247
Pinellas Chapter	N	n/a	n/a
Sarasota Chapter	Y	646	675
Tallahassee Chapter	Y	n/a	149 same as PP, merged
Treasure Coast Chapter	Y	20	33

Since the last board meeting, four additional People Power groups have been identified. Below is the current status of the merger efforts as it relates to each PP Facebook group.

- The Manatee PP Facebook Group page has been closed.
- Pinellas PP Facebook group: after National removed an inappropriate post relating to partisanship in June, the page originator and administrator for this group page removed all other admins from the group page. The Pinellas group subsequently removed all references to the ACLU, but maintains its title as "People Power – Pinellas County."



- The Miami-Dade PP Facebook group page and Miami Beach PP Facebook group page are in the process of finalizing their merger with the Miami-Dade Chapter Facebook page within the next 30 days.
- Tallahassee PP Facebook group page has become the Tallahassee Chapter Facebook page and is now administered by a Chapter Board member.
- The Hillsborough PP Facebook Group page is already under administration of Greater Tampa Chapter Board member, but will be merged into the Chapter Facebook page.
- Other PP Facebook groups (Gulfport, Central Florida, First Coast, Palm Beach, Treasure Coast): active discussions ongoing with local PP advocates about joint efforts and finalization of the process of integrating their Facebook Group pages).

### **C. Roadblocks**

Initially, hiccups with implementing the original agreement slowed the committee's efforts. Tensions still exist between chapters and some People Power activists. ACLU Chapters and staff are creating a toolkit for chapter leaders to utilize to merge People Power Facebook group pages and chapter group pages. Because of the looseness by which National facilitated the creation of People Power Facebook groups, we have limited options to close these groups. The committee has tabled consideration of other potential remedies while awaiting the results of its efforts to integrate People Power activists within the chapter structure. The recently clarified agreement with National should provide the additional resources and coordination to accomplish the goals set forth above in Section III.

## **V. CONCLUSION**

In sum, we believe significant progress has been made to date. There are fewer objectionable events on the main People Power platform and objectionable posts on the PP Facebook group page. Meanwhile, merging the People Power activists into the chapter structure is being facilitated by the plan for Chapter members and PP advocates to come together in Chapter-led meetings and events to further the voting restoration efforts. Affiliate staff will continue to facilitate those meetings and discussions. In addition, ACLU National and ACLU-FL staff will have the responsibility for monitoring, vetting and removing any inappropriate posts by People Power Facebook Groups that are not located in an area within the jurisdiction of an existing chapter.

Finally, the committee will continue its weekly meeting schedule and ongoing discussions with Chapter members and PP advocates to ensure that the objectives and goals are met on a timely basis.

Our next update will be in late October in advance of the November Executive Committee meeting. Please let us know if you have any questions.

## Memorandum

To: Faiz Shakir  
Political Director  
American Civil Liberties Union

From: Howard Simon  
Executive Director  
American Civil Liberties Union of Florida

Date: September 19, 2017

Re: People Power Initiatives in Florida

---

Faiz,

I am writing to memorialize the agreement we reached at this recent Biennial Conference in Denver in the meeting we had with Ronald Newman, Director of Strategic Initiatives and National Field Director Pete Hackeman.

We all recognize, and you have acknowledged, that there have been implementation challenges associated with the March launch of People Power as well as some (though happily diminishing) continuing issues that need to be monitored and addressed, including postings that contain inappropriate messages, messages that give the appearance of partisanship, or messages from volunteer activists that lend the impression that the volunteer activists are representing the ACLU.

Nevertheless, I want to express our appreciation that, in Florida, for at least the last two months People Power has been put in service of the Florida affiliate's top priority – the restoration of voting rights for the hundreds of thousands of Floridians who have completed the terms of their sentence.

Specifically, I understand that since August 1, 2017, People Power has served our rights restoration campaign as follows:

- 103 petition gathering events have been held in Florida (all of which were posted on the People Power map) in support of the effort to get the Florida Restoration Amendment on the ballot; and
- Contact with volunteer activists through the People Power platform, per the last update, has contributed to more than 35,000 petition signatures that have been collected by volunteers (not paid canvassers).

As I indicated when we met at the Biennial Conference, I was conveying the request of a group of leaders of the Florida affiliate (President Rosemary Wilder, Vice President Michael Barfield, National Board Representative Lorie Fridell, Treasurer Martin Novoa, and Board member Jeanne Baker and myself) who all agreed to seek an agreement with the national ACLU People Power team that includes the following two overriding principles:

- 1) All People Power messages to Florida People Power subscribers (emails, invites to an event, "calls to action," event postings, etc.) will be consistent with the civil liberties priorities of the Florida affiliate. And, further, it will be my responsibility (of course, working with other members of our senior staff) to secure the removal of any People Power "calls to action" and event postings that are not consistent with the Florida affiliate's program priorities.

For your information, the Florida affiliate's programmatic priorities, which are adopted by our Board of Directors, includes (though there is more detail in each of the areas listed):

- Criminal Justice Reform
- Voting Rights
- Racial Justice
- LGBT Equality
- Reproductive Rights
- Immigrants' Rights

- 2) The People Power team located within the National Political Advocacy Department will do all it can to support the efforts of Florida affiliate staff to persuade People Power volunteers to merge FaceBook group pages with those that are managed by ACLU of Florida chapters – in regions of Florida where we maintain chapters. I understand that there are only 5 such People Power FaceBook group pages that have yet to be merged with FaceBook pages managed by ACLU-FL chapters -- in Orlando, Palm Beach, the Treasure Coast, Tampa, and the First Coast, which is along the northeast coast of Florida. But, as I understand, efforts are well underway to complete the merger of these FaceBook group pages.

Thank you again for your assistance and your willingness to make this special arrangement with the Florida affiliate.

Howard

cc: Rosemary Wilder  
Michael Barfield  
Lorie Fridell  
Martin Novoa  
Jeanne Baker  
Ronald Newman  
Pete Hackeman  
Geri Rozanski  
Anthony Romero  
Kirk Bailey  
Sara Latshaw

**From:** [Micah Kubic](#)  
**To:** [Michael Barfield](#)  
**Subject:** RE: PeoplePower  
**Date:** Monday, May 20, 2019 3:40:45 PM  
**Attachments:** [image002.png](#)

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Hi Michael:

Just wanted to circle back on this, because we were able to gather some more details. Affiliate staff were not consulted about the addition of the events to the PeoplePower map, or the distribution of emails. We were notified of them after the fact, but not consulted in advance. Although the events use the word "coalition," it is our understanding that this is true only in the loosest possible usage – in coordination with, or in conjunction with, might be better terms for what is actually happening. The "coalition" is really just several organizations sending out a notice about the same event, which is happening across the country.

That said, national said that they did not seek approval for the postings because they interpreted the agreement to mean that such approval was needed only when the affiliate position on an issue was different than the national position. They are apologetic about it, and concede that they should perhaps have been more proactive in consulting us first.

With the players changing at both the national level and at the affiliate level (in light of last week's creation of a Field Department), we agreed that we should have an intentional conversation about what the agreement says and what the affiliate's expectations are for compliance.

**Micah W. Kubic, Ph.D.**

Pronouns: he, him, his

Executive Director  
American Civil Liberties Union of Florida  
4343 W. Flagler St., Suite 400, Miami, FL 33134  
786.363.2706 | [mkubic@aclufl.org](mailto:mkubic@aclufl.org) | [www.aclufl.org](http://www.aclufl.org)

**ACLU**  
Florida

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**From:** Michael Barfield <[michael@denovolawfl.com](mailto:michael@denovolawfl.com)>  
**Sent:** Monday, May 20, 2019 1:07 PM  
**To:** Micah Kubic <[MKubic@aclufl.org](mailto:MKubic@aclufl.org)>  
**Subject:** PeoplePower

Hi Micah:

Emails are circulating about organizing events around protecting abortion rights under the banner of ACLU PeoplePower. The events specifically refer to a coalition by Indivisible and have the following description: "#StopTheBans is a coalition demanding a Day of Action to speak out against the horrific abortion bans that are being enacted across the country. Pages are hosted in-kind by the Indivisible team."

The Board has not approved joining any coalition and my express understanding from when we discussed this issue with Faiz & Howard two years ago. I'm concerned about other organizations utilizing the ACLU name brand to say we've joined a coalition (we, of course, haven't) and publicizing

these events under the ACLU PeoplePower trademark. We don't have any ability to control these organizations that do engage in partisanship from time-to-time.

Michael

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**From:** [Micah Kubic](#)  
**To:** [Michael Barfield](#)  
**Subject:** Re: Fwd: RSVP: Join Julian Castro and the ACLU for Systemic Equality  
**Date:** Tuesday, April 27, 2021 9:46:41 PM

---

Jesus fucking christ. I don't understand what their problem is here. I will escalate.

On Apr 27, 2021 8:05 PM, Michael Barfield <[michael@denovolawfl.com](mailto:michael@denovolawfl.com)> wrote:  
Can they at least get Mark's email off the list?

Michael Barfield

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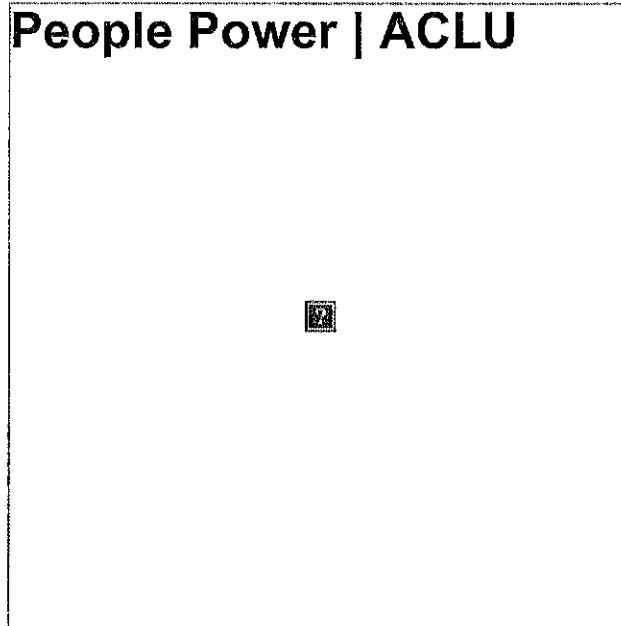
**From:** [masch20@bellsouth.net](mailto:masch20@bellsouth.net) <[masch20@bellsouth.net](mailto:masch20@bellsouth.net)>  
**Sent:** Tuesday, April 27, 2021 8:18:58 PM  
**To:** Michael Barfield <[michael@denovolawfl.com](mailto:michael@denovolawfl.com)>  
**Subject:** Fw: RSVP: Join Julian Castro and the ACLU for Systemic Equality

Still more from PP, Michael.

Mark Schneider 5165 Palazzo Place Boynton Beach FL 33437 561-752-0946

----- Forwarded Message -----

**From:** ACLU People Power <[info@list.peoplepower.org](mailto:info@list.peoplepower.org)>  
**To:** Mark Andrews Schneider <[masch@aya.yale.edu](mailto:masch@aya.yale.edu)>  
**Sent:** Tuesday, April 27, 2021, 06:36:36 PM EDT  
**Subject:** RSVP: Join Julian Castro and the ACLU for Systemic Equality



Mark,

During our next Systemic Equality Action Session, we have two big topics to take action on together, and we're thrilled to be joined by former Secretary of Housing and Urban Development **Julian Castro** as we take them on.

**Broadband access and housing** are basic necessities, and everyone needs access to them as we work to achieve systemic equality.

**[RSVP now for the Systemic Equality Action Session on how broadband access and housing equity are crucial to racial justice.](#)**

**RSVP Now »**

Internet access is a basic necessity in today's world, yet 15 percent of American households — including one-third of all Black households — do not have a broadband subscription, cutting them off from employment opportunities, education, health care, and other everyday needs.

Housing discrimination is a major contributor to racial inequality. In 2015, the Affirmatively Furthering Fair Housing rule empowered the Department of Housing and Urban Development to better enforce the nondiscrimination requirements of its programs, but a 2018 repeal of the rule leaves Black and Brown communities more vulnerable to discriminatory housing practices and denies them equal access to opportunity.

**Mark your calendars for Thursday, May 6th from 8pm-9:30pm ET/ 5pm-6:30pm PT**, for the next Systemic Equality Action Session focusing on broadband access and housing equity.

**RSVP Now »**

During this action session, you'll hear from former Secretary of Housing and Urban Development, Julian Castro about the role housing access can play in advancing racial justice. You'll learn more about the policy change we're working toward and how you can take action to make it a reality.

If you weren't able to join any of our previous sessions, you can see the recording of the [Kickoff session here](#), the [Voting Rights session here](#), the [Postal Banking session here](#), and the [Student Debt session here](#).

We look forward to building power with you,

Katie Malzbender



## ACLU People Power



This email was sent to [masch@aya.yale.edu](mailto:masch@aya.yale.edu). Email is the most important way we stay in touch with you, but if you need to remove yourself from our People Power email list, click here to [unsubscribe](#).

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**From:** [Amy Turkel](#)  
**To:** [Michael Barfield](#)  
**Cc:** [David Simanoff](#); [Joyce Hamilton](#); [Christopher Curtis](#); [george.griffin](#); "Jeanne Baker"  
**Subject:** RE: Broward Facebook post  
**Date:** Wednesday, July 20, 2022 10:31:24 PM  
**Attachments:** [image001.png](#)

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Good evening Michael et al,

Thank you for the question. You are correct, the ACLU of Florida has not approved the policy position that climate change is a civil liberties issue. The same is true of environmental justice. Therefore, after we posted a few articles about the issues earlier in year, Heather directed me that we could no longer post or distribute information about either issue.

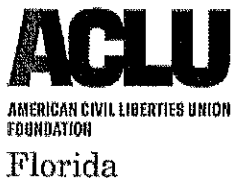
More recently, as a result of the chapter presentation about reparations, Heather changed her decision and told me we could message about climate change and environmental justice as long as we were only sharing information about the issues, but we could not ask our followers to take an action on either issue.

So when you brought the Broward chapter posting to my attention, I took a quick look and, according to the new social media policy, asked our communication team to hide the post. In recounting Heather's change of direction above, I believe that hiding this post was incorrect. The Broward chapter post is information only, there is no ask involved. So, if you agree, I will ask the communications team to make the post visible again.

Amy

**Amy Turkel | Interim Executive Director**  
*Pronouns she / her*

American Civil Liberties Union Foundation of Florida  
4343 West Flagler St., Suite 400, Miami, FL 33134  
Direct: 786.363.4432 | [aturkel@acluf.org](mailto:aturkel@acluf.org) | [acluf.org](http://acluf.org)



**From:** Michael Barfield <[michael@denovolawfl.com](mailto:michael@denovolawfl.com)>  
**Sent:** Wednesday, July 20, 2022 7:38 PM  
**To:** Christopher Curtis <[ccurtis0@gmail.com](mailto:ccurtis0@gmail.com)>  
**Cc:** David Simanoff <[davidsimanoff@gmail.com](mailto:davidsimanoff@gmail.com)>; Joyce Hamilton <[JHamilton@acluf.org](mailto:JHamilton@acluf.org)>; george griffin <[georgegriffin2003@yahoo.com](mailto:georgegriffin2003@yahoo.com)>; 'Jeanne Baker' <[jbaker@fourdefenders.com](mailto:jbaker@fourdefenders.com)>; Amy Turkel <[aturkel@acluf.org](mailto:aturkel@acluf.org)>  
**Subject:** Broward Facebook post

The Broward Chapter has posted a message stating that climate change is a racial justice issue. While ACLU National has messaged on this subject, our affiliate has not adopted this as a policy position (nor has National). The chapter post implies that the affiliate has done so.

Amy can correct me if I'm wrong but it was my understanding that the affiliate would not be messaging on climate change until further notice.

**Michael Barfield**

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**Michael Barfield**

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**Subject:** Draft of ED\_SearchReport\_08.02.2022

**From:** Michael Barfield  
**Sent:** Friday, August 5, 2022 9:35 PM  
**To:** 'Kirk Bailey' <KBailey@aclufl.org>  
**Subject:** RE: Draft of ED\_SearchReport\_08.02.2022

Kirk,

Thank you for sharing this information. As I stated during our brief call, I wanted the opportunity to discuss with Heather and Jim to seek their input.

This response is governed by the committee's ground rules of confidentiality as it reflects prior committee deliberations as well as my thought process.

Let me start by reiterating that staff's input in the search process is highly valued. From the very beginning my goal was to ensure that staff would have more input than the last ED search. While others questioned a deeper involvement of staff given the wrinkles from the 2018 search, I pushed back and insisted that more input was desired. At the same time, we informed staff that, at the end of the day, it would be the committee's decision to make a recommendation and the board's decision to make.

After eight months, the committee met last week to make a final recommendation to the board. Each committee member had the opportunity to provide their final input and assessment. As the staff representative, my notes reflect that you indicated Tiffani was qualified and that there were no concerns with the unanimous decision of the committee to recommend her as the next Executive Director for the ACLUFL.

After that meeting, and at the committee's direction, I prepared a written memo providing considerable detail on the entirety of the hiring process and the committee's decision that supported the recommendation. That memo was circulated to all committee members for input. I described staff's role and its input on the semifinalists, including that staff felt Tiffani was qualified. I received an email from you that stated the following:

I have no edits or additions to suggest. **I think the report fairly and accurately describes the process as far as I'm aware of it, and faithfully represents both the staff role and feedback on the candidates.** Thanks for all your work pulling this together!

(Emphasis added).

Much of the concerns expressed in the email focuses on impermissible hiring criteria including the race of the candidates and comments about the "adopted brown children" of one of the candidates. It is unlawful and irresponsible for such criteria to be discussed or considered in the search process. This information was not a part of the committee's deliberations in keeping with our commitment to focus on job-related criteria and to ensure a fair, equitable, and inclusive process.

The remainder of the concerns are about Tiffani's ability to adjust to Florida and/or her willingness to remain here, and her communication skills.

I've spent considerable time with Tiffani discussing her long-term commitment to the position and Florida. There is not an iota of doubt in my mind that she is excited about establishing deep roots here with her family and is committed to advancing civil liberties in Florida.

Similarly, I did not hear any member of the committee express a concern about Tiffani's communication skills. During three formal interviews Tiffani demonstrated impressive communication skills and a vision for Florida. Her answers were clear, detailed and showed a level of maturity based on actual experiences.

The committee's decision focused on the fact that Tiffani has substantial management and executive experience. The committee agreed to assess the candidate pool in key areas before we knew who would be applying. Tiffani's strengths were notably stronger than any other candidate, including in the areas of management, financial acumen and fundraising.

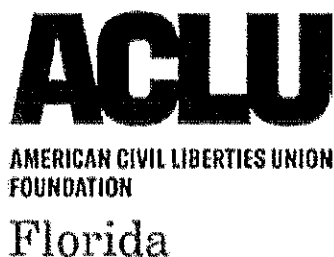
The committee went far and beyond what is considered best practices in *seeking* and *considering* staff input. I'm comforted by the memory from 2018 that some members of staff expressed a similar reservation on the recommendation to hire Micah but quickly became enamored and set aside those perceptions.

As to your question about sharing staff's input with the committee or board, it is outside the time for staff input to the committee. Staff's input into the search committee process concluded at the meeting held on July 28. Additionally, I have grave concerns that the comments rely, in part, on the impermissible hiring criteria of race.

For all the above reasons, I will not allow this information to be shared with the committee or the board tomorrow. However, Heather, Jim and I would be happy to set aside some time in the coming weeks to explain to staff why and how the committee reached its ultimate recommendation and address any concerns moving forward.

Safe travels. I'll see you in the morning on Zoom.

**Michael Barfield | Immediate Past President**  
**American Civil Liberties Union of Florida**  
Direct 941.228.1575 | [michael@denovolawfl.com](mailto:michael@denovolawfl.com)  
[www.acluf.org](http://www.acluf.org)



**From:** Kirk Bailey <[KBailey@acluf.org](mailto:KBailey@acluf.org)>  
**Sent:** Friday, August 5, 2022 3:39 PM  
**To:** Michael Barfield <[michael@denovolawfl.com](mailto:michael@denovolawfl.com)>  
**Subject:** RE: Draft of ED\_SearchReport\_08.02.2022

Michael,

Hope all's well. I need to report some additional staff feedback I've received after distribution of the ED Search report to staff. As you'll recall from my note to staff sending the report, an all-staff meeting was called to answer any questions about the search and report. I need to report that there is a strong feeling of disappointment among the staff, particularly our staff of color and directly-impacted individuals.

I need to emphasize several points that were initially identified in my Staff Liaison Summary:

- Staff is deeply concerned about Tiffani's insufficient knowledge of Florida and doubt about her vision for the organization;
- There are grave concerns that she exhibited 'savior complex,' based on some of her comments about living in an immigrant community and wanting to make things better because she has adopted brown children. It seemed to staff that she does not feel that she is a part of these communities but that she is in a position to save POCs;
- There were deep reservations about her ability to make the transition from Colorado to Florida;

## ITEM 8

- Staff had doubts based on her comments about whether she wanted to come to Florida and the impact on her and her family; There is a distinct impression that she might depart the role after short time;
- Staff also expressed reservations about communications skills in that she came across as scattered and unfocused.

Overall, the report is giving the impression that the Board will pass over a qualified African-American candidate with Florida background in favor of a candidate who does not understand Florida, have roots here and has not expressed a clear vision for civil rights and civil liberties work in Florida. Many of our staff (particularly our staff of color) expressed sentiments about not feeling valued, validated, heard, or respected in that the staff's preferred candidate has been rejected.

I believe my earlier representations of strengths and weaknesses of candidates was accurate. At the same time, the actual revelation of the recommendation is landing in a much more negative and concerning manner than I anticipated. And, I feel bound to relay that intensity to the committee and the Board, in fact, the staff asked that I do so if any opportunity allows.

Mindful of the search committee agreements we made, what is the best way for me to convey these sentiments to the committee and/or Board? Does the agenda for tomorrow's meeting include an opportunity where I might speak to this feedback? Would it be better for me to write the full committee? Welcome your guidance.

Happy to answer questions.  
Best,  
Kirk

**From:** Michael Berman <[meberm@gmail.com](mailto:meberm@gmail.com)>  
**Sent:** Friday, August 5, 2022 1:49 PM  
**To:** Heather Gupte <[heather@samiracles.com](mailto:heather@samiracles.com)>  
**Cc:** Marcia Hayden <[marciavhayden@aol.com](mailto:marciavhayden@aol.com)>; Marcos Vilar <[j.marcosvilar@gmail.com](mailto:j.marcosvilar@gmail.com)>; Kirk Bailey <[KBailey@aclufl.org](mailto:KBailey@aclufl.org)>; Michael Barfield <[michael@denovolawfl.com](mailto:michael@denovolawfl.com)>; Jennifer Beltz <[jbeltz@thebeltzlawfirm.com](mailto:jbeltz@thebeltzlawfirm.com)>; Michelle Hollie <[michellechollie@gmail.com](mailto:michellechollie@gmail.com)>; James M. Norfleet <[JMN@spelmandjohnson.com](mailto:JMN@spelmandjohnson.com)>; Martin Novoa <[Martin.ACLU@gmail.com](mailto:Martin.ACLU@gmail.com)>  
**Subject:** Re: Draft of ED\_SearchReport\_08.02.2022

Excellent report Michael  
Michael Berman

Sent from a tin can

On Aug 3, 2022, at 6:42 PM, Heather Gupte <[heather@samiracles.com](mailto:heather@samiracles.com)> wrote:

Michael Barfield, you really knocked it out of the park with the memo and your leadership of this team and process.

And thank you team for all the time, effort, and passion you have put into this.

It is one of the most important things we do as a Board and this group has represented us well.

Now, let's seal the deal!!!

---

**From:** Marcia Hayden <[marciavhayden@aol.com](mailto:marciavhayden@aol.com)>  
**Date:** Wednesday, August 3, 2022 at 6:44 PM

**To:** Marcos Vilar <[j.marcosvilar@gmail.com](mailto:j.marcosvilar@gmail.com)>  
**Cc:** Kirk Bailey <[KBailey@aclufl.org](mailto:KBailey@aclufl.org)>, Michael Barfield <[michael@denovolawfl.com](mailto:michael@denovolawfl.com)>, Heather Gupte <[heather@samiracles.com](mailto:heather@samiracles.com)>, Jennifer Beltz <[jbeltz@THEBELTZLAWFIRM.COM](mailto:jbeltz@THEBELTZLAWFIRM.COM)>, Michelle Hollie <[michellechollie@gmail.com](mailto:michellechollie@gmail.com)>, michael berman <[meberm@gmail.com](mailto:meberm@gmail.com)>, James M. Norfleet <[JMN@spelmanandjohnson.com](mailto:JMN@spelmanandjohnson.com)>, Martin Novoa <[martin.aclu@gmail.com](mailto:martin.aclu@gmail.com)>  
**Subject:** Re: Draft of ED\_SearchReport\_08.02.2022

Michael, no changes, you were really taking copious notes as went along.

Thanks,  
Marcia Hayden

On Aug 3, 2022, at 4:44 PM, Marcos Vilar <[j.marcosvilar@gmail.com](mailto:j.marcosvilar@gmail.com)> wrote:

Michael,

Thanks! I have no edits on my end.

Marcos

On Aug 3, 2022, at 2:36 PM, Kirk Bailey <[KBailey@aclufl.org](mailto:KBailey@aclufl.org)> wrote:

Thanks Michael,  
I appreciate the opportunity to review and provide suggestions to the ED Search Committee Report. I have no edits or additions to suggest. I think the report fairly and accurately describes the process as far as I'm aware of it, and faithfully represents both the staff role and feedback on the candidates. Thanks for all your work pulling this together!

All the best,  
Kirk

**Kirk Bailey** | Political Director | American Civil Liberties Union of Florida  
| 786.363.2713 | [kbailey@aclufl.org](mailto:kbailey@aclufl.org)  
Pronouns: he, him, his

**From:** Michael Barfield <[michael@denovolawfl.com](mailto:michael@denovolawfl.com)>  
**Sent:** Tuesday, August 2, 2022 7:14 PM  
**To:** Heather Gupte <[heather@samiracles.com](mailto:heather@samiracles.com)>; Marcia Hayden <[marciavhayden@aol.com](mailto:marciavhayden@aol.com)>; Jennifer Beltz <[jbeltz@THEBELTZLAWFIRM.COM](mailto:jbeltz@THEBELTZLAWFIRM.COM)>; Michelle Hollie <[michellechollie@gmail.com](mailto:michellechollie@gmail.com)>; michael berman <[meberm@gmail.com](mailto:meberm@gmail.com)>; Marcos Vilar <[j.marcosvilar@gmail.com](mailto:j.marcosvilar@gmail.com)>  
**Cc:** James M. Norfleet <[JMN@spelmanandjohnson.com](mailto:JMN@spelmanandjohnson.com)>; Kirk Bailey <[KBailey@aclufl.org](mailto:KBailey@aclufl.org)>; Martin N. <[martin.aclu@gmail.com](mailto:martin.aclu@gmail.com)>  
**Subject:** Draft of ED\_SearchReport\_08.02.2022  
**Importance:** High

**CONFIDENTIAL**  
**(DO NOT SHARE OUTSIDE COMMITTEE)**

Colleagues:

Attached please find a draft of the ED Search Report that will be provided to the board prior to the meeting on Saturday, August 6, 2022.

There remain a few items to be filled in but nothing particularly substantive. Please review and provide any suggested edits prior to the close of business **tomorrow, Wednesday, August 3, 2022.**

As always, please reach out to me if you have any questions.

Michael Barfield | Immediate Past President  
American Civil Liberties Union of Florida  
Direct 941.228.1575 | [michael@denovolawfl.com](mailto:michael@denovolawfl.com)  
[www.aclufll.org](http://www.aclufll.org)  
<image001.png>

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## ACLU Southern Collective

The South has become a force for change. The reverse Great Migration of Black Americans—drawn north to south by the milder winters and lower cost of living—has unleashed new possibilities, strengthened by the sudden recognition that Black votes and Black power can force a nationwide reckoning with the status quo.

With your partnership, the ACLU is positioned to help drive this game-changing transformation by supporting the 12 key ACLU affiliates in the South—our Southern Collective—to leverage new opportunities to remake the political landscape.

Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee, Virginia, and West Virginia: Most of these are small yet mighty, making do with scant resources that sap talent and time, thus far preventing their deep immersion in key communities. To expand capacity beyond central hubs like Atlanta, Miami, Montgomery, New Orleans, and Raleigh/Durham, we propose to “right-size” these affiliates to align with their geographical breadth and relevance to issues on the nationwide landscape.

Below, we describe in greater detail the promise of this unprecedented regional effort and what we can accomplish with your partnership.

### **LAUNCHING THE SOUTHERN COLLECTIVE: THE CONTEXT**

The ACLU has long been a presence in the South—indeed, we first put down Southern roots before the passage of the Voting Rights Act in 1965—and we know what we’re up against: entrenched gerrymandering, police departments with ties to the Klan and white citizens councils, extreme voter suppression efforts, and state legislatures eager to pass abortion bans. Every year, we work hand-in-hand with Southern Collective affiliates to limit the losses.

But today we can envision a dramatic turnaround for civil rights and civil liberties, from defense to offense, from losses to wins. With resources, we can power the progressive future of the South.

Throughout our history, the ACLU’s affiliate network has been a singular source of organizational strength. And repeatedly, we have demonstrated the high impact we can achieve through targeted investment. Since 2010, we have invested in key ACLU affiliates with major multiyear campaigns. The second Strategic Affiliate Initiative campaign, launched in 2017, helped build affiliate political capacity at the same time that we vastly increased our national political capacity. This investment drove important

Trump-era ACLU successes, among them local campaigns to compel local law enforcement to stop cooperating with federal immigration authorities. It also gave crucial momentum to the ACLU's leading work to upend the criminal legal system by promoting prosecutorial reform with on-the-ground efforts to get out the vote.

Our first priority is to ensure adequate staffing in each state by placing new attorneys, organizers, lobbyists, and communicators into these affiliates over five years. In some states where we have already invested in staffing, we will support further growth to strategically leverage gains. For example, in Florida, we believe we could grow the field-organizing program to mobilize 90,000 activists. This expansion would also support our nascent efforts to train staff in people and management competencies, build our Black leadership, and create sustainable business, development, and strategic plans.

Programmatically, we are focused on advancing voting rights, described below.

## ADVANCING VOTING RIGHTS

Strategic investment in voting rights can shift the power balance in the South. We are growing our efforts to stop voter suppression, get out the vote, and confront gerrymandering.

### REVITALIZING VOTING RIGHTS: GET OUT THE VOTE

In 1964, the ACLU's Charles Morgan helped lead the fight that resulted in the Supreme Court deciding the principle of "one person, one vote" in *Reynolds v. Sims*. Morgan opened the Southern Regional Office of the ACLU in Atlanta that year with a primary focus on protecting voting rights in the South. With the evisceration of the Voting Rights Act by the Supreme Court 50 years later, securing the right to vote in the South remains a remarkably tough battle. The principle that every person in the South should have an equal say in our democracy deserves both a relentless defense and a rigorous offense.

Over the next five years, the Southern Collective will mount an aggressive full-capacity campaign across the South to strengthen voting rights and democracy in the region. Through our Southern Voting Project (SVP), we are developing goals and actions for a nationwide campaign to protect and expand voting rights and access in Southern states.

For example, ACLU Southern Collective affiliates were immersed in voting rights and redistricting work ahead of the November midterms:

- **Alabama:** For decades, Alabama has packed many of its Black voters into a single district, leaving Black voters—who are almost one-third of the state's population—with meaningful influence in only one of the state's seven congressional districts. A federal court in Alabama issued a preliminary injunction against Alabama's newly drawn congressional map in January 2022, requiring the legislature to add a second majority-Black district. A month later, the U.S. Supreme Court temporarily blocked the ruling from taking effect as the case is litigated. The Supreme Court heard argument in the appeal in October. Our

second lawsuit, which was filed in federal court in November 2021 to challenge racial gerrymandering in maps for state legislative districts, is ongoing.

- **Florida:** We filed a federal lawsuit challenging the Miami City Commission's racial gerrymandering of commission district lines. In the same week, a federal court ordered fairer maps for the Jacksonville City Council and Duval County School Board for the March and May 2023 elections, in response to ongoing litigation from the ACLU of Florida.
- **Georgia:** We filed a lawsuit in December 2021 challenging the newly drawn state House and Senate district maps, moments after the governor signed the plan into law. The maps deprive Black voters of an opportunity to elect candidates in as many as five state House and three state Senate districts. In January 2022, we moved for a preliminary injunction, and in February 2022, the district court held that we had demonstrated that the maps likely violated Section 2 of the VRA, but it nevertheless denied the preliminary injunction, citing primarily the Supreme Court's stay in our Alabama congressional case. While the court ruled that the 2022 election was too close to change the maps for now, the case is proceeding to trial in 2023, and the court's comments provide us with some optimism that we will eventually prevail before the 2024 elections.
- **Louisiana:** Last year we filed two lawsuits in Louisiana. In June 2022, a federal judge ruled in favor of Black voters challenging the newly enacted congressional map, which severely dilutes Black voting power by packing Black voters from New Orleans and Baton Rouge into a single congressional district. The court ordered Louisiana to draw a second district in which Black voters could elect a candidate for Congress, and the 5th Circuit Court of Appeals refused Louisiana's request to block the ruling. Shortly after, however, the U.S. Supreme Court granted Louisiana's bid to temporarily halt the district court's ruling, which would have required the state to redraw its new congressional map to comply with the VRA. This decision means the discriminatory map will be used for upcoming elections; our case continues, and we hope to win such that maps are improved for the 2024 election cycle. Our other case challenging the newly drawn state House and Senate district maps for the same racial bias reasons is ongoing.
- **Mississippi:** We filed a lawsuit challenging state Supreme Court district lines that have gone unchanged for more than 35 years and which dilute the voting strength of Black residents in state Supreme Court elections. Although Black voters are almost 40 percent of Mississippi's population, the state has never had more than one Black Supreme Court justice on its nine-member highest court. The case is currently proceeding with an anticipated trial date in 2023. We filed an additional case in December challenging the state's legislative districts, which unlawfully deny Black Mississippians an equal opportunity to participate in the political process and elect candidates of their choice.
- **North Carolina:** In an important victory at the intersection of voting rights and police accountability, we settled with the city of Graham and its police department to guarantee nearly \$337,000 to peaceful demonstrators violently attacked by

police during a “I Am Change March to the Polls” event on the last day of early voting in the 2020 general election.

- **South Carolina:** In 2021, we filed two legal challenges in South Carolina: one over its racially gerrymandered state House district map, and one challenging the state legislature’s unnecessary delay in drawing new district maps. Litigation over the delay successfully provoked the legislature to reconvene in special sessions to pass new House and Senate district maps before the winter holidays. And in May 2022, South Carolina agreed to adjust state House district lines in some of the most historically significant areas of the state for Black voters, restoring their ability to elect candidates of their choice in five counties. We then filed a third suit, challenging the state’s congressional map as a racial gerrymander because it packs many of the state’s Black voters into a single district, depriving them of influence throughout the state. In another victory, in January, a federal court ordered the state to redraw its congressional map, ruling that a district anchored in Charleston County is a racial gerrymander.

Meanwhile, the Collective’s Southern Voting Project drove local, state, and regional programs to fight voter suppression and restore the right to vote for people living with conviction records:

- The ACLU of Alabama piloted a program that integrated coalition-building, paid and earned communications, and paid field work to reach more voters most impacted by voter suppression efforts in Mobile County.
- The ACLU of Florida led a campaign to improve elections infrastructure, including new polling places, in several key counties.
- The ACLU of Kentucky spearheaded the “Reclaim Campaign,” a public education push designed to reach out to roughly 175,000 Kentuckians with past felony convictions to let them know their right to vote may have been restored, and how they could register.
- The ACLU of Mississippi recruited legislators and volunteers for an ambitious effort to introduce bills to restore individuals’ right to vote in the 2023 legislative session.

And, our work accelerated in Georgia, where the ACLU of Georgia led the “On The Runoff Tour,” a multicity, nonpartisan get-out-the-vote caravan with Black Bikers Vote and Black Voters Matter ahead of the Senate runoff election. The effort also included radio ads, digital billboards, texts (more than 71,000 as of November 22), and ACLU People Power phone banking, among other tactics.

## ENDING GERRYMANDERING

Precisely how district lines are drawn will have significant impacts for the next decade on political representation for communities of color, and the overall balance of power in state and local legislative bodies.

In the 2021–2022 redistricting cycle alone, more than 25 ACLU affiliates engaged in redistricting work, including at least nine from the Southern Collective (Alabama,

Arkansas, Florida Georgia, Kentucky, Louisiana, Mississippi, South Carolina, Tennessee, and West Virginia). Last year, for example, we and several allies filed a federal lawsuit on behalf of Black Voters Matter Capacity Building Institute, the Louisiana State Conference of the NAACP, and several individual Louisiana voters to challenge newly drawn state House and Senate district maps as unlawfully minimizing the voting strength of Black Louisianans.

Even in states where litigation is the primary strategy for achieving fairer maps, building consensus among stakeholders and legislatures is critical for ultimate success. The expertise that we build will also equip us for the fight in 2031 (following the next census), as well as the legislative or state constitutional fights to change the redistricting process in key Southern states in the intervening years of the 2020s. Indeed, while redistricting often falls off the political agenda in between active redistricting cycles, our durable presence can ensure we seize on opportunities to drive reforms for fairer representation mid-decade when movement forward will depend largely on our own initiative and clout.

## **DEVELOPING REGIONAL APPROACHES TO ADVANCE CIVIL LIBERTIES**

The Southern Collective is developing a more cohesive, regional approach to advancing civil liberties. During the 2020 presidential election, for example, we piloted the Southern Voting Project, in which we invested \$2 million in voting rights initiatives across the region.

And throughout last year, teams of Southern Collective affiliate staff—including communications specialists, organizers, and litigators—met regularly to identify regional and state-specific voting rights goals. To that end, the Southern Voting Project launched a partnership with the firm Spitfire Strategies on a regional communications program. In October 2022, Spitfire rolled out tailored messaging, clearly defined audiences of impacted people and elected officials, recommended channels for reaching targets, and a menu of innovative tactics to grab attention and earn media amplification. Importantly, this included lifting up the voices of people directly impacted by voter suppression efforts.

We also have a new Southern Collective data analyst, based out of Florida, who is working with affiliates on innovative data analysis projects primarily covering voting and criminal justice reform, including:

- Analyzing ballot rejections in the Arkansas primary election to inform voter education campaigns in the general election;
- Analyzing West Virginia court-watching data to inform how misdemeanor bonds influence the high incarceration rate there, with a focus on demographic trends and the actions of individual judges; and
- Producing a report that analyzes fees for services and provisions in Virginia jails and prisons and creates recommendations for reducing profiteering in them.
- Advising on data analysis needs for the ACLU of Louisiana’s Justice Lab (details below);

- Identifying racial and socioeconomic disparities in the allocation of discretionary state earmark spending in Mississippi.

## CHAMPIONING STRONG & SUSTAINABLE ORGANIZATIONS

Working together with each Southern Collective affiliate, we will build their growth and stability, enhance their collective power, and fuel the ACLU's overall impact in the region.

### CULTIVATING A CULTURE OF COLLABORATION AND PEER LEARNING

One of the Southern Collective's main priorities is cultivating a culture of collaboration and peer learning, especially for emerging Black leaders. Four of the Southern Collective's most critical affiliates are now led by Black women, and one is led by a Black man: In 2020, JaTaune Bosby became the first Black woman to lead the ACLU of Alabama, where she had previously been director of philanthropy and strategic initiatives. Also in 2020, Chantal Stevens, a 20-year veteran of nonprofit leadership and management, took the reins of the ACLU of North Carolina. The ACLU of Georgia is led by Executive Director [Andrea Young](#), a lifelong civil rights activist and author. The ACLU of Louisiana is led by Executive Director [Alanah Odoms](#), a civil rights leader who, like Bosby, is the first Black woman to lead the affiliate. And the ACLU of Mississippi is led by Executive Director [Jarvis Dortch](#), a lawyer and former member of that state's House of Representatives.

Over the next three years, we aim to continue to build Black leadership throughout the Southern Collective. And we are investing in positions, professional development, and systems to drive shared work and strengthen operational efficiencies. Recent highlights include:

- As part of our effort to cultivate a pipeline of talented, committed civil rights and social justice leaders in the South, we recently created the Southern Legal Internship Program (SLIP) in partnership with the National Black Law Students Association. SLIP will place paid legal interns in each Southern Collective affiliate, where they will contribute to crucial legal, policy, and organizing campaigns, including voting rights, education, gender justice, and the criminal legal system.
- In 2021, we launched the Affiliate Leadership Development Academy (ALDA), the ACLU's first nationwide affiliate staff-focused professional development program specifically designed to invest in future leadership of the ACLU and the advancement and leadership of underrepresented staff. In ALDA's Executive Leadership Program (ELP), an eight-month professional development program for managers and leaders in ACLU affiliates, 30 percent of participants come from the Southern Collective.
- The Southern Collective Ops Learning Group has created space for Southern Collective staff to learn about operational tools and management theory that are

specific within the ACLU. One of the central community-building goals of the Learning Group, which meets monthly, is to expand the skill set of operations staff in the South and empower them to be change agents within their organizations.

- We're also cultivating the leadership of talented staff such as ACLU of Georgia Political Director Christopher Bruce, a deeply experienced leader in the fight for civil rights and civil liberties, who serves the whole region as the Southern Legislative consultant where he advises and coaches other affiliate legislative staff in the Southern Collective. And ACLU of Alabama Policy and Advocacy Director Dillon Nettles, an experienced organizer and policy advocate from the ACLU of Alabama, co-leads our Southern Voting Project.
- We're working together to facilitate the Southern Collective's growth. For example, our Affiliate Support and Nationwide Initiatives Department in the national office is helping affiliates build affiliate organizational and program capacity with multiyear financial investments.

#### **DRIVING OPERATIONAL EFFICIENCIES**

The most cost-effective way to free-up time for staff in small offices to focus on mission critical work is by centralizing duplicative administrative functions. We are driving operational efficiencies and shared programs throughout the region by investing in day-to-day operations that foster collaboration, support data-driven management, and provide the Southern Collective affiliates with safe and secure access to our national office's technology infrastructure.

Over the next five years, we are investing significantly in Southern Collective affiliates to build their capacity and drive shared work and operational efficiencies. Progress on this front includes:

- Each Southern Collective affiliate has adopted Okta, a high-security secure sign-on service, which will provide easier and more secure access to the national office's platforms.
- We are exploring an opportunity for Southern Collective affiliates to use a shared auditing firm that will raise the quality of auditing across the South and help affiliates learn and improve on financial best practices.
- Each Southern Collective affiliate has received specialized training on Asana, a project management software, which will improve work effectiveness and management by efficiently tracking tasks and deadlines, both within Southern Collective teams and with external allies.
- Southern Collective affiliates are in the process of incorporating the job application system Greenhouse, which will facilitate more comprehensive and collaborative interview processes to ensure recruitment efforts are rigorous, equitable, and efficient.
- The national ACLU is providing all Southern affiliates with new computers and technologies which will better enable national information technology experts to provide affiliates with assistance and ensure a secure technology environment.



- The national ACLU is also working with each Southern Collective affiliate to develop a multiyear budget and sustainability plan. Sustainability goals require enhancement of their fundraising capabilities—for example, shoring up multiple revenue streams, providing dedicated support to their major gifts programs, and creating “model” fundraising proposals affiliates can use to promote the Southern Collective among their donors. When possible, it also involves expanding membership in key geographies and demographics to build a strong base of financial support and power.
- We are experimenting with several regional positions—like our regional data analyst—that can benefit all 12 affiliates. Similar regional positions could include:
  - **Regional legal positions**, such as a *pro bono* coordinator and paralegals, to expand the reach and cohesion of our litigation; and
  - A **regional content generator** to refine our messaging, create digital strategies, and produce top-quality, compelling videos, social media assets, blogs, and other content to build public support on our issues and expand our membership and donor base.
- We are assessing the volunteer management needs and systems in place at each Southern Collective affiliate, which will help us develop approaches for sustainable and impactful volunteer engagement and organizing programs. In the future, this could include systems to manage volunteer data efficiently and securely so they can track volunteer engagement across platforms and facilitate leadership development.
- We are helping Southern Collective affiliates strengthen their growing legal programs, including expanding their pro bono resources, and strengthen their strategic partnerships with influential corporations in the South to support the affiliates’ fundraising, marketing, communications, and advocacy objectives.

## FOSTERING INNOVATION

By building a strong, sustainable infrastructure and driving regionwide efficiencies, Southern Collective staff will have more valuable time to do what they do best: create and implement high-impact strategies that advance civil liberties and civil rights and improve people’s lives.

Below are a few examples of the type of innovative work Southern Collective affiliates are capable of—even with relatively small staffs and resources.

### LOUISIANA

Last year, the ACLU of Louisiana (ACLU-LA) launched the Justice Lab: Putting Racist Policing on Trial. This campaign seeks to combat racially discriminatory policing practices and thereby reduce pretrial incarceration, and offer a blueprint that every ACLU affiliate can follow. With support from nearly 50 law firms and 18 legal clinics,

over the next 10 years, ACLU-LA will represent up to 1,000 Black and Brown Louisianans who have experienced racially motivated police misconduct.

So far, we've collected 400 complaints of police misconduct, filed more than 40 cases throughout the state, and documented countless stories from survivors of police violence. In large part because of the affiliate's work, last June the Department of Justice (DOJ) launched a pattern-or-practice investigation into misconduct by the Louisiana State Police—a defendant in at least five Justice Lab cases—a year after ACLU-LA called for such an investigation. This is the first DOJ investigation of a state police agency in 20 years. And in February, the Associated Press profiled how Justice Lab successfully settled two separate, federal lawsuits on behalf of Black men—one who was threatened with a gun and was hospitalized after police Tasered him as he fled an unjustified stop and search, and another who was beaten by an officer and detained for hours in a mental health ward after the officer overheard him talking about the Black Lives Matter movement and his negative experiences with the police department.

## TENNESSEE

In 2021, the ACLU of Tennessee (ACLU-TN), with additional support from the Vera Institute of Justice, launched "In Our Backyards: Money Bail in Rural Tennessee," a storytelling campaign to expose the impact of predatory money bail practices in rural counties across the state. The campaign aimed to raise awareness of this unconstitutional system by centering the voices and stories of rural Tennesseans who experienced it firsthand, simply because they couldn't afford bail, and build a base of support for reform.

In addition to videos and written narratives, the campaign includes information about each county's incarceration rates and resources from the ACLU, the Vera Institute of Justice, and other organizations. It also includes a link to a survey in which community members can submit their own experiences and get information about reform legislation.

Also in 2021, ACLU-TN launched DAs Report to You: A Campaign for District Attorney Transparency. The goal of this website is to educate Tennesseans about the power that their elected prosecutors have to shape the criminal legal system and incarceration rates in their communities, and to advocate for district attorney transparency and accountability.

## CONCLUSION

The Southern Collective is a scalable investment, with a scope that corresponds to funds raised. We seek to strengthen the capacity and sustainability of the 12 ACLU affiliates in the South; invest in core civil liberties programming, like voting and reproductive rights; and build bigger volunteer activist bases.

The ACLU has over a decade of experience scaling up and sustaining growth at key affiliates to ensure a robust defense of civil liberties in parts of the country that need a

strong ACLU presence. We hope you will partner with us in support of the Southern Collective as we look to help change the face of the South to advance justice and equality.



**RESOLUTION OF THE EXECUTIVE COMMITTEE  
OF THE BOARD OF DIRECTORS OF THE  
AMERICAN CIVIL LIBERTIES UNION, INC.  
ADOPTED MARCH 29, 2023**

**WHEREAS**, the Executive Committee of the Board of Directors of the American Civil Liberties Union, Inc. (“ACLU”) is authorized under the bylaws of the ACLU to act on behalf of the Board of Directors of the ACLU (the “Board”);

**WHEREAS**, the Executive Committee met on December 18, 2022 and appointed an Evaluation Team pursuant to Board Policy 523a to investigate the conditions at the ACLU of Florida and to report its findings and recommendations to the Executive Committee;

**WHEREAS**, Section IV G of Board Policy 523a authorizes the Executive Committee, by two-thirds vote of those present, to impose Emergency Involuntary Administrative Supervision on an ACLU affiliate where there is “danger of irreparable harm to the ACLU by virtue of an affiliate’s violation of an ACLU financial or administrative policy and no less restrictive alternative is available;”

**WHEREAS**, Section IV G (2) of Board Policy 523a authorizes the Executive Committee, by two-thirds vote of those present, to impose Emergency Involuntary Administrative Supervision without providing prior notice to the affiliate if such notice will cause irreparable harm to the ACLU;

**WHEREAS**, on March 17, 2023, the Executive Committee by two-thirds vote of those present decided to hold a meeting on March 29, 2023 to consider putting ACLU of Florida under Emergency Involuntary Administrative Supervision and determined that the ACLU of Florida should not be given prior notification of its plan to hold such meeting because there was a danger that prior notice would cause irreparable harm to the ACLU;

**WHEREAS** the Evaluation Team conducted a robust investigation, including consideration of input from two outside consultants, of the conditions at the ACLU of Florida and on March 25, 2023 delivered a Report and Recommendations of the Evaluation Committee and supporting documentation to the Executive Committee;

**NOW THEREFORE, BE IT RESOLVED that:**

During its meeting on March 29, 2023, the Executive Committee: (i) reviewed and fully discussed the Report and Recommendations of the Evaluation Committee and supporting documentation and determined that the conditions for Emergency Involuntary Administrative Supervision set forth in Board Policy 523a are present with respect to the ACLU of Florida; (ii) determined that the ACLU of Florida should be placed under such supervision because of the persistent and long-term nature of problems that the Affiliate Board has been unable to resolve and which has resulted in danger of irreparable harm to the ACLU; (iii) determined that no less restrictive alternative is available;; (iv) appointed

the National ACLU Office of Affiliate Support and Nationwide Initiatives (“ASNI”) to serve as liaison with and provide assistance to the Interim Board, to respond to inquiries from affiliate staff and former affiliate board members, to implement the conditions of Emergency Involuntary Administrative Supervision set forth in section 2, and to provide periodic updates to the National Executive Committee throughout the term of the Emergency Involuntary Administrative Supervision, and (v) determined that the following will be the conditions of Emergency Involuntary Administrative Supervision:

- a. The board of directors of ACLU of Florida are hereby removed from their positions and duties as directors as of the adoption of this resolution by the Executive Committee, except for the National Board Affiliate Representative, Eric Smaw. Such removal shall also serve to remove those directors from the boards of all subsidiary entities of ACLU of Florida, including the ACLU Foundation of Florida and any political action committees controlled by the ACLU of Florida.
- b. The National Board Affiliate Representative, as the sole active Board member, is hereby authorized and directed to elect up to four, but no less than two, additional board members to fill existing vacancies pursuant to Article III, section 3(f) of the ACLU of Florida bylaws (the “Interim Board”). These appointments will only last for the remainder of the terms of the open seats, and those individuals will also serve as the ACLU of Florida Foundation board by virtue of Article II, section 2 of the ACLU of Florida Foundation bylaws, and as the board of any other associated or subsidiary entity boards as directed by the Interim Board in accordance with the governing documents of such entities.
- c. The Interim Board is hereby directed to review all officer position holders for all ACLU of Florida entities and then promptly to vote to remove any officers who should be removed by virtue of having been removed as directors or otherwise, and then appoint from amongst themselves or ACLU of Florida staff, as appropriate, individuals to fulfill critical officer functions required by law for the ACLU of Florida and for each other entity, acting as the board for each of those entities respectively;
- d. The Interim Board is hereby directed to review existing articles and bylaws for all ACLU of Florida entities and draft amendments to provide for new governance structures consistent with ACLU Policy 524, for adoption by the ACLU of Florida board, subject to National ACLU’s input and approval, to be adopted if ACLU of Florida is put into Involuntary Administrative Supervision after a hearing before the National Executive Committee pursuant to ACLU Policy 523a;
- e. The National Board Affiliate Representative is hereby directed to fulfill the role and responsibilities of the Compliance Administrator as that role is defined under the ACLU of Florida existing whistleblower policy with regard to any outstanding whistleblower complaints;
- f. A hearing will be held before the Executive Committee on a day to be determined by the President of the ACLU and pursuant to Board Policy 523a to determine whether to place the ACLU of Florida under Involuntary Administrative

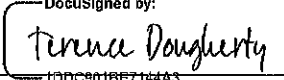
Supervision or to allow the expiration of this Emergency Involuntary Administrative Supervision. The hearing will be conducted according to procedures to be determined by the Chair of the Executive Committee.

**CERTIFICATION OF ASSISTANT SECRETARY  
OF AMERICAN CIVIL LIBERTIES UNION, INC.**

I, TERENCE DOUGHERTY, Assistant Secretary of the American Civil Liberties Union, Inc. (“ACLU”), incorporated under the laws of the District of Columbia, hereby certify that on March 29, 2023, by a 2/3 vote, the Executive Committee of the Board of Directors of said corporation placed the ACLU of Florida under Emergency Involuntary Supervision under the conditions described above.

I hereby certify that the foregoing is a true copy of a resolution duly adopted by the Executive Committee of the Board of Directors of the ACLU duly held the 29th day of March, 2023, at which a quorum was present and voting, and that the same has not been repealed or amended and remains in full force and effect and does not conflict with the bylaws of said corporation.

Dated: 3/30/2023 | 11:23 AM EDT

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(Assistant Secretary)



**RESOLUTION OF THE EXECUTIVE COMMITTEE  
OF THE BOARD OF DIRECTORS OF THE  
AMERICAN CIVIL LIBERTIES UNION, INC.  
ADOPTED MAY 23, 2023**

**WHEREAS**, the Executive Committee of the Board of Directors of the American Civil Liberties Union, Inc. ("ACLU") is authorized under the bylaws of the ACLU to act on behalf of the Board of Directors of the ACLU (the "Board");

**WHEREAS**, the Executive Committee met on December 18, 2022 and appointed an Evaluation Team pursuant to Board Policy 523a to investigate the conditions at the ACLU of Florida ("ACLU of Florida" or "the Affiliate") and to report its findings and recommendations to the Executive Committee;

**WHEREAS**, a description of the background and conduct of that investigation is attached hereto as "Appendix A."

**WHEREAS** Board Policy 523a Section IV E authorizes the Executive Committee to impose Involuntary Administrative Supervision on an ACLU affiliate for a specified period generally not to exceed one year "*where there has been a serious violation of national administrative or financial policy, or where the affiliate's conduct otherwise threatens substantial and ongoing harm to the ACLU.*"

**WHEREAS** Board Policy 523a Section IV G (2) authorizes the Executive Committee, by two-thirds vote of those present, to impose Emergency Involuntary Administrative Supervision without providing prior notice to the affiliate if such notice will cause irreparable harm to the ACLU;

**WHEREAS**, on March 17, 2023, the Executive Committee, by two-third vote of those present pursuant to its authority under Section IV G (2) of Board Policy 523a, set a meeting for March 29, 2023 to consider putting the ACLU of Florida under Emergency Involuntary Administrative Supervision and determined that the ACLU of Florida should not be given prior notification because there was a danger that prior notice would cause irreparable harm to the ACLU;

**WHEREAS**, the Evaluation Team conducted a robust investigation, including consideration of input from two outside consultants, of the conditions at the ACLU of Florida and on March 25, 2023 delivered a Report and Recommendations of the Evaluation Committee and supporting documentation to the Executive Committee;

**WHEREAS**, on March 29, 2023, the Executive Committee met and passed a resolution stating that it had (i) reviewed and fully discussed the Report and Recommendations of the Evaluation Committee and determined that the conditions for Emergency Involuntary Administrative Supervision set forth in Board Policy 523a were present with respect to the ACLU of Florida; (ii) determined that the ACLU of Florida should be placed under such supervision because of the persistent and long-term nature of problems that the Affiliate Board has been unable to resolve and resulted in danger of irreparable harm to the ACLU; (iii) determined that no less restrictive alternative is available; (iv) appointed the National ACLU Office of Affiliate Support and Nationwide Initiatives ("ASNI") to serve as liaison with and provide assistance to the Interim Board, to respond to inquiries from affiliate staff and former affiliate board members, to implement the conditions of Emergency Involuntary Administrative Supervision set forth below, and to provide periodic updates to the National Executive Committee throughout the term of the Emergency Involuntary Administrative Supervision.

**WHEREAS**, the Executive Committee imposed the following as conditions of Emergency Involuntary Administrative Supervision:

- a. The board of directors of ACLU of Florida are hereby removed from their positions and duties as directors as of March 29, 2023, except for the National Board Affiliate Representative, Eric Smaw. Such removal

shall also serve to remove those directors from the boards of all subsidiary entities of ACLU of Florida, including the ACLU Foundation of Florida and any political action committees controlled by the ACLU of Florida.

- b. The National Board Affiliate Representative, as the sole active Board member, is hereby authorized and directed to elect up to four, but no less than two, additional board members to fill existing vacancies pursuant to Article III, section 3(f) of the ACLU of Florida bylaws (the "Interim Board"). These appointments will only last for the remainder of the terms of the open seats, and those individuals will also serve as the ACLU of Florida Foundation board by virtue of Article II, section 2 of the ACLU of Florida Foundation bylaws, and as the board of any other associated or subsidiary entity boards as directed by the Interim Board in accordance with the governing documents of such entities.
- c. The Interim Board is hereby directed to review all officer position holders for all ACLU of Florida entities and then promptly to vote to remove any officers who should be removed by virtue of having been removed as directors or otherwise, and then appoint from amongst themselves or ACLU of Florida staff, as appropriate, individuals to fulfill critical officer functions required by law for the ACLU of Florida and for each other entity, acting as the board for each of those entities respectively;
- d. The Interim Board is hereby directed to review existing articles and bylaws for all ACLU of Florida entities and draft amendments to provide for new governance structures consistent with ACLU Policy 524, for adoption by the ACLU of Florida board, subject to National ACLU's input and approval, to be adopted if ACLU of Florida is put into Involuntary Administrative Supervision after a hearing before the National Executive Committee pursuant to ACLU Policy 523a;
- e. The National Board Affiliate Representative is hereby directed to fulfill the role and responsibilities of the Compliance Administrator as that role is defined under the ACLU of Florida existing whistleblower policy with regard to any outstanding whistleblower complaints;
- f. A hearing will be held before the Executive Committee on a day to be determined by the President of the ACLU and pursuant to Board Policy 523a to determine whether to place the ACLU of Florida under Involuntary Administrative Supervision or to allow the expiration of this Emergency Involuntary Administrative Supervision. The hearing will be conducted according to procedures to be determined by the Chair of the Executive Committee.

**WHEREAS**, on March 30, 2023, ACLU President Deborah Archer notified the ACLU of Florida past President, National Board Representative, and Executive Director that the Executive Committee had approved Emergency Involuntary Administrative Supervision and that a hearing would be scheduled within 30 days;

**WHEREAS**, on April 4, 2023, ACLU President Archer provided notice to the ACLU of Florida past President, National Board Representative, and the Executive Director that a hearing had been scheduled for April 19, 2023.

**WHEREAS**, on April 7, 2023, the Interim Board passed a resolution 1) voting to remove all individuals who held officer positions as of the date of the resolution; 2) recognizing the resignation of Dr. Eric Smaw from his current officer position of National Representative; 3) electing Dr. Eric Smaw, President; Dr. Janet Taylor, Secretary and Michael Meyers, Treasurer, pursuant to Article IV, Section 6 of the Bylaws of the Corporation to complete the remainder of the open term of office; and 4) reserving filling additional officer positions named in the Bylaws until additional directors are elected;

**WHEREAS**, on April 7, 2023, the Chair of the Evaluation Team provided redacted copies of the Evaluation Team Report and the reports of the two consultants, and the proposed Hearing Format and Procedures, to the ACLU of Florida Executive Director and its past and present Board Presidents, with a request that they distribute the documents to all of the directors removed from office pursuant to the March 29, 2023 Executive Committee Resolution ("Removed Directors") and to the ACLU of Florida senior staff;



**WHEREAS**, on April 10, 2023, past ACLU of Florida President Arteaga-Gomez, acting on behalf of the Removed Directors, requested a postponement of the hearing and a hearing date of May 23, 2023 was set to accommodate all parties and consented to by the Interim Board pursuant to Board Policy 523a Section IV G (1).

**WHEREAS**, on April 14, 2023, seven of the Removed Directors (“Board Minority”) requested that a representative, Tiffani Hilton, be allowed an opportunity to speak at the Hearing in support of Involuntary Administrative Supervision and ACLU President Deborah Archer approved the request and amended the Hearing Format and Procedures to permit their participation.

**WHEREAS**, on May 23, 2023, a hearing was held pursuant to the amended Hearing Format and Procedures, followed by a meeting of the Executive Committee in executive session.

**NOW THEREFORE BE IT RESOLVED** that:

During the hearing on May 23, 2023, the Executive Committee heard presentations from: (i) the Evaluation Team; (ii) the Removed Directors; (iii) a spokesperson for the ACLU of Florida staff, and (iv) a spokesperson for the Board Minority. The Executive Committee also considered the following documentary submissions:

- The Evaluation Team report and its supporting documentation, including the reports of MRW Consulting and Risk Confidence Group;
- The Procedural Objection to ACLU EC’s March 29, 2023 Objections submitted by the Removed Directors, and the Exhibits thereto.
- The Objections to the Evaluation Team’s Report and Recommendations submitted by the Removed Directors, and the Exhibits thereto.
- The additional documentation submitted by the Evaluation Team on May 16, 2023.

Immediately following the hearing, the Executive Committee went into executive session, during which it deliberated and determined that:

1. *The conditions for Involuntary Administrative Supervision set forth in Board Policy 523a were present with respect to the ACLU of Florida prior to the imposition of Emergency Involuntary Administrative Supervision in that the affiliate’s conduct up to that time amounted to a serious violation of national administrative policy and threatened substantial and ongoing harm to the ACLU.*
2. *The conditions imposed in connection with the Emergency Involuntary Administrative Supervision should be continued for the full year authorized by Board Policy 524a in order to complete and render permanent the reforms begun by the Interim Board.*
3. *The following will be the conditions of Involuntary Administrative Supervision:*
  - (i) *The ACLU of Florida continues to be under Involuntary Administrative Supervision for a period of one year from March 29, 2023, the date on which the Emergency Involuntary Administration Supervision was imposed.*
  - (ii) *The directors removed from the Board as a condition of the imposition of Emergency Involuntary Administrative Supervision will not be reinstated.*
  - (iii) *The new directors appointed as the Interim Board on April 7, 2023, pursuant to Article III, section 3(f) of the ACLU of Florida bylaws, shall serve for the remainder of the terms of the open seats, and those individuals will also serve as the ACLU of Florida Foundation board by virtue of Article II, section 2 of the ACLU of Florida Foundation bylaws, and as the board of any other associated or subsidiary entity boards as directed by the Interim Board in accordance with the governing documents of such entities.*
  - (iv) *The Interim Board is directed to complete the necessary processes to amend the existing Bylaws for all ACLU of Florida entities to provide for new governance structure, consistent with ACLU Policy 524 and*

*526, no later than the date of their regular June meeting on June 27, 2023 and to fill vacant seats as required under those Bylaws no later than their regular September 2023 meeting, with the collaboration of the Affiliate Executive Director and also subject to the input and approval of the Director, Affiliate Support and Nationwide Initiatives. After such elections occur, the Affiliate new board is then directed to proceed with amending articles of incorporation of Affiliate entities as needed to remove references to chapters and to create a plan for the Affiliate Executive Director and Affiliate staff to execute to achieve full winding down of the chapters as unincorporated associations, as a legal matter, and to achieve cessation of all chapter communications and activities, again working closely with the Director, Affiliate Support and Nationwide Initiatives throughout this process.*

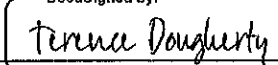
- (v) The ACLU of Florida President is hereby directed to continue to fulfill the role and responsibilities of the Compliance Administrator as that role is defined under the ACLU of Florida existing whistleblower policy with regard to any outstanding whistleblower complaints as well as potential conflict of interest issues identified during the course of the Evaluation Team's investigation, and to insure that any claims of discrimination and retaliation are addressed.*
- (vi) The Interim Board is directed to work closely with the Director, Affiliate Support and Nationwide Initiatives and with the Affiliate Executive Director, during this transition period on all matters related to this Resolution and to governance generally, including selection of new board members, and to provide a report to the Director, Affiliate Support and Nationwide Initiatives on the status of these requirements by October 30, 2023.*
- (vii) The Affiliate, with the review and approval of the Director of Affiliate Support and Nationwide Initiatives, is hereby directed to work with National ACLU General Counsel or their designee to ensure any existing or new PAC entities comply with ACLU policies and Florida nonprofit law.*

**CERTIFICATION OF ASSISTANT SECRETARY  
OF AMERICAN CIVIL LIBERTIES UNION, INC.**

I, TERENCE DOUGHERTY, Assistant Secretary of the American Civil Liberties Union, Inc. ("ACLU"), incorporated under the laws of the District of Columbia, hereby certify that on May 23, 2023, the Executive Committee of the Board of Directors of said corporation placed the ACLU of Florida under Involuntary Administrative Supervision under the conditions described above.

I hereby certify that the foregoing is a true copy of a resolution duly adopted by the Executive Committee of the Board of Directors of the ACLU duly held the 23rd day of May, 2023, at which a quorum was present and voting, and that the same has not been repealed or amended and remains in full force and effect and does not conflict with the bylaws of said corporation.

Dated: 5/24/2023 | 9:21 AM EDT

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(Assistant Secretary)

## APPENDIX A

### Background and Conduct of the Evaluation Team Investigation

On August 18, 2022, all eight leaders from the ACLU of Florida senior staff submitted a letter to ACLU President Deborah Archer and Director of Affiliate Support and Nationwide Initiatives Kary Moss requesting National intervention due to long-standing, systemic problems at the Affiliate, including a flawed organizational structure and an adverse work environment. The letter was submitted “with the full support” of the two previous ACLU of Florida Executive Directors.

The ACLU of Florida convened a “Restructure Committee,” following receipt of the August 18 letter, to develop recommendations. On December 4, 2022, ACLU of Florida President Heather Gupta submitted the Committee’s report to the National Office. The scope of that report addressed only the future of the affiliate’s chapters and not the long-term problematic conduct described in the letter of August 18, 2022.

On December 8, 2022, the Affiliate senior staff submitted a response stating that the proposed recommendations were “deeply inadequate” and failed to “resolve the decades long structural problems of our affiliate.”

On December 18, 2022, pursuant to Policy 523a, the Executive Committee met and appointed an Evaluation Team to investigate the conditions at the ACLU of Florida. The Executive Committee directed the Evaluation Team to provide a report and recommendations to the Executive Committee by its next meeting in March 2023.

To guide its work, the Evaluation Team developed the following mandate:

Pursuant to ACLU National Policy 523a, the Evaluation Team will investigate and determine whether there are sufficient facts to support a finding that there has been a serious violation of national administrative or financial policy, or whether the affiliate’s conduct otherwise threatens substantial and ongoing harm to the ACLU. As part of its mandate, the Evaluation Team will require an investigation of facts that could bear on the following issues on which the Evaluation Team is tasked to render a determination:

1. Whether the affiliate organizational structure undermines effective governance; 2. Whether a work environment exists within the affiliate, including its chapters, that adversely impacts either staff or lay leadership and/or compromises the affiliate’s ability to carry out the ACLU mission; and
3. Whether the treatment and retention of staff of color at the affiliate, including its chapters, violate the ACLU’s core institutional values or otherwise create substantial and ongoing harm to the ACLU.

As the Evaluation Team began reviewing material, concerns about potential financial self-dealing surfaced. Accordingly, it expanded its mandate to examine allegations of financial self-dealing by at least one Affiliate Board member.

The Evaluation Team retained MRW Consulting as an outside expert to investigate the allegations contained in the August 18 letter. The ACLU of Florida objected, stating that any investigation should be undertaken by a private investigator licensed in the State of Florida. Subsequently, the Evaluation Team also hired Risk Management LLC to review relevant documentation and conduct interviews. MRW was retained to review and report on the results of a survey that was circulated to all Affiliate staff and Board members. Both consultants provided independent reports with recommendations to the Evaluation Team.

The ACLU of Florida President established an Affiliate Evaluation Response Team (“Affiliate ERT”) following the ACLU National Executive Committee’s announcement that it would form an Evaluation Team and conduct its own investigation in parallel to the National ACLU Evaluation Team’s investigation. Despite an invitation from ACLU national leaders to devise ‘rules of engagement’ to minimize witness confusion, the Affiliate Board declined to do so.

Risk Management Consultant observed that “Investigation found no indication, from interviews or from the documentation, that the Board attempted to initiate investigation of the allegations of mistreatment until February 2023, after National announced its intent to contract an independent investigation. This in and of itself demonstrates a lack of leadership on the Board and an unwillingness to recognize the potential seriousness of the allegations of mistreatment and the potential risk such allegations posed to the Affiliate if left unaddressed.”

The Evaluation Team, following review of the two expert reports, delivered its Report and Recommendations with extensive supporting documentation to the Executive Committee on March 25, 2023. It concluded that the situation was an “accelerating crisis one that is decades in the making, during which numerous affiliate-driven attempts at reform have taken place and, apparently, failed.” Specifically, the Policy 523a Evaluation Team came to the following conclusions: “(i) The Florida Affiliate Board is chronically dysfunctional and not capable of leading the organization; (ii) The Florida Affiliate staff, including women of color, have been subjected to discriminatory treatment, and the Affiliate Board has been unwilling or unable to take corrective action; (iii) The Affiliate organizational structure undermines effective governance.”

The ACLU of Florida position of President underwent three changes during this period with the resignation, on January 12, 2023, of President Gupte, appointment and subsequent resignation of George Griffin on January 25, 2023, and election of Rosanne Arteaga-Ortiz on xxx.

The Affiliate Board proceeded with its plan to conduct its own investigation and related actions. The Chair of the Affiliate Governance Committee announced her resignation to ACLU National and stated:

“There is a continued lack of effectiveness, lack of transparency, and lack of focus on the board's role and responsibilities that do not align with my goals and values as an individual, as a member of this board, or as a member of Florida’s nonprofit community for 20+years. Further, I believe the reputation of this organization to be at great risk.”