

Accompanying Video address: <https://vimeo.com/355947554> or youtube search “email 802”

FAQ: Isn't this is a political issue and not a legal issue?

ANSWER: Our disclaimer (see below) makes this DFR violation strictly a legal issue, not political.

From a purely legal issue (not political), this is a AFM Local 802 [DFR violation](#) in that "conduct that is arbitrary, discriminatory, or in bad faith breaches the union's Duty of Fair Representation ["DFR"] to its members"

Below is our disclaimer removing this from being a political issue:

****** Jazz For Peace reaches out to individuals and organizations on both sides of conflicting issues, believing that if we as a species embrace qualities such as creativity, artistry, intellectuality, humanity, individuality, etc. we will all have a better chance at avoiding the behavior that leads to destruction.******

In addition, Jazz For Peace reinforces what history has proven, ...

"Jazz creates a positive effect that transforms & unites people; thus transcending the barriers of different cultures & beliefs."

"The art form of Jazz has the ability to effect people in profoundly positive ways"

["Click for Example"](#)

Pro Union Labor Friendly Complaint for the purpose of strengthening our Union against AFM Local 802 for false advertising, dereliction of duty and gross violations of the Business Judgment Rule of case law doctrine encompassing each of the triads of their [fiduciary duty](#) — [good faith](#), [loyalty](#), and [due care](#).

On February 1, 2019 AFM Local 802 [announced](#) a \$600,000 budget shortfall just for calendar year 2018 alone; an immediate “stopping” of their only woefully inadequate [Grant program](#); and a warning that they are about to announce along with the parent company AFM massive cuts to their pension fund which has now come to fruition as detailed [HERE](#) along with many more painful cuts to come. All while running a [brazen false advertising scam](#) to cover it up in addition to a [failed smear campaign](#) using membership dues that they did not have budgeted against one of their most highly acclaimed members whose only crime was the success of an empowering philanthropic model designed to help the Union and its Members obtain much needed funding for each of these initiatives via a 17 year old proven Grant program bestowed by his foundation. And this set of unlawful actions are only the tip of the iceberg regarding “the shameful failure to fulfill one's obligations” by exhibiting “conduct that is arbitrary, discriminatory, or in bad faith” and thereby “[breaches the union's Duty](#) of Fair Representation ["DFR"] to its members.”

The information below confirms that AFM Local 802 violated laws protecting citizens and consumers (members) from False Advertising, Violation of Fiduciary Duty and DFR.

In addition, such illegal actions have also damaged their “Business” or perhaps more accurately their “non profit services” (thereby in violation of the Business Judgment Rule) in the following ways:

1. Declining Local 802 membership rolls
2. Less and less union work under contract
3. An entire younger generation of musicians who see no value in joining the union
4. A pension fund in crisis
5. Misuse of member dues to run a failed smear campaign.

In addition, with the 17 year old services our Foundation offers having now earned its place as “[One of the most significant Cultural Events of our time.](#)”, (to give you just one example of over 850, [CLICK HERE](#) to see the work we have done with Veterans, and the extraordinary need for this work as outlined in [TODAYS ARTICLE](#) from the Washington Post) and thereby causing my work as founder to become at least double the amount of any salaried Local 802 Employee, it would be nearly impossible for me find the time to do “janitorial” type services for Local 802 as a way of “Schmoozing” or to somehow find a way to budget the amount of time and energy that it would take to organize and run a political campaign in order to oust an irresponsible employee and take over his position as has been advised as a way to avoid litigation.

The **business judgment rule** is a [case law](#)-derived doctrine in [corporations law](#) that courts defer to the business judgment of corporate executives. It is rooted in the principle that the "directors of a corporation... are clothed with [the] presumption, which the law accords to them, of being [motivated] in their conduct by a [bona fide](#) regard for the interests of the corporation whose affairs the stockholders have committed to their charge".^[1] The rule exists in some form in most [common law](#) countries, including the United States. To challenge the actions of a corporation's [board of directors](#), a plaintiff assumes "the burden of providing evidence that directors, in reaching their challenged decision, breached any one of the triads of their [fiduciary duty](#) — [good faith](#), [loyalty](#), or [due care](#)".

Put simply, a director owes a [duty](#) to exercise good business judgment and to use ordinary care and prudence in the operation of the business. They must discharge their actions in good faith and in the best interest of the corporation, exercising the care an ordinary person would use under similar circumstances. Directors’ decisions are typically protected under the [business judgment rule](#), unless they breach one of these duties or unless the decision constitutes waste. A breach of fiduciary duty will typically remove a director's decision from business judgment protection and require that the director show [entire fairness](#).

AFM Local 802 should be denied business judgment protection for the following reasons detailing how they have clearly breached the triads of their [fiduciary duty](#) — [good faith](#), [loyalty](#), and [due care](#).

1. A [pension plan in crisis](#). Since the inception of the Jazz for Peace™ Benefit Concert Series Grant Program in 2003 the AFM pension has been in a continuous demise taking it all the way down to the [current announcements](#) on January 25 and February 27, 2019 informing us that we are now on brink of inevitable and radical cuts that will effect the Pension amounts of every Local 802 Member along with AFM members nationwide and internationally. However, Jazz for Peace™ events going as far back as 2006 have been known to raise as much as \$250,000.00 in a single evening for organizations and causes that had less than a fraction of Local 802's knowledge of how to make the most out of a World Class Cultural Event using the Art Form of Jazz as the main entertainment and cultural attraction. By denying a good faith presentation of this program followed by the question & answer period that combined offers the bare minimum needed to understand this program well enough to even begin the process to fully identify its potential and set the process for funding approval in motion, AFM Local 802 did not act in good faith and "in the best interest of the corporation" in this case being Local 802 and the AFM as a whole. Yet year after year after year as the pension crisis grew ever more dire the Union increased its pleas in its member outreach publications to the point of literally begging for "New and Fresh Ideas" from Members and offering an "open door policy" to review such while in private doing completely [the opposite](#). And in addition to the dire pension news, an article on Page 4 of the February 2019 edition of Local 802 publication Allegro has the current 802 President (Adam Krauthamer) admitting that "the prior administration left us with a budget deficit of over \$600,000.00 for calendar year 2018 alone".
2. Steady Year over Year declines in Membership [dating all the way back to 2002](#). In addition to it's proven record of helping outstanding causes, organizations [and artist projects](#), Jazz for Peace™ offers free Grant Administration services in order to assist all Local 802 & AFM Members who wish to have the opportunity to qualify, thereby bringing added value for current members to continue their yearly dues as well as a bonafide selling point to an entire younger generation of musicians who see no value in joining our union. It is for this and many other reasons that a reply from a Local 802 Employee that the opportunity "[Sounds too good to be true](#)", as told to Jazz for Peace [in this email](#) (see Exhibit 1 Page 2) sent by the Local on October 10, 2013, without ever scheduling any sort of in person meeting or presentation in order to meet the minimum requirements necessary for understanding and implementation, simply does NOT qualify Local 802 for Business Judgement Rule Protection from justice in this matter.
3. [Less and Less work under contract](#). Less work under Union contract means less performance monies going to the pension fund, less incentive for current members to renew, less opportunities to consider for new members to join, less membership money being paid to the union, etc. The combination of which setting off a domino effect of negative results in every aspect of Union function from influence to bargaining power. Yet the Jazz for Peace proposal was the only such opportunity presented to the union that creates completely new Union contract performance opportunities [without competing with or replacing already existing ones](#). In light of the problems facing our Union with regards to this deficiency, there is simply no possible justification of [fiduciary duty](#) which includes [good faith](#), [loyalty](#),

or [due care](#) that could possibly ignore, undermine or prevent such legitimate opportunities to provide MORE work under contract as [this proposal](#) has offered for so many years.

4. This complaint which includes [well documented](#) communications spanning over a decade in combination of all three points above convincingly reveals the decisions of directors in some instances given by them UNDER OATH who have not performed their duties (1) in [good faith](#); (2) with the care that an ordinarily prudent person in a like position would exercise under similar circumstances; and (3) in a manner the directors reasonably believe to be in the best interests of the corporation. **This meticulous archive and the fact that these officers have actually admitted to committing these offenses UNDER OATH when combined with all of the additional reasons outlined above thoroughly disqualifies AFM Local 802 from Business Judgement Rule Protection.**

SUMMARY: While it is indeed true that Jazz for Peace is [not the first to notice](#) (and thereby for which precedent exists) this blatant disregard by AFM for the laws which govern fiduciary duties and obligations, the evidence I refer to in this document shows that no reasonable business could take the actions that this business took. Business judgment cases are very difficult because there are thousands of ways to exercise such judgment and even though they may not be the best way, as long as they are reasonable the court will not find against the business. However, in this extraordinary instance, AFM Local 802 intentionally went down this path and in doing so each of these actions contributed to in the worst case the demise and in the least worst instances had a [clearly negative impact](#) on their own business. None of the decisions they made regarding this matter would be reasonable in the business world and the detailed information above is proof that no reasonable business person would have done so.

Lastly, one final [FAQ](#): Do you really think this highly acclaimed Empowerment Grant that has already helped over 850 of the worlds most outstanding causes ([Click HERE to see](#)), **as well as outstanding musical artists from as far away as Helsinki, Finland** ([Click HERE to see](#)) **should NOT be presented to Union members right here in NYC** so that possibilities can be explored via this Grant to:

- A. Give membership more value (by offering the opportunity to all members and their artistic projects)
- B. Create more union work under contract
- C. Generate much needed income for Union programs
- D. Appeal to an entire younger generation of musicians who see no value in joining the union

and MORE

to a Union that not only readily admits they are in grave decline in each of the above areas but also routinely pleads to the general membership for exactly such help?

Your answer is very much appreciated.

Rick DellaRatta, Member - AFM local 802 / Founder, Jazz for Peace™ - Watch or Read: See how Jazz For Peace funding can help outstanding causes on the Bruce Hurwitz Show "[MEET THE EXPERTS!](#)" or simply [Click HERE](#) to read the Easy ABC Steps for funding approval and complete Easy Letter A now in minutes.

From: JFP Admin <info@jazzforpeace.org>
Subject: Funds for our outstanding Local 802 Members!
Date: April 9, 2020 at 5:13:12 PM EDT
To: akrauthamer@local802afm.org

2021 Life after COVID-19 Series: April 2020 Breaking News! ~ First Ever Jazz for Peace™ Event in Nigeria and worldwide Cybercast to be held at the prestigious NAOWA Event Centre in Asokoro, Abuja betw. February 13 - 27, 2021 to benefit The Values String in partnership with The Peace Agenda Summit. Sponsors already include Bolude Ibitolu, EddyLiz Nigeria Ltd., Gracehill Insurance Brokers Ltd., Mutual Alliance Mortgage Bank, Crystal Plates, NAOWA Event Center - For more info about this event and how to obtain these funds for YOUR outstanding cause click here: <https://www.prlog.org/12816183-jazz-for-peace-2021-life-after-covid-19-series-presents-rick-dellaratta-live-in-nigeria.html>

Dear Adam,

As part of our 2021 Life After Covid-19 Series and 20th Anniversary Celebration of our Landmark Concert at the United Nations (<https://jazzforpeace.org/un/>) we would like to bring this funding opportunity to ALL Local 802 Members for the very first time in 2021.

It will surely raise a great deal of funds for our outstanding Local 802 recipients!

With this in mind, please let us know when you would like to go over the details for this Grant and our easy funding process.

Best Regards,

John De Angelis, Grant Administrator / Debra R Cerritelli, Senior Event Coordinator / Rick DellaRatta, Founder - Jazz for Peace™ - 400 W43 Street NY NY 10036 www.jazzforpeace.org
phn: 646-709-2950

ADDITIONAL INFO:

A Jazz for Peace Grant provides a "Helpful Step Forward" to a Grant recipient in the following 6 ways:

1. EXPAND your Donor and Support (Fan) Base
2. Thank, reward, honor and REJUVENATE the supporters you already have.
3. Obtain more Sponsors!
4. New & PRESTIGIOUS supporters.
5. Greater Publicity and Awareness.
6. And last but not least – to be better FUNDED.

These are the 6 Branches of our Empowerment Tree that we grow for each Grant recipient as detailed on our Grant Benefits Page (<https://jazzforpeace.wordpress.com/about/>).