

TITLE 6. GOVERNANCE

•

DIVISION 2. MEETINGS

Chapter 1. Meetings of the Board of Governors

Rule 6.50 Regular and special meetings; quorum; board committees

(A) Regular meetings of the Board of Governors and board committees are held between annual meetings of the State Bar and calendared by board resolution.

~~(A)~~(B) Board committees subject to these rules include advisory committees, commissions or subcommittees consisting of three or more persons if created by formal action of the board or a member of the board as authorized by these rules.

~~(B)~~(C) Between regular meetings, special meetings of the board are called by the President or twelve governors of the board¹ and special meetings of board committees are called by their chairs. Special meetings include ~~unnoticed special and~~ emergency meetings permitted called with shortened notice under these rules² and meetings of the board called by the Secretary under rule 6.42.

~~(C)~~(D) A quorum is a majority of the board or a board committee. A meeting must have a quorum to convene and to take official action. If the quorum is lost because members subsequently depart, the meeting may continue and the body may take official action by a majority of the quorum.

(E) Meetings of the board and board committees must be held at the State Bar offices in San Francisco or Los Angeles, absent a majority vote of the board to meet elsewhere in California or a two-thirds vote to meet outside the state.

~~(D)~~(F) Votes of the board and board committees may not be taken by secret ballot.

~~(E)~~(G) Board committees

¹ See also Bus. & Prof. Code § 6027.

² State Bar rule 6.5 21(B).

- (1) Standing committees³ of the Board of Governors are appointed by the President subject to the approval of the board.
- (2) For open meetings of a board committee and those closed under Business & Professions Code section 6026.5, governors who are not members of the committee may attend and participate, but they may not vote. If a quorum of board members is present at a board committee meeting, the meeting is a meeting of the board as a whole but no formal action by the full board may take place.

Rule 6.50 adopted effective May 16, 2008.

Rule 6.51 Notice, ~~and~~ late items, ~~and emergency meetings~~

(A) Notice of meetings

- (1) Notice of regular and special meetings of the board and board committees must be posted on the State Bar Web site ~~and available in the lobbies of the State Bar's offices in San Francisco and Los Angeles~~ no fewer than five-ten days before the meeting, unless a special meeting is called with less notice for one of the authorized purposes set forth in these rules. The notice must include the date and place of the meeting, its agenda, and its starting time. The agenda must contain a general description of the items of business to be transacted or discussed in either open or closed session. A general description of an item need not exceed twenty words. No item may be added to the agenda subsequent to the provision of notice, unless otherwise permitted by these rules.
- (2) Notice of ~~special~~ meetings by teleconference must include the location at the State Bar's San Francisco and Los Angeles offices where the public may access the teleconference.
- (3) Notice of meetings of board committees must include the following statement:

The Rules of the State Bar permit board members who are not committee members to participate but not vote in a board committee meeting. If a quorum of board members is present, the meeting is a meeting of the board as a whole but no formal action by the full board may take place.⁴

³ Board of Governors' Resolution, October 2001 Action Plan/Report.

~~⁴ State Bar rule 6.50(E)(2).~~

(4) Any person may subscribe to receive notice of meetings by e-mail or first class mail. Subscriptions must be renewed annually. ~~The Secretary may charge reasonable fees to those requesting notice by mail.~~

(B) No item may be added to an agenda after the ~~five~~ten-day notice period ~~and no meeting may be called without notice except unless:~~

(1) a majority of the board or board committee votes that an emergency exists, as defined in Rule 6.52(B); or

(2) two-thirds of the board or board committee, or if less than two-thirds are present, all those present, vote that there is a need to take immediate action subsequent to the agenda's being posted pursuant to this rule; and

~~(B) (3) notice of the additional item to be considered is provided to each member of the board or board committee and to all persons who have requested notice of meetings as soon as practicable after determination of the need to consider the item is made, provided that the notice is transmitted at least forty-eight hours before the time of the meeting specified in the notice. in an emergency. An emergency means those circumstances that call for immediate action before the next regular meeting of the board or board committee. If an emergency can be resolved by unanimous consent without discussion, the board or board committee may act by fax poll, email, or other electronic means without meeting. A report of action taken in emergencies must be made at the next regular meeting and indicated on its agenda.~~

Rule 6.51 adopted effective May 16, 2008.

Rule 6.52 Special and Emergency Meetings

(A) Special meetings

(1) A special meeting may be called by the President or a majority of the board or a board committee with less than ten days notice for one of the following purposes where compliance with the ten day notice period would impose substantial hardship or where immediate action is required to protect the public interest for any of the following reasons:

(a) to consider pending litigation.

(b) to consider proposed legislation.

(c) to consider issuance of a legal opinion.

(d) to consider disciplinary action involving a public officer or employee.

(e) to consider the purchase, sale, exchange, or lease of real property.

(f) to consider license examinations and applications.

(g) to consider its response to a confidential final draft audit report from the Bureau of State Audits.

(h) to provide for an interim Executive director upon the death, incapacity, or vacancy in the office of the executive officer.

(2) Notice of a special meeting called for one of the purposes specified above, must be provided to each member of the board or board committee, to all parties that have requested notice of meetings, and to all media routinely contacted as soon as practicable after the decision to have a special meeting has been made, and provided that the notice is transmitted at least forty-eight hours before the time of the special meeting. Notice must also be posted on the State Bar Web site. The notice must comply with Rule 6.51 (A)(1).

(3) At the commencement of a special meeting under this rule, the board or board committee must make a finding in open session that the delay necessitated by providing a ten day notice would cause a substantial hardship or that immediate action is required to protect the public interest. The finding must set forth the specific facts that constitute the hardship or impending harm to the public interest. The finding must be adopted by a two-thirds vote of the board or board committee, or, if less than two-thirds of the members are present, a unanimous vote of those members present. The finding must be posted on the State Bar Web site. Failure to adopt the finding terminates the meeting.

(B) Emergency meetings

(1) In the case of an emergency involving matters upon which prompt action is necessary due to the disruption or

threatened disruption of public facilities, the board or a board committee may hold an emergency meeting without complying with the notice requirements of these rules, except that

(a) all media that have requested notice of meetings must be provided notice by telephone no less than an hour before the meeting; and

(b) the notice must be posted on the State Bar Web site as soon as possible after the decision to call an emergency meeting has been made.

(2) For purposes of this rule, "emergency" means the following, as determined by a majority of the members of the state body during a meeting prior to the emergency meeting, or at the beginning of the emergency meeting.

(a) work stoppage or other activity that severely impairs public health or safety; or.

(b) crippling disaster that severely impairs public health or safety;

(c) or both.

(3) As soon after the emergency meeting as practicable, the minutes of the meeting, a list of those provided notice, a copy of the rollcall vote, and any action taken at the meeting must be posted for a minimum of ten days in the San Francisco and Los Angeles offices of the State Bar and also made available on the State Bar Web site for a minimum of ten days.

Rule 6.53 Conditions to attendance; audio or video recording of proceedings; opportunity for public address

(A) Attendees at a meeting of the board or board committee must comply with standard building security procedures, but otherwise no person may be required, as a condition of admission to the meeting room, to register his or her name, provide other information, complete a questionnaire, or otherwise fulfill any condition precedent to his or her attendance. If an attendance list, register or similar document is circulated or posted, it must state clearly that completion of the document is voluntary and not a condition to attendance.

(B) Any person attending a board or board committee meeting has the right to record the proceedings unless the board or board

committee reasonably finds that the recording cannot be made without noise, illumination, or obstruction of view that would constitute a persistent disruption of the proceedings.

(C) The State Bar must provide an opportunity for members of the public to directly address the board or a board committee on each agenda item. This requirement is not applicable if the item has already been considered by the board or board committee at a public meeting where the public was afforded the opportunity to address the committee regarding the item, unless the item has been substantially changed since that meeting. The State Bar may establish reasonable conditions for public comment including when during a meeting public comment will be allowed, limits on the total amount of time allocated for public comment on an issue and for each individual speaker. The State Bar shall not prohibit public criticism of its policies, programs or services. Nothing in this rule confers any privilege or protection for expression beyond that otherwise provided by law. This provision is not applicable to closed sessions of the board or board committees.

Rule ~~6.524~~ Open meetings

(A) For purposes of these rules, "meeting" includes any congregation of a majority of the members of the Board of Governors or board committee at the same time and place to hear, discuss, or deliberate upon any item that is within the board's jurisdiction, but does not include:

(1) meetings of other state, local, or private organizations or bodies, conferences, or social or ceremonial occasions, if a majority of the members do not discuss among themselves business of a specific nature that is within the subject matter jurisdiction of the board or board committee.

(2) the attendance of a majority of the members of the board at a board committee meeting, if the board members who are not members of the board committee attend only as observers.

(A) Except as permitted by these rules or by law, meetings of the Board of Governors and board committees must be conducted openly where the public may attend and hear the discussions.⁵ A majority of the board or a majority of a board committee is prohibited from

⁵ See B&P Code § 6026.5.

otherwise discussing in person, by the use of technology, or directly or indirectly by any other means, matters within the purview of the board or board committee.

- (B) A meeting of the board or a board committee may be conducted by teleconference, provided that the public may listen to the teleconference at the San Francisco and Los Angeles offices of the State Bar. Votes taken during a teleconference meeting must be by roll call.
- (C) If a meeting is willfully disrupted and order cannot be restored, the disruptive individuals may be removed and the meeting continue. The press or other news media, except those who have participated in the disturbance, may continue to attend the meeting.

Rule 6.52 adopted effective May 16, 2008.

| Rule 6.5~~53~~ Closed sessions

- (A) The board and board committees may meet in closed sessions under section 6026.5 of the Business and Professions Code. In addition, a board committee when not meeting as a committee of the whole may meet in closed or executive session not open to the public for any of the following reasons:
 - (1) to receive advice of counsel or to consider matters privileged under the law;
 - (2) to confer with a State Bar representative during negotiations with union and non-union employees; or
 - (3) to confer with a State Bar representative before the purchase, sale, exchange, or lease of real property.
- (B) Before going into closed session, the President, committee chair, or governor presiding over the meeting, must state the legal authority and reasons for the closed session. In the closed session, only matters covered by the statement may be considered.
- (C) The Secretary or designated staff must keep confidential minutes and records of the closed sessions.

Rule 6.53 adopted effective May 16, 2008.

| Rule 6.5~~64~~ Board records

- (A) Agendas, minutes of open meetings, and written materials considered in any discussion or action by the board or board committees during open sessions, are public records. The Secretary may make these records available on the State Bar Web site. Any person may receive a printed copy of these records upon request and payment of reasonable fees for the cost of reproduction and mailing. Nothing in this rule requires disclosure of records for which disclosure is exempt or prohibited by law.

- (B) Any recording of an open meeting made under these rules will be available for inspection for up to thirty days after the date of recording.

| *Rule 6.54 adopted effective May 16, 2008.*

TITLE 6. GOVERNANCE

▪

DIVISION 2. MEETINGS

Chapter 2. Meetings of State Bar Committees

Rule 6.60 In general

Unless these rules provide otherwise, rules applicable to meetings of the Board of Governors apply to meetings of Board-appointed committees or commissions of three or more persons that exercise any authority delegated by the board act on its behalf (in this chapter, "Boardboard-appointed bodies"). ~~These committees are listed in Appendix B. The Commission on Judicial Nominees Evaluation are not board-appointed bodies subject to these rules.~~

Rule 6.60 adopted effective May 15, 2009.

Rule 6.61 Open meeting policy

Meetings of Board-appointed bodies are open to the public unless closed pursuant to rule or law. ~~Meeting space for members of the public may be limited and the State Bar is not obligated to provide seating for all members of the public in attendance.~~

Rule 6.61 adopted effective May 15, 2009.

Rule 6.62 Closed sessions

- (A) In addition to the rules governing meetings of the Board of Governors, a Board-appointed body may also meet in closed session to discuss, deliberate, or take action upon
- (1) matters designated confidential by its charge, these rules, or otherwise by law;
 - (2) matters related to the character, competence, or physical or mental health of an individual;
 - (3) allegations of criminal or professional misconduct;
 - (4) applications, petitions, requests, investigations, opinions, complaints, recommendations, or reports regarding specific cases or programs;

- (5) proposals, negotiations, or discussions related to contractual, labor, business, or legislative matters;
 - (6) matters related to the development, administration, or grading of an examination; or
 - (7) matters relating to internal management of the Board-appointed body.
- (B) State Bar staff and others who are reasonably necessary for consideration of a closed session matter may attend the closed session at the discretion of the body's chair.

Rule 6.62 adopted effective May 15, 2009.

Rule 6.63 Committee records exempt from disclosure

- (A) The following records are exempt from disclosure:
- (1) Records directly relating to matters that would be exempt from disclosure at meetings of the Board or a board committee.
 - (2) Records exempt or prohibited from disclosure by court decisions, Rules of Procedure of the State Bar, federal or state law relating to privilege and privacy.
 - (3) Written memoranda prepared for the Board-appointed body by the Office of General Counsel, or outside counsel, related to advice, litigation, or claims.
 - (4) Drafts, notes, or memoranda which are not distributed in the course of committee business.
- (B) Nothing in these rules prevents the board from opening records to public inspection, unless disclosure is otherwise prohibited by law.
- (C) The Board-appointed body must cite the express authority under which the record is exempt from disclosure.

Rule 6.63 adopted effective May 15, 2009.