

# AGENDA ITEM

JAN 54-111

**DATE:** December 21, 2011

**TO:** Members, Board Committee on Operations  
Members, Board of Governors

**FROM:** Starr Babcock, General Counsel  
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**SUBJECT:** Amendments Under SB 163 to the Procedure for  
Election of Officers and Other Related Provisions

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## EXECUTIVE SUMMARY

Senate Bill 163 (Statutes 2011, chapter 417) amended Business and Professions Code sections 6020 and 6021 regarding the officers of the State Bar and their election. This agenda item proposes changes to the board's procedures for electing the State Bar President and other officers and to a related general policy to conform to sections 6020 and 6021 as amended.

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## DISCUSSION

In addition to changing the size and composition of the Board, Senate Bill 163 (Statutes 2011, chapter 417) made revisions concerning the officers of the State Bar.

Business and Professions Code section 6020 was amended to reduce the number of vice presidents from four to one. As amended, Business and Professions Code section 6020 provides:

6020. The officers of the State Bar are a president, a vice president, a secretary, and a treasurer.

Business and Professions Code section 6021, as amended, changes the time for holding the election of State Bar officers from 270 days to 90 days before the annual meeting. In addition, it provides that the president may be elected from among any member of the board, rather than from among those members in the third year of their term. Section 6021 as amended provides:

6021. (a) (1) Within the period of 90 days next preceding the annual meeting, the board, at a meeting called for that purpose, shall elect the president, vice president, and treasurer for the ensuing year. The president, the vice president, and the treasurer shall be elected from among all members of the board.

(2) The newly elected president, vice president, and treasurer shall assume the duties of their respective offices at the conclusion of the annual meeting following their election.

(b) The term of the board president shall be one year, except that he or she may be reelected to a second one-year term as the board president.

The board's procedures for election of officers specify that: "Any modifications of these procedures for the election of officers shall occur only between the end of the Annual Meeting and the following January 31st in order to insure fairness in any subsequent election." (Board Book, tab 5, art. 1, § 3(i).) In order to implement the amendments made in SB 163 to Business and Professions Code sections 6020 and 6021, the following conforming changes are proposed for the election general policy and the procedures for election of State Bar president and other officers:

(1) that the meeting called for election of officers shall take place within the period of 90 days next preceding the annual meeting;

(2) that the president, vice president, and treasurer shall be elected from among all the board members; and

(3) that the term of the president shall be one year, except that he or she may be reelected to a second one-year term as president.

Attached is a draft of proposed amendments to section 3, subdivisions (b) and (c), of tab 5, article 1 of the Board Book. The election general policy and the procedures for election of State Bar officers are not part of the Rules of the State Bar; election procedures are internal parliamentary procedural rules of the Board. (See *People's Advocates, Inc. v. Superior Court*, 181 Cal.App.3d 316, 324, 325 (1986) (rules or resolutions which affect the selection of the officers of the Legislature are internal rules and an integral part of the parliamentary common law).) As internal rules, the Board may amend them without public comment.<sup>1</sup>

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<sup>1</sup> State Bar Rules, rule 1.10 [Public Comment] applies to proposals for the Rules of the State Bar.

If you agree with the proposed changes, it would be appropriate to adopt the appropriate resolution recommended below.

**FISCAL / PERSONNEL IMPACT:**

None.

**RULE AMENDMENTS:**

None.

**BOARD BOOK IMPACT:**

Tab 5, article 1, sections 2 and 3

**RECOMMENDATION**

It is recommended that the Board adopt the proposed amendments to the election general policy and the procedures for election of officers of the State Bar.

**PROPOSED BOARD COMMITTEE RESOLUTION:**

Should the Board Committee on Operations agree with the above recommendation, the following resolution would be appropriate:

**RESOLVED**, that the Board Committee on Operations recommends that the Board of Trustees amend the election general policy and the procedures for election of State Bar officers in the form attached hereto.

**PROPOSED BOARD RESOLUTION:**

Should the Board concur with the recommendation of the Board Committee on Operations, the following resolution would be in order:

**RESOLVED**, that upon the recommendation of the Board Committee on Operations, the Board of Trustees hereby amends the elections general policy and the procedures for the election of State Bar officers in the form attached hereto.

Attachment: proposed Section 2 and Section 3, Board Book, Tab 5, Article 1