

AGENDA ITEM
NOVEMBER 10 - Board of Trustees – October 1, 2012 Minutes

THE STATE BAR OF CALIFORNIA

MINUTES

**BOARD OF TRUSTEES MEETING
SAN FRANCISCO, CALIFORNIA
& BY CONFERENCE CALL**

MONDAY, OCTOBER 1, 2012

The Board of Trustees of The State Bar of California convened at 1:00 p.m. in open session at 180 Howard Street, Board Room, 4th Floor, San Francisco, CA 94105 and by conference call on October 1, 2012, Jon B. Streeter presiding.

The following members of the Board of Trustees were present: Lowell Carruth, Alec Y. Chang, George Davis, Samson Elsbernd, Nancy Fineman, Clark Gehlbach, Karen M. Goodman, Craig Holden, Patrick M. Kelly, Loren Kieve, Wells Lyman, Dennis Mangers, Pearl Mann, Gwen Moore, Gretchen Nelson, Heather Rosing and Mark Shem.

The following members of staff were present: Liz Avila, Starr Babcock, John Chiappetta, Mayte Diaz, Joseph Dunn, Francisco Gomez, Teri Greenman, Doug Hull, Steve Mazer, Tracey McCormick, Gayle Murphy, Sonja Oehler, Cathy Torney, Peggy Van Horn, Christine Wong, Colin Wong and Larry Yee.

Also Present: Jennifer Wada, State Bar legislative advocate and Jim Suhr, real estate consultant.

The roll-call vote was taken, and upon motion made, seconded and unanimously adopted, it was

RESOLVED, that the roll-call vote will be substituted for the vote unless otherwise noted.

Mr. Streeter called for public comment, inquiring as to whether there were persons in attendance who wished to comment on a particular item on the agenda. No one present requested comment.

- 30 Mr. Streeter thanked staff and the professionals who assisted on the project and each of the Board members, following one of the most significant transactions that the State Bar has entered into this year, if not in the history of the Bar.

Mr. Streeter advised that today the Board would see a presentation regarding the new location in downtown Los Angeles, followed by a summary of the deal points.

Additionally, the Board of Trustees would be asked to ratify the action previously taken by the Board Committee on Operations that authorized the Executive Director to execute a Purchase Sale Agreement.

He said that due diligence on the purchase had been concluded, and consequently, the matter comes before the Board for ratification.

41/41 Mr. Dunn reiterated thanks to the large team who spent weeks, months, even years on this project - James Suhr (James Suhr & Associates) – Independent Real Estate Consultant; Jarrett Fugh (Duane Morris) - Outside Counsel for real estate; Josh Gorin (Studley) – Broker; Stephen Walbridge (Studley) – Broker; Steve Mazer and Tracey McCormick. Mr. Dunn expressed that it had been a privilege to work with them. Further, Mr. Dunn thanked all of the members of the Board for their patience and diligence.

Mr. Dunn explained that for Board Committee on Operations members, the presentation would be a repeat of the September 1, 2012 Closed Session. However, the presentation had been condensed and some slides added to bring it up to date. After the presentation, questions would be taken.

Mr. Dunn noted a special thanks to Peggy Van Horn and John Chiappetta.

701 Upon motion made, seconded and unanimously adopted, it was resolved

WHEREAS, the Board Operations Committee met on September 11, 2012 and, acting on behalf of the Board of Trustees, authorized the Chief Executive Officer (CEO) and Chief Financial Officer (CFO) of the State Bar to execute a purchase and sale agreement (PSA) for purchase of the facility located at 845 Figueroa Street, Los Angeles, to house the State Bar's operations and staff:

NOW THEREFORE, the Board of Trustees hereby accepts and ratifies the September 11, 2012 action of the Board Operations Committee.

All members listed on the slip voted yes except Lowell Carruth who had expressed support for the motion, but had left the meeting before the vote was taken.

The meeting was adjourned at 2:40 p.m.

The Board may meet again at the call of the President at any time prior to the next regularly scheduled meeting of the Board, or, if no such meeting be called, at the State Bar offices, 1149 South Hill Street, Los Angeles, CA 90015, on Friday, November 16, 2012, at a time to be determined.