

# AGENDA ITEM

143 May 13

**DATE:** April 22, 2013

**TO:** Members, Planning, Program Development and Budget Committee  
Members, Board of Trustees

**FROM:** Starr Babcock, General Counsel  
Dina E. Goldman, Supervising Sr. Asst. General Counsel

**SUBJECT:** Role of State Bar Vice President

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## EXECUTIVE SUMMARY

At your March meeting, as a follow up to discussions at the January Planning Session regarding roles for State Bar officers, the Board adopted specific roles for the Treasurer and additional primary roles for the President. This item presents suggested roles and duties for the State Bar Vice President.

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## BACKGROUND

Effective in 2012, California Statutes of 2011, Chapter 417 (Cal. Sen. Bill No. 163) §§ 24, 25 ("SB 163") amended California Business and Professions Code sections 6020-6021 to identify the State Bar's officers as a President, a Vice President, a Treasurer and a Secretary. Previously, Section 6020 provided that the Bar's officers would be a President, four Vice Presidents, a Secretary and a Treasurer.

Business and Professions Code § 6024, as amended by SB 163, describes the duties and functions of officers as follows:

"The president shall preside at all meetings of the State Bar and of the board, and in the event of his or her absence or inability to act, the vice-president shall preside.

Other duties of the president and the vice-president, and the duties of the secretary and the treasurer, shall be such as the board may prescribe."

Beyond the basic duties set forth in the statute for the President and Vice President, the statute contemplates that the Board will define the role of these officers. The roles of the President and the Secretary have previously been defined by the Board. At its March meeting, the Planning,

Program Development and Budget Committee ("PPDB") and the Board adopted roles for the Treasurer and President, but deferred a decision on adopting roles for the Vice President.

## **ISSUE**

Should the Planning, Program Development and Budget Committee recommend that the Board adopt specific roles and duties for the Vice President of the State Bar?

## **DISCUSSION**

At its March meeting, PPDB considered proposals prepared by various members of the Board of Trustees for appropriate roles for the State Bar Vice President. Some members suggested that the role of the Vice President should include automatic succession to the office of President. However, since this change would also require statutory amendments, this item focuses only on defined roles for the Vice President that can be adopted by the Board.

The proposed roles and duties for the Vice President include having the Vice President serve as Co-Chair of the Board Operations Committee, having the Vice President serve as Co-Chair of the annual planning retreat (along with the Chair of PPDB, who has historically chaired the retreat), and having the Vice President serve as Chair of the Board when the President is unavailable and assume the role, duties and office of the President in the event of a vacancy.

## **FISCAL / PERSONNEL IMPACT:**

None.

## **RULE AMENDMENTS:**

None.

## **BOARD BOOK IMPACT:**

Tab 5, Article 2, Section 3

## **RECOMMENDATION**

It is recommended that the Board adopt the proposed resolution regarding roles and duties for the Vice President.

## **PROPOSED BOARD COMMITTEE RESOLUTION:**

Should the Planning, Program Development and Budget Committee agree with the above recommendation, the following resolution would be appropriate:

**RESOLVED**, that the Planning, Program Development and Budget Committee recommends that the Board define the role of the Vice President as follows:

The Vice President of the State Bar serves as: 1) Vice Chair of Board Operations; 2) Co-Chair of the Annual Planning Retreat; and 3) Chair of meetings of the Board when the President is absent and assumes the role, duties and office of the President in the event of a vacancy.

**PROPOSED BOARD OF TRUSTEES RESOLUTION:**

Should the Board concur with the Planning, Program Development and Budget Committee's recommendation, the following resolutions would be in order:

**RESOLVED**, that upon the recommendation of the Planning, Program Development and Budget Committee, the Board hereby defines the role of the Vice President as follows:

The Vice President of the State Bar serves as: 1) Vice Chair of Board Operations; 2) Co-Chair of the Annual Planning Retreat; and 3) Chair of meetings of the Board when the President is absent and assumes the role, duties and office of the President in the event of a vacancy.