

AGENDA ITEM

147 JULY 18 2014

DATE: June 16, 2014

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

FROM: Craig Holden, Vice President and PPDB Chair
Joseph L. Dunn, Chief Executive Officer

SUBJECT: Proposal for an Emeritus President or Trustee Program

EXECUTIVE SUMMARY

This item provides for the establishment and appointment of a past President of the State Bar or an outgoing Trustee to serve in the respective positions of President Emeritus or Trustee Emeritus, following the President's or Trustee's term. The President Emeritus or Trustee Emeritus status will recognize, and extend the State Bar's access to, demonstrated and extraordinary skills and unique assets useful to the next President and the Chief Executive Officer, in partnership with State Bar staff, in implementing initiatives and activities to accomplish the State Bar's public protection mission. The President Emeritus or Trustee Emeritus will not be a member of the Board of Trustees nor sit at the dais, but may attend and participate in Board meetings as needed and coordinated by the CEO and the current President.

BACKGROUND

In addition to governance and oversight of the management of the State Bar's affairs, all members of the Board of Trustees "are the primary ambassadors" representing the State Bar to its membership, voluntary bars, and members of the public—with the State Bar President serving as its primary spokesperson in relations with the Supreme Court, the Legislature, other stakeholders, wider audiences, and the general public. (See Board Book tab 5, art. 2, § 2(a)(3); tab 6, §1.) By participating in this outreach, the President and all Trustees contribute to facilitating and ensuring the successful implementation of initiatives and activities to accomplish the State Bar's mission and highest priority of protecting the public. (See Board Book tab 5, art. 2, § 2(a)(3).)

An Emeritus President or Emeritus Trustee position is not intended to merely honor a President or Trustee. Rather, and more importantly, it recognizes an individual who has demonstrated distinguished leadership, personal skills, and other unique abilities and enables the State Bar to retain their active involvement when his or her assistance is

needed to advocate to external stakeholders and facilitate the successful implementation of ongoing State Bar public protection initiatives.

DISCUSSION

The position of emeritus president or trustee allows an organization to keep a member of its governing board engaged in advancing and supporting its activities after leaving office, as well as to honor a member's exceptional services to the organization or its board. The term emeritus comes from the Latin, "emereri," meaning *to serve out one's term*. Webster's defines "emeritus" as *retired with an honorary title from an office or position*.¹ Appointment to "emeritus" status should be limited and based on the quality of service demonstrated as a board member; that is, it should be a clear recognition of distinguished service and unique abilities to continue to contribute to the mission of the organization.² The position does not create a seat or any right to vote on the organization's governing board. The emeritus president or trustee may attend and participate in meetings of the board only as provided by the governing board. However, the emeritus president or trustee is expected to be actively engaged and serve as an advocate in continuing to support the organization and its priorities.³

It is recommended that the criteria for the position of President Emeritus or Trustee Emeritus be established for the State Bar as follows.

(1) After assuming office at the Annual Meeting, the newly elected President, with the consent and approval of the Board, may designate one outgoing President or other Trustee to serve as President Emeritus or Trustee Emeritus for one year after expiration of his or her term to perform continuing duties as may be provided by the Board. There is only one designation in a year, based on the following:

(A) Exceptional and demonstrated leadership and service on the Board;

(B) Demonstrated effective leadership and service in partnership with staff and external stakeholders advancing initiatives and implementing the mission of the State Bar;

(C) Exceptional communication skills and demonstrated ability to establish and enhance relations with all stakeholders, particularly organizations and individuals among the historically under-represented diverse communities in the State; and

¹ <http://www.merriam-webster.com/dictionary/emeritus>

² Association of Governing Boards of Universities and Colleges, What's the role of an emeritus trustee? <http://aqb.org/knowledge-center/faq/what%E2%80%99s-role-emeritus-trustee>

³ *Id.*; compare *Robert's Rules of Order Newly Revised* § 47, at 463 (11th ed. 2011) ("honorary president" who is elected at time of retirement from office for the purpose of honoring the person; it is an honorary office that is not in fact an office, but a complimentary title only).

(D) The need for the foregoing qualities, skills, and assets to advance initiatives and fulfill the State Bar's public protection mission.

(2) The term of the President Emeritus or Trustee Emeritus is one year, commencing upon appointment at the end of the Annual Meeting, and may be renewed as needed, but there will be no more than one emeritus official serving at any time. Each year after the last regular meeting of the Board before the Annual Meeting, the Chief Executive Officer and the President Elect may consult on the designation of a President Emeritus or Trustee Emeritus. A nomination may be presented to the Board during the Annual Meeting, and the Board may appoint or reappoint the President Emeritus or Trustee Emeritus.

(3) The President Emeritus or Trustee Emeritus is not a member of the Board, and his or her attendance and participation at Board meetings and in other activities and functions are to be coordinated by the President and the Chief Executive Officer.

FISCAL / PERSONNEL IMPACT:

Travel expenses and cost related to the activities.

RULE AMENDMENTS:

n/a

BOARD BOOK IMPACT:

New subsection (e) to Tab 5, Article 2, Section 2.

RECOMMENDATION

It is recommended that the Board create a President Emeritus or a Trustee Emeritus position to be filled when the Board may designate.

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 establish a President Emeritus or a Trustee Emeritus, as provided in the attachment hereto.

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 approves establishment of a President Emeritus or a Trustee Emeritus, as provided in the attachment hereto.

ATTACHMENT A
EMERITUS PRESIDENT OR TRUSTEE

[To be added to Board Book, tab 5, § 2, as new subsection (e).]

(e) President Emeritus or Trustee Emeritus.

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