

AGENDA ITEM

111 MAY 2016

DATE: April 20, 2016

TO: Members, Board Executive Committee
Members, Board of Trustees

FROM: Dina Goldman, Office of General Counsel

SUBJECT: Board Policy Manual Phase I Cleanup
[Section 1 The State Bar of California] [Section 2 The Board of Trustees]
[Section 3 Legal and Legislative Policies and Procedures]
[Section 4 Finance]

EXECUTIVE SUMMARY

This memorandum submits initial updates to the contents of the Board Book resulting from the Board's July 2015 adoption of a new organizational structure (**Attachment A**). Updates include transferring material from the existing 24-tab Board Book into the new 5-section organizational structure and making other non-material edits such as correcting clerical errors; clarifying grammar; conforming to current board policy; updating references or citations; and similar editorial changes.

BACKGROUND

The State Bar of California's Board of Trustees Policy Manual (commonly known and referred to as the "Board Book") was adopted in September 2004 as a compilation of statutes, Rules of the State Bar, and other policies and procedures adopted by Board resolutions that govern the operations of the Board and its oversight of the State Bar. The Board Book is intended to be a source book for the Board and State Bar staff to readily find these various provisions.

In July of 2015, the Board requested a review of the Board Book with the goal of updating it, making it more user-friendly and better organized. The ultimate goal is to make the Board Book available to the public to increase transparency and knowledge regarding the State Bar.

DISCUSSION

The Board Book is currently divided into 24 Tabs, which contain some overlapping categories and content. Staff worked with Trustees Pasternak and Mendoza to produce a new organizational structure that includes 5 broad sections with related information appearing in Tabs and Subsections within the broader overall category. The strategy in developing this organizational structure was to make the Board Book more logically structured, make it easier to find materials within the Board Book, and avoid duplication.

In July 2015, the board approved the new organizational structure and directed staff to present proposed edited content for each section to the Board for its approval.

PHASE I CLEANUP

Given the amount of material that needs to be reviewed and updated, staff has broken the revision process down into two phases. **Phase I** will reorganize the material from the existing 24 tabs into the new 5-section organizational structure as follows:

Section 1: The State Bar of California.

This section includes basic information regarding Bar's mission, goals, strategic plan, and authorities related to staffing, human resources, performance evaluations performed by the Board, and lines of authority.

Section 2: The Board of Trustees.

This section includes all relevant authorities relating to the Board of Trustees, including structure, terms, election and appointment information, officer election procedures, responsibilities, meeting procedures, and Board Committee structure and charters.

Section 3: Legal and Legislative Policies and Procedures.

This section includes all relevant authorities regarding legal restrictions and policies, including conflicts, claims procedures, amicus curiae participation procedures, public comment, public communications, and procedures regarding legislative positions of the Board and Sections.

Section 4: Finance.

This section includes all authorities related to financial management and fiscal policies, including budgets, travel and expense policies, contracts, and investment policy.

Section 5: State Bar Committees, Commissions and Sections.

This section includes general information about committees, commissions and sections, including charges for committees and commissions, appointments policies and procedures.

Staff will review each section to correct clerical errors, clarify grammar, conform language to current board policy and update references and citations. The goal is to reorganize the existing content with the sole intent of removing duplication, streamlining and ensuring that all policies are consistent with what the board has previously adopted.

PHASE II POLICY REVIEW

Phase II will involve board/staff review of existing policies to determine whether any substantive changes should be made. Any policy changes will go through the regular agenda process:

1. Identify the appropriate committee and staff to research and revise the policy.
2. Submit to the committee for action, including a request to release for public comment if needed.

3. Final submittal to the committee and the board for adoption.

This item presents the updated content for:

Section 1: The State Bar of California as 3 Tabs (**Attachment B**):

- Tab 1.1 The State Bar of California – A Judicial Branch Agency
- Tab 1.2 Strategic Planning
- Tab 1.3 Staffing

Section 2: The Board of Trustees as 6 Tabs (**Attachment C**):

- Tab 2.1 General Authority of the Board of Trustees
- Tab 2.2 Election and Appointment of the Board of Trustees
- Tab 2.3 Officers
- Tab 2.4 Board of Trustees Member Responsibilities
- Tab 2.5 Meetings of the Board of Trustees
- Tab 2.6 Board Committees and Task Forces

Section 3: Legal and Legislative Policies and Procedures as 7 Tabs (**Attachment D**):

- Tab 3.1 Conflicts of Interest
- Tab 3.2 Claims Against the State Bar
- Tab 3.3 Collection Policy for Court-Ordered Discipline Costs and CSF Obligations
- Tab 3.4 Amicus Curiae Participation
- Tab 3.5 Legislative Policies and Procedures
- Tab 3.6 Public Comment
- Tab 3.7 Public Communications

Section 4: Finance as 5 Tabs (**Attachment E**):

- Tab 4.1 Fiscal
- Tab 4.2 Travel and Business Expense Policy
- Tab 4.3 Contracts
- Tab 4.4 Investment Policy
- Tab 4.5 Use of State Bar Meeting Rooms and Facilities Policy

The Tabs are redlined to show changes. Comments on the changes are in the footnotes.

FISCAL/PERSONNEL IMPACT

None.

RULE AMENDMENTS

None.

BOARD BOOK IMPACT

Board Policy Manual - Section 1: The State Bar of California, Tabs 1.1, 1.2, and 1.3; Section 2: The Board of Trustees, Tabs 2.1, 2.2, 2.3, 2.4, 2.5, 2.6; Section 3: Legislative and Legal Policies Tabs 3.1, 3.2, 3.3, 3.4, 3.5, 3.6, 3.7; Section 4: Finance, Tabs 4.1, 4.2, 4.3, 4.4, 4.5.

BOARD COMMITTEE RECOMMENDATION

The Board Executive Committee recommends that the Board of Trustees approve the following resolution:

RESOLVED, that the Board of Trustees approve changes to Section 1 of the Board Book, Tabs 1.1, 1.2 and 1.3; Section 2, Tabs 2.1, 2.2, 2.3, 2.4, 2.5, 2.6; Section 3, Tabs 3.1, 3.2, 3.3, 3.4, 3.5, 3.6, 3.7; Section 4, Tabs 4.1, 4.2, 4.3, 4.4, 4.5 as presented to the board this day; and it is

FURTHER RESOLVED, that the Board of Trustees authorizes staff, in finalizing the contents of Section 1, 2, 3 and 4 to make necessary corrections, conforming changes, and other non-substantive amendments to the content approved to the extent that it effectuates the intent of the policy statements, subject to the review and approval of the Office of General Counsel.

ATTACHMENT(S) LIST

- A.** Board Book Organizational Structure (adopted July 2015)
- B.** Section 1 (Tabs 1.1, 1.2, 1.3)
- C.** Section 2 (Tabs 2.1, 2.2, 2.3, 2.4, 2.5, 2.6)
- D.** Section 3 (3.1, 3.2, 3.3, 3.4, 3.5, 3.6, 3.7)
- E.** Section 4 (4.1, 4.2, 4.3, 4.4, 4.5)