

## **AGENDA ITEM**

**NOVEMBER 10 - Board of Trustees – October 2, 2016 Open Minutes**

### **THE STATE BAR OF CALIFORNIA**

#### **OPEN MINUTES**

#### **BOARD OF TRUSTEES MEETING**

#### **SAN DIEGO, CALIFORNIA**

**October 2, 2016**

The Board of Trustees of The State Bar of California convened in open session at 8:15 am at the Marriott Marina and Marquis San Diego, Marina Ballroom D, 333 West Harbor Drive, San Diego, California, Saturday, October 2, 2016, James Fox presiding.

The following members of the Board of Trustees were present: Janet Brewer, Mark Broughton (arrived after roll call), Michael Colantuono, Glenda Corcoran (arrived after roll call), Terry Flanigan, Renée LaBran, Joanna Mendoza, Danette Meyers, Richard Ramirez, Sean SeLegue, Stacie Spector, Brandon Stallings, Alan Steinbrecher and Todd Stevens (arrived after roll call).

The following members of the Board of Trustees were absent: Jason Lee.

The following members of staff were present: Saul Bercovitch, Francisco Gomez, Teri Greenman, Vanessa Holton, Dag MacLeod, Elizabeth Parker, Leah Wilson, Pam Wilson and Christine Wong.

Also present: Samuel C. Bellicini, attorney and member, Association of Discipline Defense Counsel, Jeff Hayden, Incoming Chair, Conference of California Bar Associations, Phyllis Kupferstein, Incoming Vice-Chair Conference of California Bar Associations, John Van de Kamp, Los Angeles Delegate, Conference of Delegates.

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.

All members listed on the slip voted yes.

Todd Stevens entered the meeting.

- 1 Mr. Fox called for public comment, inquiring as to whether there were persons in attendance who wished to comment on a particular item on the agenda.

*#704 Annual Meeting Structure*

Jeff Hayden, Phyllis Kupferstein and John Van de Kamp provided comment on item #704 Annual Meeting Structure. They stated it is important that the Conference of California Bar Associations be able to continue to meet with the State Bar at the Annual Meeting and that the Annual Meeting structure should be fully discussed with all stakeholders. They requested that the hotel contracts for the 2017, 2018 and 2019 Annual Meetings not be cancelled.

Samuel Bellicini provided comment on the issue of “optics” and transparency and the importance of inviting stakeholders to participate in the process of lawmaking.

30 Mr. Fox outlined the goals for his term as President. He stated that the State Bar is taking the reforms initiated at the January 2015 planning session very seriously.

In addition to bringing in three new leaders, the State Bar is responding to public protection concerns expressed by the legislature. Protection of the public includes prevention, education, elimination of bias and access to justice.

Mr. Fox also spoke about the importance of the Lawyer Assistance Program (LAP) and the possibility of expanding it to help law students.

Mr. Fox stated he would like to utilize the Governance in the Public Interest Task Force Report as a roadmap for where the agency should go. The 2017 planning session will include a discussion of the 2017 mandated report which is due in the Spring of 2017.

Mr. Fox is looking forward to collaborating with the board and hopes all Trustees will provide both input and criticism.

30-1 Upon motion made, seconded and unanimously adopted, the 2016-2017 board committee assignments were approved as presented.

All members present and recorded on the roll-call slip voted yes.

30-2 This item was deferred to the November 18, 2016 Board of Trustees meeting.

40 Ms. Parker, Executive Director, welcomed incoming Trustees Mark Broughton, Richard Ramirez, Sean SeLegue and Alan Steinbrecher to the board and congratulated Mr. Fox on his Presidency.

Ms. Parker read the public protection language that was added to statute in 2012:

B & P Code §6001.1. Protection of the public shall be the highest priority for the State Bar of California and the board of trustees in exercising their licensing, regulatory, and disciplinary functions. Whenever the protection of the public is inconsistent with other interests sought to be promoted, the protection of the public shall be paramount.

Ms. Parker stated that public protection was not adequately a true focus until recently, and it is an important lens for making decisions regarding the Bar. A clear definition of public protection is necessary, and will be addressed by the Board in 2017.

Ms. Parker reiterated Mr. Fox's statement that the Governance in the Public Interest Task Force Report will serve as a road map for transformational reform.

50 All items on the consent agenda were presented to the Board, and no objection being raised thereto, the following items on the consent agenda were deemed unanimously adopted.

50-1 RESOLVED, that authority heretofore granted to persons to sign transfer orders and checks upon the various State Bar accounts and to have access to the State Bar safe deposit box is hereby revoked; and it is

FURTHER RESOLVED, that each bank in which the State Bar maintains an account or safe deposit box shall be furnished a copy of this resolution and be notified that the Executive Director, Chief Operating Officer, Chief Financial Officer, Director of General Services and Director of Human Resources, who are now so authorized to purchase and sell securities, sign withdrawal orders, transfer orders and checks and authorize transfer of funds from one State Bar account to another State Bar account, are as follows:

Elizabeth Parker	Executive Director
Leah Wilson	Chief Operating Officer
Christine Wong	Chief Financial Officer
Steven Mazer	Director of General Services
Gilda Munoz	Director of Human Resources

Signatures required for various transactions are:

For checks drawn on a commercial account:

- (a) Any single check of \$75,000.00 or more requires the manual signatures of any two of the positions listed above.
- (b) Any single check less than \$75,000.00 may be processed through a check signing machine utilizing a signature plate engraved with the name of the Executive Director.

Authority is hereby granted to any two of the above persons to open cash accounts for the State Bar of California at securities brokerage firms and to place orders in such accounts to purchase and sell securities.

Transfer of funds from one State Bar account to another State Bar account, whether requested by telephone, internet, fax, orally or in writing requires the signature of any two of the persons listed above.

In addition, for checks drawn on the Los Angeles commercial account:

- (a) Any single check less than \$3,000.00 requires the signatures of one of the following:

Steven Mazer, Director of General Services  
Gilda Munoz, Director of Human Resources  
Greg Shin, Director of Operations and Management, Admissions

- (b) Any single check of \$3,000.00 or over requires the signatures of any two of the above listed persons.

50-2 RESOLVED, pursuant to Government Code, section 1062, that each member of the Board of Trustees is granted permission to leave the State of California at any time during the incumbency of the present Board and is authorized to remain absent from the state for a period longer than 60 days.

50-3 RESOLVED, that the Board hereby expresses its appreciation and thanks to the Office of Education for its diligent and devoted work in connection with the 2016 State Bar Annual Meeting in San Diego and its contribution in making this convention a highly successful one.

RESOLVED, that the Board hereby expresses its appreciation and thanks to CEB for cosponsoring the State Bar General Session on Thursday, September 29 and its contribution in making the 2016 State Bar Annual Meeting a highly successful convention.

RESOLVED, that the Board hereby expresses its appreciation and thanks to the State Bar's Criminal Law Section for cosponsoring the State Bar Luncheon on Friday, September 30 and its contribution in making the 2016 State Bar Annual Meeting a highly successful convention.

RESOLVED, that the Board hereby expresses its appreciation and thanks to the State Bar's Business Law Section for cosponsoring the State Bar Breakfast on Saturday, October 1 and its contribution in making the 2016 State Bar Annual Meeting a highly successful convention.

RESOLVED, that the Board hereby expresses its appreciation and thanks to the State Bar Sections and CYLA, CalBar Connect, St. Francis Vineyards, Lawyers Assistance Program, Armanino LLP, Psychological Assessment, Inc. and Thomson Reuters businesses, and Mercer for their gracious assistance in connection with the 2016 State Bar Annual Meeting and their contributions in making this convention a highly successful one.

50-4 RESOLVED, that the Board hereby receives with thanks and orders filed the Canvassing Board Certificates dated March 10, 2016, for the 2016 State Bar Board of Trustees election; and it is

FURTHER RESOLVED, that the following are declared elected as members of the Board of Trustees of The State Bar of California:

Sean M. SeLeague  
Joanna Mendoza

District 1  
District 3

and it is

FURTHER RESOLVED, that the President is authorized at the 2016 State Bar Annual Meeting to report the receipt and filing of the certified count and to officially declare the results of the election.

50-5

WHEREAS, David Pasternak, President, Glenda Corcoran, Miriam Krinsky, Dennis Mangers, Gwen Moore, Hernán Vera and Terry Wiley have served this Board and The State Bar of California with devotion and distinction; and

WHEREAS, it is appropriate that the minutes of this meeting officially record the warm gratitude and respect, both personal and professional, of their fellow Board members;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby expresses to David Pasternak, President, Glenda Corcoran, Miriam Krinsky, Dennis Mangers, Gwen Moore, Hernán Vera and Terry Wiley, members of the Board of Trustees, its sincere appreciation for their admirable accomplishments and selfless efforts expended on behalf of the State Bar, and also expresses to them the high esteem and personal affection of their fellow members of the Board.

President Fox introduced the 2016-2017 board committee chairs. The new chairs gave a brief oral report on their committee goals and objectives for the upcoming board year.

111 Board Executive Committee 2016-2017: Introduction of Chair – James Fox

121 Regulation and Discipline Committee 2016-2017: Introduction of Chair – Danette Meyers

131 Admissions and Education Committee 2016-2017: Introduction of Chair – Terry Flanigan

141 Planning and Budget Committee 2016-2017: Introduction of Chair – Jason Lee

Mr. Lee was absent from the meeting.

161 Stakeholders, Access to Justice, and Appointments Committee 2016-2017: Introduction of Chair – Michael Colantuono

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

RESOLVED, “To confirm the President’s appointment of all members of the Board of Trustees to the Regulation and Discipline Committee, except for any Board members then appointed and serving on the Supreme Court’s Applicant Evaluation and Nomination Committee and until such time as the members are no longer serving on that committee.”

All members present and recorded on the roll-call slip voted yes.

702 The following members were appointed to the 2017 Governance in the Public Interest Task Force:

**Supreme Court appointments - attorney members (2):** Alan Steinbrecher, Mark Broughton

**Public members (2):** Richard Ramirez, Renée LaBran

**Elected attorney members (2):** Joanna Mendoza, Sean SeLegue

**President (1):** James Fox

Total: 7

Glenda Corcoran entered the meeting.

703 No action was taken on this item. Ms. Wilson and Mr. Bercovitch gave a report.

704 RESOLVED, that the Board of Trustees:

Directs staff to cancel the 2017 Disneyland Hotel contract; ~~and/or it is~~ **and come back to the board with alternate recommendations.**

All members present and recorded on the roll-call slip voted yes except for Janet Brewer, Renée LaBran, Joanna Mendoza, Danette Meyers, Stacie Spector and Alan Steinbrecher who voted no. Sean SeLegue abstained.

Janet Brewer and Richard Ramirez left the room.

RESOLVED, that:

Staff is directed to ~~reinstate~~ **cancel** the 2018 Marriott Hotel contract.

All members present and recorded on the roll-call slip voted yes. Michael Colantuono abstained.

Janet Brewer and Richard Ramirez entered the room.

RESOLVED, that:

Staff is directed to attempt to ~~reinstate~~ **cancel** the 2019 Portola Hotel and Spa contract.

All members present and recorded on the roll-call slip voted yes.

705 No action was taken on this item. Ms. Holton gave a report.

706 Item was withdrawn.

707 Item was withdrawn.

708 Item was withdrawn.

709 No action was taken on this item. Ms. Parker and Ms. Holton gave a report.

The Board adjourned its meeting at 1:27 p.m. and went into executive closed session.

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, 180 Howard Street, Board Room, 4<sup>th</sup> Floor, San Francisco, CA 94105, on Friday, November 18, 2016, at a time to be determined.