



THE STATE BAR OF CALIFORNIA

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MEMORANDUM

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TO: 2017 Governance in the Public Interest Task Force

FROM: Elizabeth Rindskopf Parker, Executive Director

SUBJECT: Topic C: Board Committees/State Bar Sub-entities/Other Entities

Introduction

The next Governance in the Public Interest Task Force (Task Force) meeting on March 8, 2017, will discuss Topic C described in the 2017 Task Force agenda as:

The role of the various sub-entities (e.g., committees and volunteers) and their relationship to the State Bar, along with how the Board's own committees should be structured for improved functioning.

Topic C includes two categories, Board Committees, composed exclusively of Trustees; and State Bar 'sub-entities,' made up of Trustees and others, and variously created by Board action alone or in combination with external stakeholders, or by direction in Court rule or statute. Attachments include a Board Committee chart, a State Bar sub-entity chart and a listing/description of other entities/projects to which the Board makes appointments or to which the State Bar facilitates voluntary financial contributions from members. The three attachments are designed to provide the Task Force with a comprehensive picture of the entities that assist the Board of Trustees in its governance and oversight role, the entities that carry out the work of the State Bar, and the entities with which the State Bar has a recognized relationship of some kind.

The Board Committees assist the Board of Trustees in the Board's governance and oversight role. The goal of Task Force C with respect to the Board Committees is to review each Committee's scope of work and structure, i.e., composition, size, and determine what, if any, recommendations can be made to improve the efficiency and effectiveness of these Committees.

The State Bar sub-entities serve the State Bar's various functional areas (i.e. licensing, regulation, discipline, justice, and ethics). Depending on the specific creating authority, design and responsibility, each may raise questions of: (a) appropriate Board oversight; (b) necessary and authorized fiscal and staffing support; (c) most effective structure for transparency and

accountability; and (d) whether a committee of volunteers provides the optimal structure for implementing core State Bar responsibilities.

The goal of Task Force Topic C discussion with respect to the sub-entities is, first, to identify the policy and structural changes that may be needed to ensure that the State Bar is achieving its statutory mandate to make the highest priority the licensing, regulation and discipline of attorneys. (Bus. & Prof. Code, § 6001.2.) Second, each sub-entity should be reviewed to ensure that it is appropriately structured with defined outcome measures, adequate oversight, and fiscal and staffing support. We can also take the opportunity to review the entities to which the Board makes appointments to determine whether State Bar participation is aligned with its mission. Together this assessment will bring the State Bar's public protection mandate into sharper focus.

Framework for Topic C Discussion

Questions: Review of the Board Committee, sub-entities and other entities raises the following questions:

Common Questions

1. What is the mission? Who sets it? Is it appropriate and necessary?
2. What is the relationship to the Board?
 - * Should it be strengthened? How?
 - * How is Board oversight performed and is it adequate?
 - * Does the Board liaison policy provide effective 2-way communication?
 - * Is more regular reporting to the Board or its oversight committee needed?
3. Is the structure, i.e., composition, size, suitable for its mission?
 - * What performance measures exist to measure effectiveness?
 - * Is the mission effectively being advanced?
 - * What explains performance deficiencies?
 - Individuals (lack of training, experience, commitment);
 - Structural/institutional constraints (inappropriate composition/size, outdated mission, insufficient funding/support);
 - External constraints (statutory or other impediments to better functioning).

Questions Specific to Sub-entities

1. For those created by statute, is oversight and integration complicated by:
 - * statutory size/composition requirements; or
 - * statutory funding requirements or restrictions?
2. Do other entities inside or outside the State Bar perform the same or similar functions, creating duplication?
3. Do other jurisdictions perform the sub-entity's function in a different manner?
4. What considerations are relevant to recommending a different manner of performance?
 - * What sub-entity performance problems have been identified which change might correct;
 - * Is there a factual basis for concluding that other entities inside or outside the State Bar, or other states' different manners of performance, would be more effective than the sub-entity at performing the function; and
 - * Should the Task Force seek advice from external sources?
5. Is the professional State Bar staff better suited to manage the work of the sub-entity?

Options: Possible Task Force Recommendations with respect to the Board Committees, sub-entities and other entities include:

1. Maintain Status Quo
2. Further Study – with study plan and target date for completion
3. If No Further Study Needed:
 - a. Propose change in mission, Board relationship, structure (composition/size), reporting, communication, performance measures, and/or oversight
 - b. Specific to sub-entities:
 - i. Transfer function, in whole or in part, to professional staff
 - ii. Transition function, in whole or in part, to other entity inside or outside the State Bar
 - iii. Eliminate