

AGENDA ITEM

701 OCTOBER 2017

DATE: October 6, 2017
TO: Members, Board of Trustees
FROM: Leah Wilson, Executive Director
SUBJECT: Appointment of Successor Secretary

EXECUTIVE SUMMARY

This item seeks Board of Trustees action appointing Sarah Cohen as Secretary to the Board of Trustees.

BACKGROUND/DISCUSSION

Pursuant to statute, the Secretary is to be selected annually by the Board and need not be a member of the State Bar. (Bus. & Prof. Code, § 6022.) Officers of the State Bar including the Secretary shall continue in office until their successors are elected and qualify. (Bus. & Prof. Code, § 6023.) The duties of the Secretary are prescribed by the Board. (Bus. & Prof. Code, § 6024.)

Pursuant to Board policy, the Secretary performs the following duties:

- ❖ The Secretary must keep at the main office of the State Bar a record of minutes of all meetings and actions of the Board and Board committees.
- ❖ The Secretary must give notice of all meetings of the Board as required under these rules.
- ❖ For all Board and Board committee meetings, the Secretary, in consultation with the President:
 - prepares and distributes the agenda, agenda items, committee action summaries and inventories; and
 - sets deadlines for the distribution of agenda items.

- ❖ The Secretary must keep the State Bar seal, having the words and figures “The State Bar of California – July 29, 1927,” in safe custody at the main office of the State Bar, unless otherwise ordered by the Board.
- ❖ Other duties of the Secretary are as the Board prescribes.

Typically, the position of Secretary has been filled by State Bar staff. The last few Executive Directors have assumed the role of Secretary themselves, although generally delegating much of the tasks of the Secretary to other staff.

With implementation of the recent management reorganization, it is appropriate to reconsider aligning the position of Secretary with the staff assigned to perform the duties expected of the Secretary to the Board of Trustees. The Board Support unit within the Office of Mission Advancement and Accountability, much like a traditional Secretariat, is entrusted with the central administrative duties associated with the position of the Secretary. Staff in this unit facilitate the agenda creation process, coordinate the Board meetings, maintain minutes, handle Board-related requests and inquiries from Board members and staff, and perform other duties to ensure the effective operation of the Board of Trustees. For more optimal structural and operational alignment of roles and responsibilities, the position of Secretary should be housed in this operational unit and assigned to Sarah Cohen, who recently transferred from the Office of General Counsel to lead the Board Support Unit. If the action proposed herein is approved, Ms. Cohen would assume the role of Secretary effective immediately.

FISCAL/PERSONNEL IMPACT

None.

RULE AMENDMENTS

None.

BOARD BOOK IMPACT

None.

RECOMMENDATIONS

It is recommended that the Board of Trustees appoint Sarah Cohen to serve as the Board’s Secretary effective immediately and adopt the following resolution to do so:

RESOLVED, that the Board of Trustees appoints Sarah Cohen to serve as Secretary replacing Elizabeth Parker effective with this action.