



# The State Bar *of California*

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## **OPEN SESSION**

## **AGENDA ITEM**

**JULY 2019**

## **BOARD EXECUTIVE COMMITTEE II.B**

**DATE:** July 11, 2019

**TO:** Members, Board Executive Committee

**FROM:** Kimberly DaSilva, Attorney II, Mission Advancement & Accountability Division

**SUBJECT:** Approval of "Legal Academics" as Additional Trustee Skills Matrix Category

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### **EXECUTIVE SUMMARY**

The Trustee Skills Matrix contains information about trustee skills and experience. It helps the Board of Trustees and other appointing authorities, including the Supreme Court, identify gaps in trustee experience and ability by providing them with information about the composition of the existing Board. The Board Executive Committee is responsible for maintaining and updating the matrix. At the request of the Vice-Chair of the Trustees Nominating Committee, for the reasons described below, this agenda item recommends that the Board Executive Committee approve the addition of a skill category for expertise and experience in Legal Academics.

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### **BACKGROUND**

In November 2017 the Board Executive Committee (Committee) adopted a Trustee Skills Matrix (Matrix) to help appointing authorities identify gaps in trustee experience and ability by providing the appointing authorities with information about the composition of the existing Board of Trustees (Board). In 2018 the Committee adopted two additions to the matrix: (1) the addition of a skill category for expertise and experience in Diversity issues, and (2) the addition of trustees' term expiration information.

### **DISCUSSION**

As one of the appointing authorities to the Board, the California Supreme Court (Court) appoints five attorney members. Pursuant to California Rule of Court, Rule 9.90 the Court created the Trustees Nominating Committee (TNC) to solicit, receive, screen and evaluate

applicants for appointment or reappointment to the Board, and to recommend appointees to the Court. TNC Vice-Chair, Judge James Herman, president of the Board from 2002-2003, suggested adding to the matrix a category to capture trustee expertise and experience in legal academics, given the importance of the State Bar’s admissions and law school engagement work. His suggestion also was based on the TNC’s duties set forth in Rule 9.90, requiring the TNC to determine whether applicants possess not only the statutorily enumerated qualifications, but other qualifications that may be required to carry out the duties of the Board. When recommending candidates, in order to provide for the appointment of trustees who possess a variety of experiences, Rule 9.90(a) (5) (C) recommends that the TNC consider, among other factors, “Legal Academics.” (Cal. Rules of Court, Rule 9.90(a) (5) (C).) However, Rule 9.90 does not define “Legal Academics.” In light of the fact that the rule does not set forth a definition, staff proposes the following definition for “Legal Academics”:

Legal Academics: Expertise or experience in legal education, including legal scholars, law school administrators and law school faculty.

The proposed definition aligns with the other definitions for skill categories in the matrix in that it provides general guidance, while still allowing the appointing authorities discretion to interpret the definition broadly. The skill categories included in the matrix are based on the needs of non-profit boards in general, rather than on a strict adherence to any particular rule or statute. The addition of a skill category for “Legal Academics” will help the TNC fulfill its mandated duties. It will also help other appointing authorities to more thoroughly understand the experience and expertise of the existing Board, and to better assess its strengths and needs, when considering their appointments.

## **FISCAL/PERSONNEL IMPACT**

None

## **RULE AMENDMENTS**

None

## **BOARD BOOK AMENDMENTS**

None

## **STRATEGIC PLAN GOALS & OBJECTIVES**

Goal: 1. Successfully transition to the “new State Bar”— an agency focused on public protection, regulating the legal profession, and promoting access to justice.

Objective: b. Implement and pursue governance, composition, and operations reforms needed to ensure that the Board’s structure and processes optimally align with the State Bar’s public protection mission.

## **RECOMMENDATIONS**

**It is recommended that the Board Executive Committee approve the following resolution:**

**RESOLVED**, that the Board Executive Committee approves a revised Trustee Skills Matrix that adds a skills category for Legal Academics; and authorizes staff to update the Trustee Skills Matrix as needed.

## **ATTACHMENT(S) LIST**

- A.** Proposed Trustee Skills Matrix

# State Bar of California – Trustee Skills Matrix

ATTACHMENT A

The 2017 Governance in the Public Interest Task Force observed:

The Board of Trustees needs a variety of talent to perform its oversight and policy functions successfully. Ideally, the Board’s composition would include the right combination of talent in the form of education, expertise and experience necessary to shepherd the State Bar through recurrent issues it should anticipate in its yearly cycle of activities, as well as others that will arise from time to time. Additionally, demographic and geographic diversity on the Board is also critical to ensuring that a variety of perspectives and viewpoints guide the Board’s decision-making process.

Below is the current Trustee Skills Matrix, including information on gender and diversity.

Trustee Name (Term Expiration)	Governance & Board Leadership	Financial & Audit	Operations & Management	Public Admin	Legal Practice	Access to Justice (e.g., Legal Aid)	Diversity	Legal Ethics	Talent & Human Resources	Gender	Trustee Diversity	<u>Legal Academics</u>	Region
Broughton, Mark (2019)	✓		✓		✓	✓		✓		Male			Central Valley
Chen, Hailyn (2020)	✓		✓		✓	✓	✓			Female	Asian		Los Angeles
De La Cruz, Juan (2023)	✓		✓	✓			✓			Male	Latino		Los Angeles
Delen, Sonia (2022)										Female			
Duran, Ruben (2022)										Male			
LaBran, Renee (2020)	✓	✓	✓						✓	Female			Los Angeles
Lee, Jason (2020)	✓	✓	✓	✓	✓	✓	✓			Male	Asian		Los Angeles
Manning, Debbie (2022)	✓		✓	✓			✓		✓	Female	African American		Sacramento
Mendoza, Joanna (2019)	✓		✓		✓				✓	Female			Sacramento
Perttula, Joshua (2022)	✓		✓	✓	✓		✓			Male			Los Angeles
SeLegue, Sean (2019)	✓	✓	✓	✓	✓	✓		✓		Male	LBGTQ		Bay Area

Trustee Name (Term Expiration)	Governance & Board Leadership	Financial & Audit	Operations & Management	Public Admin	Legal Practice	Access to Justice (e.g., Legal Aid)	Diversity	Legal Ethics	Talent & Human Resources	Gender	Trustee Diversity	<u>Legal Academics</u>	Region
Stallings, Brandon (2022)	✓				✓					Male			Central Valley
Steinbrecher, Alan (2019)	✓		✓		✓	✓				Male			Los Angeles

**Governance & Board Leadership:** Experience on a governing board, creating vision and mission statements, setting and monitoring goals and performance measures, providing committee leadership, monitoring board performance.

**Financial & Audit:** Background in accounting, finance, investment, risk management, audit.

**Operations & Management:** Background in planning, budgeting, oversight, policy creation.

**Public Administration:** Experience with government administration, managing government entities, budgets.

**Legal Practice:** Experience managing or operating a law practice.

**Access to Justice (e.g., Legal Aid):** Experience as a legal services attorney, a board member of a legal services provider, a pro bono volunteer with a legal services provider, or with other pro bono activities providing legal services to under-represented or low-income individuals.

**Diversity:** Experience with developing or advancing strategies and opportunities within the legal profession to encourage under-represented individuals to enter and remain in the profession, create a culture that encourages and values diversity and inclusion, and identify and address all forms of bias.

**Legal Ethics:** Expertise in the California Rules of Professional Conduct and State Bar Act, and familiarity with the Committee on Professional Responsibility & Conduct, the Commission for Revision of Rules of Professional Conduct.

**Talent & Human Resources:** Background in executive-level recruitment, selection, evaluation, and experience with executive-level succession planning.

**Legal Academics:** Expertise or experience in legal education, including legal scholars, law school administrators and law school faculty.