



# The State Bar of California

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## Regular Meeting of the Board of Trustees Teleconference

Open Session Minutes  
Thursday, July 21, 2022  
4:45 p.m.–6:04 p.m.

**Time meeting Commenced:** The Board meeting commenced in open session at 4:45 p.m.  
**Time meeting Adjourned:** 6:07 p.m.  
**Chair:** Ruben Duran  
**Board Secretary:** Louisa Ayrapetyan  
**Members Present:** Hailyn Chen, José Cisneros, Juan De La Cruz, Sonia Delen, Ruben Duran, Sean SeLegue, Melanie Shelby, Arnold Sowell (joined late), Brandon Stallings, Mark Toney  
**Members Absent:** Mark Broughton

### OPEN SESSION

#### ROLL CALL

The Board of Trustees meeting was called to order by Chair Duran. Roll call was taken and a quorum was established.

#### PUBLIC COMMENT

Chair Duran called for public comment, inquiring as to whether there were person(s) who wished to comment on any agenda item. The following comments were provided to the Board:

1. Betty Williams, Vice-President of the California Lawyers Association:
  - Betty Williams expressed a desire to address the Board during the Regulation and Discipline Committee to ask questions about topics on the agenda.
2. Salena Copeland, Executive Director of the Legal Aid Association of California:
  - Salena Copeland provided comments in support of agenda item 706, recommendation of the Legal Services Trust Fund Commission IOLTA grants distribution.

#### 10 MINUTES

Approval of May 19–20, 2022, Open Session Minutes  
Approval of June 7, 2022, Open Session Minutes  
Approval of June 13, 2022, Open Session Minutes

*Moved by Cisneros, seconded by De La Cruz*

*Ayes – (8) Chen, Cisneros, De La Cruz, Delen, SeLegue, Shelby, Stallings, Toney*  
*Noes – (0)*  
*Abstain – (1) Knoll*  
*Absent – (2) Broughton, Sowell*

*Minutes adopted.*

### **30 CHAIR'S REPORT**

Chair Duran and Vice-Chair Stallings provided an oral report.

The following resolutions were presented and voted on by the Board of Trustees:

**RESOLVED**, that the Board of Trustees appoints Gregory E. Knoll to serve as a member of the Board Executive Committee and the Regulation and Discipline Committee, effective July 21, 2022.

*Moved by Stallings, seconded by Chen*

*Ayes – (9) Chen, Cisneros, De La Cruz, Delen, Knoll, SeLegue, Shelby, Stallings, Toney*  
*Noes – (0)*  
*Abstain – (0)*  
*Absent – (2) Broughton, Sowell*

**WHEREAS**, The members of the Board of Trustees of the State Bar of California express our sincerest gratitude to Vanessa Holton for nearly 7 years of tireless service to the State Bar; and

**WHEREAS**, Vanessa Holton was the first General Counsel to report directly to the Board of Trustees and in that capacity she established an independent legal office operating with the highest quality and integrity; and

**WHEREAS**, Vanessa Holton has been a pivotal figure in the State Bar's efforts to transform itself into a regulatory agency, one not beholden to special interest groups or influential actors; and

**WHEREAS**, Vanessa Holton has advised the Board of Trustees in a direct and straightforward manner, always "telling it like it is"; and

**WHEREAS**, Vanessa Holton is recognized by her peers on the State Bar Leadership Team for understanding what needs to be done and working creatively, and sometimes through the night, to help the Team achieve its goals; and

**WHEREAS**, Vanessa Holton, rigorously, and with the highest ethics in mind, worked to establish and refine a professional conflict panel, known as the Rule 2201 Program; and

**WHEREAS**, Vanessa Holton, selflessly volunteers her time through nonprofit work; working with young people who are striving for access to opportunity, and equipping them to be the next generation leaders; and

**WHEREAS**, Vanessa Holton has demonstrated a deep commitment to the institution of the State Bar and the legal profession and has elevated the caliber and reputation of both; and now, therefore, be it

**RESOLVED**, that the State Bar Board of Trustees expresses its deepest appreciation to Vanessa Holton for her significant contributions to ensuring that the State Bar of California truly fulfills its public protection mission.

Adopted by the State Bar of California on July 21, 2022

*Moved by Cisneros, seconded by Stallings*

*Ayes – (9) Chen, Cisneros, De La Cruz, Delen, Knoll, SeLegue, Shelby, Stallings, Toney*

*Noes – (0)*

*Abstain – (0)*

*Absent – (0) Broughton, Sowell*

*Motion carries.*

#### **40 STAFF REPORTS**

##### **41-1 Report from Executive Director**

Executive Director Leah Wilson provided an oral report.

#### **50 CONSENT AGENDA**

##### **50-1 Approval of Specified Contracts Pursuant to Business and Professions Code Section 6008.6**

**RESOLVED**, that the Board of Trustees approves execution of the contracts listed herein.

##### **50-2 Approval of Licensee Requests for Adjustment of Fees, Penalties, and Charges**

**RESOLVED**, that the Board of Trustees, upon recommendation of the Finance Committee, approves the fee adjustments for the State Bar licensees as presented this day, and on file in the San Francisco office of the State Bar.

##### **50-3 Approval of Annual Appointment of Officers and Members of State Bar Subentities**

**RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee appoints Justin Palmer to serve as the chair of the 2023 Judicial Nominees Evaluation (JNE) Commission and Chhaya Malik to serve as vice-chair as presented in Attachment A, to serve as the vice-chair of the 2023 JNE Commission, each for a one-year term commencing at the close of the last business meeting of the 2022 JNE and expiring at the close of the last business meeting of the 2023 JNE Commission on April 20, 2024, or until further order of the Board whichever occurs earlier; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee appoints public member Jeanine Kraybill as presented in Attachment A, to the 2022

JNE Commission for a three-year term commencing August 19–20, 2022, and expiring at the close of the last business meeting of the 2024 JNE Commission in April 2025, or until further order of the Board, whichever occurs earlier; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee appoints new members to the 2023 JNE Commission as presented in Attachment A, each for a three-year term commencing upon administration of the oath of the office at the orientation meeting on January 27–28, 2023, and expiring at the close of the last business meeting of the 2025 JNE Commission in April 2026, or until further order of the Board, whichever occurs earlier; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee approves the list of alternate members to the 2023 JNE Commission as presented in Attachment A, each for a three-year term if a vacancy is created due to a midterm resignation; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee, appoint Justin Fields to serve as special advisor, Sarah Banola to serve as chair, and Brandon Krueger to serve as vice-chair as presented in Attachment C, all for a one-year term, commencing at the close of the meeting of the Board of Trustees on September 22–23, 2022, and expiring at the close of the meeting of the Board of Trustees on September 21–22, 2023, or until further order of the Board of Trustees, whichever occurs earlier; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee, appoint Raquel Brigham Brown and Daniel O’Rielly as presented in Attachment C, to serve on the Committee on Professional Responsibility and Conduct, for a four-year term, commencing at the close of the meeting of the Board of Trustees on September 22–23, 2022, and expiring at the close of the meeting of the Board of Trustees on September 24–25, 2026, or until further order of the Board of Trustees, whichever occurs earlier; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee, approve the list of alternate members as presented in Attachment C, each for a four-year term, if a vacancy is created due to a midterm resignation; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee, appoint Natalie P. Vance to serve as chair and Jeffrey T. Hammerschmidt to serve as vice-chair as presented in Attachment D, each for a one-year term commencing at the close of the meeting of the Board of Trustees on September 22–23, 2022, and expiring at the close of the meeting of the Board of Trustees on September 21–22, 2023, or until further order of the Board of Trustees, whichever occurs earlier; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee, appoint Grace Rosas Alano as presented in Attachment D, to serve on the California Board of Legal Specialization, for a four-year term, commencing at the close of the meeting of the Board of Trustees on September 22–23, 2022, and expiring at the close of the meeting of

the Board of Trustees on September 24–25, 2026, or until further order of the Board of Trustees, whichever occurs earlier; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee, appoint Melanie O’Day to serve as chair and Fenglan Liu to serve as vice-chair as presented in Attachment E, each for a one-year term commencing at the close of the meeting of the Board of Trustees on September 22–23, 2022, and expiring at the close of the meeting of the Board of Trustees on September 21–22, 2023, or until further order of the Board of Trustees, whichever occurs earlier; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee, appoint Monica Cooper as presented in Attachment E to serve on the Client Security Fund Commission, for a four-year term, commencing at the close of the meeting of the Board of Trustees on September 22–23, 2022, and expiring at the close of the meeting of the Board of Trustees on September 24–25, 2026, or until further order of the Board of Trustees, whichever occurs earlier; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee approves the list of alternate members to the Client Security Fund Commission as presented in Attachment E, each for a four-year term, if a vacancy is created due to a midterm resignation; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee, appoint Judge Kristin Rosi to serve as chair and Michael Rhoads to serve as vice-chair as presented in Attachment F, each for a one-year term commencing at the close of the meeting of the Board of Trustees on September 22–23, 2022, and expiring at the close of the meeting of the Board of Trustees on September 21–22, 2023, or until further order of the Board of Trustees, whichever occurs earlier; and it is

**FURTHER RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee, appoint Erica Connolly as presented in Attachment G, to serve on the Legal Services Trust Fund Commission, for a four-year term, commencing at the close of the meeting of the Board of Trustees on September 22–23, 2022, and expiring at the close of the meeting of the Board of Trustees on September 24–25, 2026, or until further order of the Board of Trustees, whichever occurs earlier.

#### **50-4 Approval of Annual Appointment of State Bar Delegates to the American Bar Association House of Delegates**

**RESOLVED**, that the Board of Trustees, upon recommendation of the Board Executive Committee, reappoints Toby Rothschild as a State Bar delegate to the American Bar Association House of Delegates, for a two-year term effective at the conclusion of the 2022 ABA Annual Meeting and expiring at the conclusion of the 2024 ABA Annual Meeting, or until further order of the Board, whichever occurs earlier.

**50-5 Approval of Extension to Submit Final Report of the Ad Hoc Commission on the Discipline System**

**RESOLVED**, that the Board of Trustees extends the deadline for receipt of the Ad Hoc Commission on the Discipline System's final report to September 30, 2022.

*Moved by Cisneros, seconded by Delen*

*Ayes – (7) Chen, Cisneros, De La Cruz, Delen, SeLegue, Shelby, Toney*

*Noes – (0)*

*Abstain – (0) Abstain*

*Recused – (1) Stallings (50-3 only)*

*Absent – (2) Broughton, Sowell*

*Motion carries.*

**700 MISCELLANEOUS**

**701 Approval of Rosenberg's Rules of Order and Voting Procedures; Discussion Regarding Public Comment Procedures and Board Agenda Setting**

Presenters: Brandon Stallings, Vice-Chair, Board of Trustees  
Mark Toney, Board of Trustees  
Louisa Ayrapetyan, Board Secretary, Office of the Executive Director  
Roberta Boomer, Consultant

**RESOLVED**, that the Board of Trustees, adopts Rosenberg's Rules of Order as provided in Attachment A1, and authorizes staff to amend the Board Policy Manual to reflect the adoption of these new rules of order.

*Moved by Toney, seconded by Stallings.*

*Ayes – (9) Chen, Cisneros, Delen, Knoll, SeLegue, Shelby, Sowell, Stallings, Toney*

*Noes – (0)*

*Abstain – (0)*

*Absent – (2) Broughton, De La Cruz*

*Motion carries.*

**RESOLVED**, that the Board of Trustees, adopts the following voting procedure:

1. A majority of those present and voting once a quorum has been established is required to pass a motion.

*Moved by Stallings, seconded by Cisneros*

*Ayes – (8) Chen, Cisneros, Delen, Knoll, SeLegue, Shelby, Sowell, Stallings*

*Noes – (1) Toney*

*Abstain – (0)*

*Absent – (2) Broughton, De La Cruz*

*Motion carries.*

**ADJOURN**

Regular Meeting of the Board of Trustees  
Teleconference

Open Session Minutes  
Friday, July 22, 2022  
9:09 a.m.–1:59 p.m.

**Time meeting Commenced:** The Board meeting commenced in open session at 9:09 a.m. The Board moved to closed session at 12:47 p.m. The Board returned to open session at 1:55 p.m.

**Time meeting Adjourned:** 1:59 p.m.

**Chair:** Ruben Duran

**Secretary:** Louisa Ayrapetyan

**Members Present:** Hailyn Chen, José Cisneros, Juan De La Cruz (joined late), Sonia Delen, Ruben Duran, Sean SeLegue (joined late), Melanie Shelby, Arnold Sowell, Brandon Stallings, Mark Toney

**Members Absent:** Mark Broughton

**OPEN SESSION**

**ROLL CALL**

The Board of Trustees meeting was called to order by Chair Duran. Roll call was taken and a quorum was established.

**PUBLIC COMMENT**

Chair Duran called for public comment, inquiring as to whether there were person(s) who wished to comment on any agenda item. There were no members of the public in attendance.

**701 Approval of Rosenberg's Rules of Order and Voting Procedures; Discussion Regarding Public Comment Procedures and Board Agenda Setting**

**Presenters:** Brandon Stallings, Vice-Chair, Board of Trustees  
Mark Toney, Board of Trustees  
Louisa Ayrapetyan, Board Secretary, Office of the Executive Director  
Roberta Boomer, Consultant

No recommendation regarding public comment procedures. Discussion only.

**RESOLVED**, that the Board of Trustees, adopts a procedure to allow Board members to request that a vote be retaken granted by a unanimous consent of the body to rescind the previous vote. Any such request must occur prior to the adjournment of the meeting at which the vote took place.

*Moved by Sowell, seconded by Toney*



*Ayes – (9) Chen, Cisneros, Delen, Knoll, SeLegue, Shelby, Sowell, Stallings, Toney*  
*Noes – (0)*  
*Abstain – (0)*  
*Absent – (2) Broughton, De La Cruz*

*Motion carries.*

**702 Proposed Amendments to Rule 7.40 (Assignment of Judicial Nominees Evaluation Commissioners) of the Rules of the State Bar: Return from Public Comment and Request for Approval**

Presenter: Bridget Gramme, Deputy Chief of Programs

**RESOLVED**, that the Board of Trustees hereby approves and adopts rule 7.40 of the State Bar Rules attached hereto as Attachment B, effective July 21, 2022.

*Moved by Stallings, seconded by Cisneros*

*Ayes – (5) Chen, Cisneros, De La Cruz, Delen, Stallings*  
*Noes – (4) Knoll, Shelby, Sowell, Toney*  
*Abstain – (0)*  
*Absent – (2) Broughton, SeLegue*

*Motion carries.*

**RESOLVED**, that the item regarding amendments to Rule 7.40 (Assignment of Judicial Nominees Evaluation Commissioners) of the Rules of the State Bar be placed on the agenda at the Board of Trustees' May 2023 meeting for review.

*Moved by Stallings, seconded by Knoll*

*Ayes – (9) Chen, Cisneros, De La Cruz, Delen, Knoll, Shelby, Sowell, Stallings, Toney*  
*Noes – (0)*  
*Abstain – (0)*  
*Absent – (2) Broughton, SeLegue*

*Motion carries.*

**703 Client Trust Account Protection Program Return Public Comment and Request to Issue New Rules for Public Comment**

Presenters: Leah Wilson, Executive Director  
Randall Difuntorum, Program Director, Office of Professional Competence

**RESOLVED**, that the Board of Trustees, following consideration of public comments received, adopts proposed amended rule 1.4 of the Rules of Professional Conduct as set forth in

Attachment C, and directs staff to submit the rule to the Supreme Court of California with a recommendation that the proposed rule be approved; and it is.

**FURTHER RESOLVED**, that the Board of Trustees authorizes a 45-day public comment circulation of proposed amended rule 1.15 of the Rules of Professional Conduct, proposed new Rule of Court 9.8.5, and proposed new State Bar rule 2.5.

*Moved by Cisneros, seconded by Delen*

*Ayes – (10) Chen, Cisneros, De La Cruz, Delen, Knoll, SeLegue, Shelby, Sowell, Stallings, Toney*

*Noes – (0)*

*Abstain – (0)*

*Absent – (1) Broughton*

*Motion carries.*

#### **704 Proposed Adoption of Consumer Alert for Disciplinary Actions in Other Jurisdictions**

Presenter: George Cardona, Chief Trial Counsel

**RESOLVED**, that the Board of Trustees adopts the proposed amendments to the Board policy regarding posting of a consumer alert for interim and nonfinal disciplinary actions in other jurisdictions as set forth in Attachment A; and it is

**FURTHER RESOLVED**, that the proposed amendments to the Board consumer alerts policy become effective immediately.

*Moved by Stallings, seconded by Chen*

*Ayes – (9) Chen, Cisneros, De La Cruz, Knoll, SeLegue, Shelby, Sowell, Stallings, Toney*

*Noes – (0)*

*Abstain – (0)*

*Absent – (2) Broughton, Delen*

*Motion carries.*

#### **705 Update on Response to State Audit**

Presenter: George Cardona, Chief Trial Counsel

No recommendation. Presentation and discussion only.

#### **706 Approval of Interest on Lawyers' Trust Accounts Grants Distribution for 2023**

Presenters: Richard Reinis, Co-Chair, Legal Services Trust Fund Commission  
Kim Savage, Co-Chair, Legal Services Trust Fund Commission  
Doan Nguyen, Program Director, Office of Access & Inclusion

**RESOLVED**, that the Board of Trustees approve the 2023 IOLTA distribution in the amount of \$50,585,254, with a projected reserve of \$24,667,500 at the end of 2023.

*Moved by Delen, seconded by Stallings*

*Ayes – (9) Chen, Cisneros, De La Cruz, Delen, SeLegue, Shelby, Sowell, Stallings, Toney*

*Noes – (0)*

*Abstain – (0)*

*Recused – (1) Knoll*

*Absent – (1) Broughton*

*Motion carries.*

**707 Elimination of Five-Year Period of Validity for Passing Bar Exam Score: Request to Circulate for Public Comment**

Presenters: Donna Hershkowitz, Chief of Programs Division  
David Torres, Member, Committee of Bar Examiners

**RESOLVED**, that the Board of Trustees approves circulating for a 45-day public comment period the changes to the five-year validity period for a passing bar exam score as set forth in Attachments A and B; and it is

**FURTHER RESOLVED**, that this authorization for release for public comment is not, and shall not be construed as, a statement or recommendation of approval of the proposed amended rules.

*Moved by De La Cruz, seconded by Shelby*

*Ayes – (10) Chen, Cisneros, De La Cruz, Delen, Knoll, SeLegue, Shelby, Sowell, Stallings, Toney*

*Noes – (0)*

*Abstain – (0)*

*Absent – (1) Broughton*

*Motion carries.*

**708 Discussion and Approval of 2022 Budget Amendment**

**RESOLVED**, that the Board of Trustees, upon the recommendation of the Finance Committee approves the 2022 Proposed Budget Amendment in the form presented this day before the Board, for six months ended June 30, 2022, as certified by the chief financial officer and filed with the San Francisco office of the State Bar.

Presenter: Aracely Montoya-Chico, Chief Financial Officer

*Moved by Sowell, seconded by Toney*

*Ayes – (10) Chen, Cisneros, De La Cruz, Delen, Knoll, SeLegue, Shelby, Sowell, Stallings, Toney*  
*Noes – (0)*  
*Abstain – (0)*  
*Absent – (1) Broughton*

*Motion carries.*

**709 Proposed Amendment to Rule 2.11 (Due Date and Form of Payment, Licensee Fees):  
Return from Public Comment and Request for Approval**

**RESOLVED**, the Board of Trustees, hereby approves and adopts amendments to rule 2.11 of the State Bar Rules, presented to the Board of Trustees during its discussion of this item, effective July 22, 2022.

Presenter: Leah Wilson, Executive Director

*Moved by Cisneros, seconded by Chen*

*Ayes – (9) Chen, Cisneros, De La Cruz, Delen, Knoll, Shelby, Sowell, Stallings, Toney*  
*Noes – (0)*  
*Abstain – (0)*  
*Absent – (2) Broughton, SeLegue*

*Motion carries.*

**710 Approval of Exception to CalPERS 180-Day Wait Period and Waiver of Board of  
Trustees Policy Manual 12-Month Wait Period for Appointment of Vanessa Holton as a  
Retired Annuitant under Government Code Section 21224**

Presenter: Jean Krasilnikoff, Attorney, Office of General Counsel

**RESOLVED**, that the Board of Trustees adopts the resolution set forth in Attachment A and certifies that there is a critical need to appoint Ms. Holton as a retired annuitant prior to the 180-day CalPERS waiting period; and it is

**FURTHER RESOLVED**, that the Board of Trustees, for good cause, waives the 12-month waiting period provided for in section 11.2 of the Board of Trustees Policy Manual (Policy Restricting Business with the State Bar After Leaving Office), as applied to Vanessa Holton.

*Moved by Stallings, seconded by Knoll*

*Ayes – (7) Chen, Cisneros, De La Cruz, Delen, Knoll, Sowell, Stallings*  
*Noes – (0)*  
*Abstain – (2) Shelby, Toney*  
*Absent – (2) Broughton, SeLegue*

*Motion carries.*

Chair Duran stated that pursuant to Government Code section 11126(c)(7), and Government Code section 11126(e)(1) the Board will move into closed session to discuss the closed session agenda.

### **CLOSED SESSION**

#### **1000 MINUTES**

Approval of May 19–20, 2022, Closed Session Minutes

Approval of June 7, 2022, Closed Session Minutes

Approval of Jun 13, 2022, Closed Session Minutes

#### **7000 MISCELLANEOUS**

##### **7001 Discussion Regarding Sale Price and Terms and Leasing Price and Terms for 180 Howard Street, San Francisco**

*\*Closed pursuant to Government Code § 11126(c)(7).*

##### **7002 Discussion Regarding the Appointment of State Bar General Counsel**

*\*Closed pursuant to Government Code § 11126(a)(1).*

### **OPEN SESSION**

The Board returned to open session and reported the following resolution:

**RESOLVED**, that the Board of Trustees appoints Robert Retana to serve as Interim General Counsel until August 18, 2022, at a rate equivalent to an annual salary of \$328,000.

No further discussion took place in open session.

### **ADJOURN**