

# WASHINGTON STATE BAR ASSOCIATION

## BOARD OF GOVERNORS MEETING

Minutes

Seattle

September 26-27, 2019

The meeting of the Board of Governors of the Washington State Bar Association (WSBA) was called to order by President William D. Pickett on Thursday, September 26, 2019 at 8:29AM, at the offices of the Washington State Bar Association, Seattle, Washington. Governors in attendance were:

Sunitha Anjivel

Dan W. Bridges

Daniel D. Clark

Peter J. Grabicki

Carla J. Higginson

Kim E Hunter

Jean Y. Kang

Russell Knight

Christina A. Meserve

Athan P. Papailiou

Kyle D. Sciuchetti

Alec Stephens

Paul Swegle

Judge Brian Tollefson (ret.)

Also in attendance were President-elect Rajeev D. Majumdar, Interim Executive Director Terra Nevitt, General Counsel Julie Shankland, Chief Disciplinary Counsel Doug Ende, Chief Regulatory Counsel Jean McElroy, Chief Financial Officer Jorge Perez, Director of Human Resources Felix Neals, Interim Director of Advancement Kevin Plachy, Chief Communications and Outreach Officer Sara Niegowski, Executive Assistant Margaret Shane, and Executive Administrator Shelly Bynum. Also present were Governors-elect Bryn Peterson, Hunter Abell, and Tom McBride.

### President's Report & Interim Executive Director's Report

Interim Executive Director Nevitt gave her report. She introduced Director of Human Resources Felix Neals, Chief Financial Officer Jorge Perez, and Executive Administrator Shelly Bynum.

Interim Executive Director Nevitt announced the retirement of Executive Assistant Margaret

Shane. Interim Executive Director Nevitt recapped the Listening Tour and said she would bring a report back to the Board for further discussion.

President William D. Pickett gave his report. President Pickett reiterated the value of the Listening Tour and referenced the guiding principles for communication at the front of the BOG Book. President Pickett announced that a Cambodian delegation is interested in coming to meet with the Washington State Bar Association. President Pickett also recapped the President's Reception.

### Member & Public Comments

The Board heard public comment from Jean Cotton.

### Budget & Audit Committee Proposals

Treasurer Dan W. Bridges re-introduced Chief Financial Officer Perez who walked through the final draft of the FY2020 Budget, with an emphasis on changes to the budget since a draft was presented at the July meeting.

Treasurer Bridges added four points:

1. The Client Protection Fund reserve is getting too large and the Board should examine it next year.
2. This is essentially a reprise of last year's budget; the committee decided to recommend a "status quo" budget based on questions about the future of the bar's structure.
3. Funding for the Washington Leadership Institute reflects an increase of [\$40,000]. He noted that there is not necessarily an expectation that they will spend it all, but that it is available to them.
4. Following a long discussion, the Budget & Audit Committee approved the budget related to administering the Limited License Legal Technician (LLLT) license. He challenges the Budget & Audit Committee to keep talking to LLLT Board and to work together to set goals.

Discussion followed. Governor Daniel D. Clark moved to approve the budget. Motion passed 12-2. Governors Stephens, Papailiou, Meserve, Bridges, Clark, Kang, Hunter, Sciuchetti, Swegle, Grabicki, Knight and Anjivel voted in favor. Governors Tollefson and Higginson opposed.

Treasurer Bridges presented the proposed Fiscal Policy Revisions. Governor Peter J. Grabicki moved to approve the submitted materials with the modification that all references to Chief Operating Officer and Director of Finance be changed to Chief Financial Officer. Motion passed 12-0-1. Governors Stephens, Tollefson, Meserve, Bridges, Clark, Kang, Hunter, Sciuchetti,

Swegle, Grabicki, Knight and Anjivel voted in favor. Governor Higginson abstained. Governor Papailiou was not present for the vote.

Treasurer Bridges presented the request for a supplemental audit. Discussion followed. Governor Swegle moved that we approve the \$50,000 budget option. It was confirmed that this \$50,000 was already included in the budget the Board just passed. Motion passed 12-2. Governors Stephens, Tollefson, Higginson, Bridges, Clark, Kang, Hunter, Sciuchetti, Swegle, Grabicki, Knight and Anjivel voted in favor. Governors Papailiou and Meserve opposed.

#### 2020 Keller Deduction Schedule

Interim Executive Director Nevitt presented a request to approve a \$1.55 Keller Deduction for the upcoming licensing process. Discussion followed. Governor Grabicki moved to approve the Keller Deduction as submitted. Motion passed 11-1-1. Governors Stephens, Papailiou, Meserve, Bridges, Clark, Kang, Hunter, Sciuchetti, Swegle, Grabicki, Knight and Anjivel voted in favor. Governor Higginson opposed. Governor Tollefson abstained. Governor Hunter was not present for the vote.

#### Washington State Bar Foundation Annual Meeting

WSBF President Kristina Larry called the annual meeting of the Washington State Bar Foundation to order at 10:33 AM. President Larry announced that the WSBF Trustees have approved disbursement of \$260,000 to WSBA for diversity and public service programming. She reported a 5% increase in fundraising and a third consecutive year of growth for the Foundation. President Larry anticipates the Foundation being able to approve an additional gift in FY20 once the fundraising totals are final. President Larry shared additional fundraising and programming highlights from FY2019.

WSBF President Larry presented a request to amend the WSBF Bylaws to elect officers at the last meeting of the fiscal year, rather than the first meeting of the fiscal year and to delete outdated language. Discussion followed. Governor Kim E. Hunter moved for approval. Motion passed 11-1-1. Governors Stephens, Papailiou, Meserve, Bridges, Clark, Kang, Hunter, Swegle, Grabicki, Knight and Anjivel voted in favor. Governor Higginson opposed. Governor Tollefson abstained. Governor Sciuchetti was not present for the vote.

WSBF President Larry presented the slate of WSBF trustees for approval. Governor Grabicki moved for approval. Motion passed unanimously. Governor Sciuchetti was not present for the vote.

### Court Rules & Procedures Committee Proposals

Jefferson Coulter, Chair of the Court Rules & Procedures Committee presented the Committee's recommendations for proposed amendments to MAR 7.2 and CrR 8.2 and CrRLJ 8.2. Discussion followed. Treasurer Bridges moved for adoption. Motion passed 9-2-3. Governors Papailiou, Tollefson, Meserve, Bridges, Kang, Sciuchetti, Grabicki, Knight and Anjivel voted in favor. Governors Higginson and Clark opposed. Governors Stephens, Hunter, and Swegle abstained.

### Pro Bono & Public Service Committee Proposed Letter RE Immigration Detention Centers

Pro Bono & Public Service Committee Co-Chair Paul Okner and Committee Member Althea Paulson presented the Committee's request to approve a letter requesting some administrative changes at the Northwest Detention Center, including their view that this would be an appropriate action under GR 12. WSBA Member Ian Munce also presented his personal experience with this issue. Discussion followed. Governor Grabicki moved for approval. Motion passed unanimously.

### Update and Discussion RE Washington Supreme Court Bar Structure Work Group

Governors Paul Swegle and Kyle D. Sciuchetti provided an overview of the Structure Work Group process and recommendations. Governor-elect Abell, co-author of the minority report also offered comments. Director Niegowski noted that the Supreme Court's response to the report is posted on the WSBA Website. Discussion followed.

### Update from Washington Young Lawyers Committee

Jordan Couch, Chair-elect of the Washington Young Lawyers Committee presented on the state of the new lawyer profession, raising four key points:

1. Student loan debt is a growing problem
2. New lawyers are highly service driven toward access to justice but are *structurally* blocked both financially and culturally.
3. With the improvement in the job market we see a *decline* in bar engagement. Outside of job opportunities new lawyers do not see the bar investing in them.
4. The new lawyer job market has stabilized in a decent place but is *unprepared* for a recession.

Discussion followed.

### Annual Discussion with Deans of Washington State Law Schools

Deans Annette Clark, Seattle University School of Law; Jacob Rooksby, Gonzaga University School of Law; and Mario Barnes, University of Washington School of law, introduced themselves and then responded to questions from the Board.

### Swearing-In of 2019-2020 WSBA President and 2019-2022 Governors

Washington State Supreme Court Justice González swore in President Rajeev D. Majumdar, President-elect Kyle D. Sciuchetti, and Governors Bryn Peterson, Hunter Abell, Carla Higginson and Tom McBride.

### Review & Comments RE Mandatory Continuing Legal Education (MCLE) Board Suggested Amendments to APR 11 Ethics Requirement

Chair Todd Alberstone presented the MCLE Committee's suggested amendments. Discussion and dialogue followed. Governor Clark moved to consider each of the proposals separately. Discussion followed. Governor Grabicki moved that in lieu of the MCLE Board's proposal, the Board direct that WSBA provide three free credits annually on these topics, which was accepted as a friendly amendment by Governor Clark. Members of the Board clarified that the programming would include an in-person component and be free, on-demand. Motion passed 7-5-1. Governors Tollefson, Higginson, Bridges, Clark, Hunter, Swegle, and Grabicki voted in favor. Governors Stephens, Papailiou, Meserve, Kang, and Anjivel opposed. Governor Sciuchetti abstained. Governor Knight was not present for the vote.

### Report from Personnel Committee RE Proposed WSBA BOG No Retaliation

Human Resources Director Felix Neals and Governor Christina A. Meserve provided an update on the proposed amendments to the BOG's No Retaliation Policy. Governor Meserve noted that the no-retaliation policy was approved by the Board at the direction of the Washington Supreme Court and that edits were brought back based on comments from employees. These edits addressed conflict of interest, anti-harassment, and anti-discrimination. Governor Meserve noted that WSBA has a conflict of interest policy and does not have an explicit anti-harassment or anti-discrimination policy. Governor Meserve noted that there is currently an investigation into WSBA's conduct with regard to a hostile or unsafe work environment, which may yield recommendations. The Committee will wait for the report to be complete and will then make recommendations to the Board.

### Discussion RE Board Updates & Communications Proposals

Governor Grabicki and Chief Communications Officer Sara Niegowski presented the proposal regarding Board updates and communications. Governor Grabicki moved to adopt the protocol in the late materials at page 11 and to take up standards later. Motion passed 8-1-4. Governors Tollefson, Higginson, Bridges, Clark, Hunter, Swegle, Grabicki, and Anjivel voted in favor. Governor Papailiou opposed. Governors Stephens, Meserve, Kang, and Sciuchetti abstained. Governor Knight was not present for the vote.

### Council on Public Defense Proposed Defender Resource Guide

Council on Public Defense Member Jaime Hawk presented the Council's proposal to approve the Defender Resource Guide. Governor Higginson moved to approve the proposed Defender Resource Guide contained in the materials. It was noted that the topic was not on for action and the motion was withdrawn.

### Consent Calendar

Governor Meserve requested that the July 26-27 meeting minutes be removed from the Consent Calendar and requested that liaisons that wish to be noted as in attendance be reflected in the minutes. It was reported that staff will have a sign-in sheet for this purpose at the next meeting. Motion passed 11-0-2. Governors Stephens, Papailiou, Higginson, Meserve, Bridges, Clark, Kang, Hunter, Swegle, Grabicki, Knight and Anjivel voted in favor. Governors Tollefson and Sciuchetti abstained. Governor Knight was not present for the vote.

The remainder of the consent calendar was approved 11-0-2. Governors Stephens, Papailiou, Higginson, Meserve, Bridges, Clark, Kang, Hunter, Swegle, Grabicki, Knight and Anjivel voted in favor. Governors Tollefson and Sciuchetti abstained. Governor Knight was not present for the vote.

### Public Comment

The Board heard public comment from John Scannell.

### Suggestions RE Character & Fitness Process

WSBA Member Tarra Simmons described her experience with the Character and Fitness process as a formerly incarcerated individual and presented suggestions for the process. Discussion followed. Governor Grabicki suggested that staff bring back a proposal to the Board for studying the process.

### First Year Class Election of FY2020 Executive Committee Member

President Pickett passed the gavel to President-elect Majumdar who presented the issue for action. Governor Hunter Abell nominated Governor Higginson to represent the first-year class on the Executive Committee. With only the first-year class voting, the motion passed unanimously. Governor-elect McBride was not present.

### Proposed BOG Civil Litigation Rules Revision Work Group Charter

President Pickett passed the gavel to President-Elect-elect Sciuchetti. General Counsel Julie Shankland deferred to Treasurer Bridges who presented the Proposed BOG Civil Litigation Rules Revision Work Group Charter for approval. Governor Bridges moved for adoption. Motion passed 9-1-3. Governors Stephens, Tollefson, Bridges, Clark, Kang, Hunter, Swegle, Grabicki,

and Anjivel voted in favor. Governor Higginson opposed. Governors Papailiou, Meserve, and Sciuchetti abstained. Governor Knight was not present for the vote.

#### Committee on WSBA Mission Performance and Review Recommendations

President-elect Majumdar presented the report and recommendations from the Committee on Mission Performance and Review regarding WSBA entities. Discussion followed. President-elect Majumdar presented his recommendation to sunset the CMPR. Governor Grabicki moved to approve both recommendations. Motion passed 9-0-4. Governors Stephens, Bridges, Clark, Meserve, Kang, Swegle, Higginson, Grabicki, and Anjivel voted in favor. Governors Papailiou, Tollefson, Hunter, and Sciuchetti abstained. Governor Knight was not present for the vote.

#### Discussion RE District 3 Seat

President Pickett passed the gavel to President-Elect Majumdar. Discussion followed regarding the potential conflicts that may arise if a governor serves as simultaneously as President-elect. Governor Grabicki moved that it is the sense of the Board that if Governor Sciuchetti opts to remain seated as a governor he remains counted in the quorum and will vote as a governor unless he is chairing the meeting in the place of President. Motion passed 9-0-4. Governors Stephens, Tollefson, Higginson, Bridges, Clark, Kang, Hunter, Swegle, Grabicki, and voted in favor. Governor Papailiou, Meserve, Sciuchetti, and Anjivel abstained. Governor Knight was not present for the vote.

#### Proposal RE WSBA Magazine Name

Governor Higginson presented her proposal to change the name of the magazine to Washington State Bar News. Chief Communications Officer Niegowski presented the member feedback received on the topic. Discussion followed.

#### Governor Roundtable

During the Governor Roundtable there was discussion about use of first/second read, the rural placement project, and appreciation for outgoing President Pickett.

#### Announce Basis for Executive Session Pursuant to RCW 42.30.110(1)(i)

President Pickett announced that the Board will meet in Executive Session as permitted by RCW 42.30.110(i)-to discuss with legal counsel representing WSBA potential litigation to which WSBA is likely to become a party.

The Board recessed to executive session at 3:17 PM and resumed the meeting at 3:50 PM.

Governor Grabicki moved to accept the advice received from legal counsel on the matter discussed. Motion passed 10-2-1. Governors Stephens, Papailiou, Meserve, Bridges, Clark,

Kang, Sciuchetti, Swegle, Grabicki, Knight and Anjivel voted in favor. Governors Higginson and Hunter opposed. Governor Tollefson abstained. Governor Knight was not present for the vote.

Adjournment

There being no further business, the meeting was adjourned at 3:55 PM on Saturday, September 27, 2019.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read 'Terra Nevitt', is written in a cursive style.

Terra Nevitt  
WSBA Interim Executive Director & Secretary