



## Washington State Bar Association

### BYLAWS WORK GROUP

#### Meeting Minutes

November 3, 2015

The meeting was held at the WSBA offices, 1325 4<sup>th</sup> Avenue, Suite 600, Seattle, WA 98101.

Present were: Anthony Gipe (Chair), Elijah Forde (phone), Brad Furlong (phone), Mario Cava, Jill Karmy, Angela Hayes, G. Kim Risenmay (phone), Ken Masters, Jerry Moberg (phone), Jean McElroy, Doug Ende, Kirsten Schimpff, and Darlene Neumann (paralegal).

Also in attendance was Bill Hyslop, WSBA President.

The meeting began at 10:07 a.m.

Welcome and introductions were made around the table and over the telephone.

#### **Scope of the Work Group**

Chair Anthony Gipe explained the scope of the work group is to consider the Governance Task Force (GTF) report and recommendations and determine which areas of the WSBA Bylaws to revise according to the GTF policy goals. The purpose is to improve the function of the Board of Governors (BOG) to operate efficiently and to reduce the workload of the BOG. The chair noted that the Supreme Court will likely review and provide further input on the proposed amendments.

Other groups that will be affected by the amendments are the Sections, which are currently revising their own bylaws. Chair Gipe sits on the Sections Policy Work Group involved in updating the bylaws. It was suggested the WSBA amended bylaws may need to be aligned with GR 12 and other rules may need review and conforming amendments as well.

Members reviewed the May 8, 2015, BOG memo outlining the bylaws implicated by the GTF report. The chair noted it was not an exhaustive list and the Work Group is expected to meet consistently through September 2016 or until the work is completed.

#### **Discussion of Categories for Revision**

Further discussion ensued on issues affecting Chapters I to IV, VI to VII, IX, XI and XIV. Among the key concerns were: the addition of other licensed legal professionals (LLLTs, LPOs) as members, the definition of association and member in light of the expansion, adding public members to the 15 member governing board, clarifying duties of Board officers, reviewing bylaws on committees, meetings, Sections, and other issues.

The chair reminded members the GTF recommendations are the primary focus of the work group. Other related issues are secondary and can be addressed in a later memo.

Following discussion, the work group formed five subcommittees assigned to work on each chapter. The chair requested the subcommittees meet to review the GTF recommendations and prepare a short memo by December 14, 2015. The memos will be disseminated to the work group prior to the next meeting on December 21, 2015.

Meeting adjourned at 12:01 p.m.