

Tiffany Lynch	WSBA Controller
Megan McNally	WSBA Director of Advancement/Chief Development Officer
Frances Dujon-Reynolds	WSBA Director of Human Resources
Joy Williams	WSBA Diversity Program Manager
Robin Nussbaum	WSBA Diversity Specialist
Pamela Wuest	WSBA Events Coordinator
Elizabeth René	WSBA Governor At-large Candidate
Gloria Ochoa	WSBA Governor At-large Candidate
Jacqueline Justice	WSBA Governor At-large Candidate
Paul Richmond	WSBA Governor At-large Candidate
Mario M. Cava	WSBA Governor At-large Candidate; Mentorship Work Group, Member
Sue Strachan	WSBA Legal Community Outreach Specialist
Kathryn Leathers	WSBA Legislative Liaison
Todd Timmcke	WSBA <i>NW</i> Lawyer Managing Editor/Graphic Designer
Michael Heatherly	WSBA <i>NW</i> Lawyer, Editor
Bill Hyslop	WSBA President-elect, Candidate
Ana Selvidge	WSBA Public Service Program Manager
Mike Jorgensen	WSBA Webcast Production Manager
Rex Nolte	WSBA Webcast Specialist

WELCOME AND INTRODUCTIONS

Officers, Governors, liaisons, guests, and staff introduced themselves. President Palace welcomed the Board and everyone in attendance to the WSBA Conference Center in Seattle, Washington, then led everyone in a centering exercise.

The following items were discussed on Thursday, June 5, 2014.

DISCUSSION OF GOVERNANCE TASK FORCE SECOND INTERIM REPORT – Rima Alaily, Chair, and Doug Lawrence, Lee Kerr, and Nancy Isserlis, Members

President Palace explained that, once the Governance Task Force issues its final report, it will be the Board's task to take action as it sees fit. He noted that some Task Force members were present at this meeting to answer questions and offer the thought processes of the Task Force in developing its recommendations. Chair Alaily thanked the Board for the opportunity to answer questions and reported that, since the previous meeting with the Board, the Task Force met with the Supreme Court, and received formal comments from the Access to Justice Board and met earlier this week to discuss comments received to date. She noted that a further meeting is

scheduled in order to continue discussions, and that the anticipated issuance date of the Final Report is June 25, 2014, when the 60-day comment period expires. Discussion ensued with the Task Force members regarding various recommendations made by the Task Force in its Second Interim Report. In response to an inquiry regarding next steps, Chair Alaily stated that the job of the Task Force was to provide the Board with recommendations after an independent look into the Board's organization. She urged the Board to view the recommendations as a first step, with the second step being to discuss the recommendations with the Supreme Court in order to decide on priorities and implementation. A discussion period followed with the Task Force answering questions from the Board and clarifying the intent of various recommendations.

President Palace excused the Task Force members from the Board table. He then recommended appointing a BOG Governance Work Group to work on various Task Force recommendations at the direction of the Board. He informed the Board that it is his understanding, after speaking with Chief Justice Madsen, that the Board can take 12-18 months to make final decisions, but that it would be appropriate to implement some recommendations sooner. Discussion ensued regarding whether to discuss the recommendations piecemeal or as a whole; whether to discuss recommendations within a work group or within the entire Board; prioritizing recommendations; and determining the window in which WSBA members can give input on Task Force recommendations.

Governor Wilson moved that the Board agree with the recommendation that the Board have more frequent and quality communications with the Supreme Court and that steps be taken to implement these communications. Discussion ensued regarding the importance of dealing with all recommendations as a whole in order to see the big picture and how they are all connected. It was noted that the Task Force recommendation is for representatives of the Board to meet with the Supreme Court rather than the entire Board. Governor Wilson noted that the intent of her motion was to allow for the entire Board to have more frequent communication with the Supreme Court, so amended the motion to be that the Board approve extending an invitation to the Supreme Court for more communication with the Supreme Court and the Board, and to take steps to implement these communications. Discussion ensued regarding the entire Board versus representatives of the Board meeting with the Supreme Court more than once annually. Governor Furlong moved to table both motions to an indefinite time until the Board decides what the process will be to review, respond, and implement recommendations made in the Task Force Final Report. Motion to table passed 12-1.

Governor Furlong moved to (1) form a work group to act as scrivener and organizer of thoughts on the Board's discussions regarding recommendations of the Governance Task Force and, in conjunction with the Officers, schedule appropriate portions of the recommendations for review by the entire Board, and after the Board has met and discussed those portions, return with a draft consensus as best they can understand it; (2) solicit input from WSBA members at appropriate times with respect to various issues discussed by the Board; and (3) develop a final plan for implementation no later than 18 months from this Board meeting. Governor Furlong advised that the intent of his motion is for the Work Group to propose draft recommendations to the Board for adoption, and that the Board ultimately act as a committee of the whole.

Governor Moberg moved to amend the motion to state that the Board will take action by the September 2015 Board meeting. Motion to amend passed 12-2. Discussion ensued and Governor Wilson moved to call the question. Motion passed 11-3. Underlying motion, as amended, passed 9-5.

Governor Moberg moved to establish priorities for discussion as follows: (1) Board of Governors and the WSBA; (2) Organization and Selection of the Board of Governors; (3) Supreme Court and the WSBA; and (4) State Bar Act. Motion passed unanimously. Executive Director Littlewood asked for clarification regarding the intent for the Work Group and it was the consensus of Board that the Board would hold discussions on the Task Force recommendations, the Work Group would then take the Board's discussions and bring recommendations back to the Board for action.

President Palace asked for volunteers to serve on the BOG Governance Work Group and the following Board members volunteered: President-elect Gipe, Immediate Past-President Radosevich, and Governors Armstrong, Furlong, Harkins, Haynes, Masters, and Wilson. President Palace noted that the meetings of the Work Group would be open to anyone who would like to attend, and that the Chair of the Work Group would be decided at a later date.

Discussion ensued regarding the inherent tension between making decisions on behalf of the organization and the membership; the importance of serving the membership in order to protect the public; having the Work Group establish distinct agenda items for discussion at Board meetings and a recommendation for member comments that is in alignment with when particular items will be discussed by the Board; and setting a firm deadline for members to comment. Executive Director Littlewood reminded the Board that these discussions need to be

held in a public meeting, so circulating emailed drafts of recommendation language among the entire Board should be avoided. It was the consensus of the Board that the Governance Task Force Final Report be posted to the BOG website with an explanation, along with a tentative meeting schedule of the BOG Governance Work Group; and that a letter be sent from President Palace to Chief Justice Madsen communicating the Board's plan to the Court. Executive Director Littlewood recommended that the WSBA Communications Department draft language for the Work Group to review regarding the explanation accompanying the Final Report on the website. It was the consensus of the Board to do so.

The following items were discussed on Friday, June 6, 2014.

APPROVAL OF MINUTES

Governor Masters moved to approve the Minutes of the April 25, 2014, Board meeting. Motion passed unanimously.

REPORT ON EXECUTIVE SESSION

President Palace reported that the Board discussed the BOG election that would be held in Public Session; took action on recommendations contained in the *NWLawyer* evaluation and the recommendations made by the WSBA Awards Committee; and heard the Litigation Report and the Executive Director's Report.

PRESIDENT'S REPORT

President Palace referred the Board to his Activity report contained in the meeting materials and noted that activities are getting more frequent as time draws closer to the end of his presidency.

EXECUTIVE DIRECTOR'S REPORT

Executive Director Littlewood gave the following updates: (1) the first Call to Duty Day of Service was a success with 52 volunteers and 24 clients; a free CLE was offered in the morning with appointments in the afternoon that focused on parenting plans and child support modifications; since the Day of Service, additional members have joined the LAMP Section and more members have signed up to take the pledge; (2) the Institute for the Advancement of the American Legal System (IAALS) meeting she recently attended is launching a project that will explore the core competencies, from the profession's perspective, that law students need upon graduation; the meeting discussed the parameters of the project, which will include a survey to the profession and a face-to-face convening of various groups in order to discover what skills