

- d. Proposed Mandatory Continuing Legal Education (MCLE) Accredited Sponsor Fees
- e. Response from Court Rules and Procedures Committee to Court Management Council's 2014 Proposed Rule Amendments and New Rules
- f. Extension of Escalating Cost of Civil Litigation (ECCL) Charter and Interim Report
- g. Lawyers' Fund for Client Protection (LFCP) Annual Report
- h. Various WSBA Appointments and Nominations
 - 1. ~~Appoint Members to Council on Public Defense~~ (moved to First Reading/Action Calendar)
 - 2. Appoint Members to Future of the Profession Work Group
- i. Various Non-WSBA Appointments and Nominations
 - 1. Appoint Members to Northwest Justice Project

CONTINUED DISCUSSION OF WSBA GOVERNANCE STRUCTURE – Vern Harkins, BOG Governance Work Group Chair

Chair Harkins reviewed the background of the Governance topic and noted that discussions on the subject areas contained in the meeting materials will begin at this meeting and conclude at the January 22-23, 2015, Board meeting. He referred the Board to the draft of the "Second Response of the BOG Governance Work Group to the Recommendations of the Governance Task Force," which were discussed at the Board's September 18-19, 2014, meeting, and advised that they were discussed and unanimously approved by the Work Group. Governor Moberg moved to approve the "Second Response" as contained in the meeting materials. Governor Rhoads-Weaver moved to amend the motion by adding the following after the next to the last sentence in the first paragraph of the response to recommendation #2: "The Board of Governors is the appropriate term for the body; the Board of Trustees is not an accurate term." Motion to amend passed 13-1. Underlying motion passed unanimously.

Chair Harkins then directed the Board to the questions posed for the current meeting, which focus on the composition and selection of the Board, and the selection and training of the Board's leaders.

Should we increase the Governors' terms to four years and permit former Governors to serve a second term at a later date? Discussion ensued regarding the pros and cons of increasing term limits; the difficulty of making a four-year commitment, especially for public employees; potential perception of elitism; limiting the number of people who can serve with eight-year terms; balancing retention of institutional knowledge with flexibility of the Board's culture;

alternative paradigm of two, three-year terms; and requirement that outgoing Governors commit to being a mentor to the in-coming Governor taking their seat.

Should we reduce the current elected positions on the Board of Governors to nine? There was little discussion and no agreement on this item.

Should we allow for the inclusion of two public, non-attorney members and an LPO/LLLT member? Chair Harkins asked if anyone on the Board disagreed with adding public members to the Board. Discussion ensued regarding having more than one public member in an effort to avoid the public member feeling marginalized; no voting rights for public members; whether public members are needed on a Board that represents the WSBA's members; and the valuable contributions of public members with no legal training who currently serve on committees that deal with legislative and legal matters. General Counsel McElroy advised that the Governance Task Force struggled with the number of people who should serve on the Board in relation to the requirements of the State Bar Act. She noted that the Task Force wanted to retain the at-large members in order to maintain diversity, and suggested electing nine members from the three appellate districts in order to maintain geographic diversity. She stated that the Task Force also considered that the Bar has various duties, one of which is to protect the public, but there is currently no public voice on the Board. Executive Director Littlewood urged the Board to not let its deliberations be stymied by the State Bar Act since many portions of the Act currently do not apply according to Supreme Court case law, but rather to discuss what the best Board would look like. She stated that the WSBA is a regulatory agency and, therefore, has a duty to the public, and noted that many mandatory Bars have public members who have enhanced their Boards' discussions.

Should the WSBA President be selected from the Board of Governors and continue to serve as a voting member of the Board? Discussion ensued regarding the inadvisability of making a third-year Governor President due to increasing the term length, limiting the pool, and adding campaigning on top of an already difficult and time-consuming job; the possibility of limiting representation from Eastern Washington; examples of outstanding Presidents who did not

previously serve on the Board; and the advantage of having new people with fresh perspectives serve as President.

Should we establish an Executive Committee to address routine and non-strategic matters on behalf of the Board of Governors? Discussion ensued regarding the advantages of an Executive Committee, such as having a body to act on non-policy items between Board meetings, rather than calling Special Meetings; the rarity of a Board the size of WSBA's Board not having an Executive Committee; and the importance of having a group that can make quicker decisions than can currently be done by the Board, subject to approval by the Board, in order to facilitate the executive staff and not hamstringing operations. It was noted that the Board would decide the makeup of the Executive Committee and the limits of its authority, and that an Executive Committee would take some of the burden off the Governors, allowing them to spend more time on policy-related issues. President Gipe reminded the Board that one of the rare criticisms of this Board by Mark Engle, facilitator of the Board's retreat in July 2015, was the lack of an Executive Committee, even though Executive Committees are currently standard Board practice.

Chair Harkins thanked the Board for its input and advised that discussions would continue on these items at the Board's January 22-23, 2015, meeting. He concluded by announcing that the next BOG Governance Work Group meeting would be on December 1, 2014, at 2:00 pm, at the WSBA offices.

THE FUTURE OF CONTINUING LEGAL EDUCATION (CLE) AT WSBA – Megan McNally, Director of Advancement/Chief Development Officer, and Peg Giffels, Education Programs Manager

Director of Advancement McNally and Education Programs Manager Giffels delivered a presentation to equip the Board with information and context for its generative discussion on which direction the organization should take with regard to CLE programming. Manager Giffels explained the current state of CLEs in Washington and noted that, while WSBA is the only mandatory CLE regulator in the state (under delegated authority of the Court), it is but one of many CLE providers in Washington. One of five active Washington lawyer earn at least one CLE credit from WSBA each year. Director McNally reviewed WSBA-CLE successes and trends over