

**BOG LEGISLATIVE COMMITTEE**

**Meeting Minutes**

*December 2, 2019*

**Governors present by phone:** Chair Kyle Sciuchetti, Tom McBride, Jean Kang, Rajeev Majumdar, Dan Clark, Brian Tollefson, Alec Stephens, Paul Swegle

**Staff present by phone:** Sanjay Walvekar, Russell Johnson, Sara Niegowski, Terra Nevitt

**Guests present by phone:** Mike Hutchings (CARC), John Reed (CARC), Professor Diane Dick (CARC)

---

**SUMMARY OF ACTION TAKEN**

Item Discussed	Bill Number	Vote	Comments
Motion to approve the recommendation of the Legislative Review Committee with regards to CARC's board gender diversity proposal	n/a	Passes. 6 ayes, 2 abstentions	Roll call vote (see minutes below)
Motion to recommend to the BOG that the BOG delegate matters regarding the ABA to the BOG Legislative Committee	n/a	Passes. 6 ayes, 1 nay	Roll call vote (see minutes below)

**WSBA Board of Governors Legislative Committee (BLC) Chair Kyle Sciuchetti began the meeting at 3:33 pm.**

- The two items for discussion are a CARC legislative proposal regarding gender diversity on corporate boards and the committee's involvement in ABA matters.

**Discussion of CARC legislative proposal:**

- The BOG approved one of CARC's two legislative proposals. The two items make up one bill. The committee does not need to discuss the first proposal (technical revisions to RCW 23B), which was already approved at the November BOG meeting, but would like to hear from guests about the board gender diversity proposal
- Mr. Hutchings gave the BLC an overview of the board gender diversity proposal.
- The committee asked questions of the guests regarding stakeholder outreach, the California bill, and broader diversity issues.

**Action item: President Majumdar motions to approve the recommendation of the Legislative Review Committee with regards to the board gender diversity proposal.**

**Gov. Stephens seconds.**

- Chair Sciuchetti asks for any further discussion.
- Gov. Swegle, Gov. Stephens, Gov. Tollefson, and Gov. McBride discuss concerns about the bill's enforcement provisions and the proposal's viability without CARC's support.

**Gov. Tollefson amends the motion to enable CARC to bring this to legislature but to have the WSBA take no position**

**Gov. Swegle seconds the amendment.**

**Roll call vote on amendment:**

**Tom McBride: No**

**Jean Kang: No**

**Rajeev Majumdar: No**

**Dan Clark: No**

**Alec Stephens: No**

**Brian Tollefson: Yes**

**Paul Swegle: Yes**

**Kyle Sciuchetti: No**

**Motion fails: 2 in favor, 6 against.**

**Roll call vote on original motion:**

**Tom McBride: Yes**

**Jean Kang: Yes**

**Rajeev Majumdar: Yes**

**Dan Clark: Yes**

**Alec Stephens: Yes**

**Brian Tollefson: Abstain**

**Paul Swegle: Abstain**

**Kyle Sciuchetti: Yes**

**Motion passes: 6 in favor, 0 against, 2 abstentions.**

**Discussion of ABA matters:**

- President Majumdar explained a suggestion that was brought to him by a member of the ABA. He was told that the WSBA is not very heavily involved in ABA legislative matters and that the BOG is not well suited to responding to their ABA delegates' needs. The BOG meets infrequently and irregularly as compared to the ABA. Because the BLC acts as a more rapid-response body and conducts GR 12.2 analysis, the BLC could recommend to the larger BOG that they can handle ABA delegate matters.

**Action item: President Majumdar makes a motion that the BLC recommend to the BOG that the BOG delegate matters regarding the ABA to the BLC.**

**Gov. Stephens seconds.**

**Roll call vote on motion:**

**Tom McBride: Yes**

**Jean Kang: Yes**

**Dan Clark: Yes**

**Rajeev Majumdar: Yes**

**Alec Stephens: Yes**

**Paul Swegle: No**

**Kyle Sciuchetti: Yes**

**Motion passes: 6 in favor, 1 against.**

**Meeting adjourned by Chair Kyle Sciuchetti at 4:30 pm.**