

# WASHINGTON STATE BAR ASSOCIATION

## GOVERNANCE COMMITTEE

### Meeting Minutes

June 11, 2025

The virtual meeting was called to order at 3:30 p.m. by the chair.

**Present:** Governors Kevin Fay (chair), Francis Adewale, Dan Clark, Parvin Price; Staff liaisons: Cate Schur, Darlene Neumann; **Interested party:** Governor Kari Petrusek. **Excused:** Governor Matthew Dresden

#### Future Meeting Schedule

The committee agreed to meet once a month. The next meetings will be held on July 11, 2025, 1 pm – 2:30 pm, and August 13, 2025, 3:30 pm – 5 pm.

A Microsoft Teams channel was created for the committee to collaborate on files and participate in meetings. After discussing the ease and usability of Teams, the committee decided to hold future meetings on Zoom.

#### Framework for WSBA policies, procedures, and guidelines

Staff discussed information in the meeting materials from the University of Wisconsin which defined criteria for policy, procedure, and guideline which may be helpful as the committee thinks about policy documents.

#### Identifying policy pain points

Staff suggested surveying current and former BOG members and WSBA staff to identify specific pain points in the bylaws and BOG policies. The responses may be used to inform and advise the next committee on specific policies or bylaws to address. Members agreed the survey was a good idea.

- Staff will draft survey questions for the committee's review at the next meeting.

#### Policies to prioritize

Given the committee's short timeframe, members discussed prioritizing work that can be completed by the September 2025 Board of Governors meeting. Discussion followed on two priority issues from the WSBA General Counsel regarding WSBA Bylaws Article IV.D, Political Activity, and the Conflict of Interest policy.

The chair discussed a systematic review of all the board's policies. In addition, the chair identified the legislative comment policy as a priority. Discussion followed on the policy and staff indicated that revision of this policy is already underway by WSBA's Legislative Affairs Manager.

#### Next steps are:

- The chair will draft a redline of the political activity bylaw for the next meeting.
- Staff will research the legal background of the political activity bylaw and the conflict of interest policy, including preparing a draft conflict of interest policy.
- Staff will provide member access to the linked document referenced in the General Counsel memo.

#### Adjournment:

The meeting was adjourned at 4:25 p.m. The next meeting will be held on July 11, 2025, at 1 pm.