

**STATE BAR OF GEORGIA  
BOARD OF GOVERNORS  
MEETING MINUTES  
Saturday, January 11, 2020/9:00 a.m.  
The Fox Theatre/Atlanta, GA**

The 281<sup>st</sup> meeting of the Board of Governors of the State Bar of Georgia was held at the date and location shown above. Darrell Sutton, President, presided.

Special Recognition

Sutton recognized the members of the judiciary, the past presidents of the State Bar, and other special guests in attendance. Sutton also recognized two new Board of Governors members, C. Lee Davis (Cobb Circuit Post 3) and the Honorable Kathryn Powers (Clayton Circuit Post 1).

Roll Call

Secretary Sally Akins circulated the roll for signature. The list of those in attendance is attached as Exhibit A.

Future Meetings Schedule

Sutton reviewed the Future Meetings Schedule.

18<sup>th</sup> Annual Thomas O. Marshall Professionalism Award

The Bench and Bar Committee's Chief Justice Thomas O. Marshall Professionalism Award honors one lawyer and one judge who have and continue to demonstrate the highest professionalism conduct and paramount reputation for professionalism. The recipients of the 18<sup>th</sup> Annual Chief Justice Thomas O. Marshall Professionalism Award were the Hon. Harris P. Hines and Christopher A. Townley.

Sutton reported that since Chris Townley was unable to attend the Midyear Meeting due to health issues, he and Executive Director Jeff Davis presented the award to Chris on January 8 at his home. Thereafter, Sutton presented the 18<sup>th</sup> Annual Thomas O. Marshall Professionalism Award for the Honorable Harris Hines posthumously to his wife, Helen Hines.

Distinguished Service Award

Immediate Past President and Court of Appeals Judge Ken Hodges presented the Honorable Herbert A. Phipps with the Distinguished Service Award. This is the highest accolade bestowed by the State Bar of Georgia for conspicuous service to the cause of jurisprudence and to the advancement of the legal profession in the state of Georgia.

Midyear Members' Meeting

Sutton called to order the Midyear Members' Meeting of the State Bar of Georgia. Pursuant to Article II, Section 4 of the State Bar Bylaws, at least fifty active members were present at the meeting, thereby constituting a quorum.

Proposed Bylaws Changes

Following a report by Sutton, the Board of Governors approved the following proposed Bylaws changes (Exhibit B) by unanimous voice vote:

- 1) Bylaw Article I Members, Section 10. Member Unable to Practice Law due to a Disability
- 2) Bylaw Article I Members, Section 3. Inactive Member Status
- 3) Bylaw Article VIII Committees—Generally—Section 1. Standing Committees and Section 2. Special Committees

### Board of Governors Meeting Convened

Following a motion, second and unanimous voice vote, Sutton adjourned the Members Meeting and reconvened the Board of Governors Meeting of the State Bar of Georgia.

### Proposed Rules Changes

Following a report by Sutton, the Board of Governors, by unanimous voice vote, approved recommending to the Supreme Court of Georgia the following proposed Rules changes (Exhibit C):

- 1) Rule 10.104. Board of Trustees
- 2) Rule 1-202. Membership Status

### Amendments to Standing Board Policy 100

Following a report by Sutton, the Board of Governors, by unanimous voice vote, approved proposed amendments to Standing Board Policy 100 (Exhibit D).

### Minutes of the 280<sup>th</sup> Meeting of the Board of Governors

Secretary Akins presented the minutes of the Board of Governors meetings held October 19, 2019, at the DeSoto Hilton in Savannah, Georgia. The Board of Governors approved the minutes by unanimous voice vote.

### Programs Assessment

Sutton recapped the basis for the assessment of Bar programs, including Bar leadership's desire to implement and follow a process that ensures any future dues increases are only what are absolutely necessary. This process required an objective review of the Bar's programs, and the Programs Committee undertook that effort.

The Board of Governors was then directed to the following information related to members' inquiries: 1) BASICS Budget Information, 2) Georgia Resource Center Funding Sources, 3) Dues History, and 4) Executive Summary & Attachments. Sutton then reviewed the Cash Activity Projections, License Fee and Assessments notices, the Definition of Ratings used by the Programs Committee, the State Bar of Georgia Programs and Related Entities Chart, and the original programs recommendations considered by the Board of Governors. Following this, Sutton reported about the status of each recommendation.

First, he reported that the recommendation to eliminate funding for The Resource Center had been eliminated, and the Board took no further action about this recommendation.

Second, Sutton reported that the recommendation to sunset the MLAP was rendered moot by GLSP's agreement to fund the program in conjunction with MLAP becoming a subset of the Bar's Pro Bono Project.

Third, Sutton reported that discussions between Bar leadership and the BASICS program's leadership have resulted in an agreement that would eliminate the need for any action on the recommendation to the Board to eliminate the funding of the BASICS program. Under that agreement, BASICS will seek funding from the Georgia Bar Foundation (GBF) in July 2020. The Bar will meanwhile allocate up to one quarter's funding (\$37,500) for the program as part of the Bar's 2020-21 fiscal year budget, to be used by BASICS if and to the extent there is a delay in receipt of funding from GBF, a shortfall in funding received from GBF, or if funding is refused by GBF. Also, the approximately \$70,000 in restricted funds housed at the Bar but belonging to BASICS will be available to BASICS once it is no longer being funded by the Bar, for use in funding any shortfall, gap or wind-down that may be necessary and that exceeds the \$37,500 provided by the Bar. No member of the Board of Governors voiced an objection to

this agreement. Sutton thanked Michael Terry and Seth Kirschenbaum for their leadership and work reaching this agreement.

Sutton reported that this left for Board action only the recommendation to eliminate Bar funding for iCivics. The Board of Governors, by unanimous voice vote, approved a motion eliminating the funding for the iCivics program.

#### Georgia Legal Services Program (GLSP) Board Appointments

The Board of Governors, by unanimous voice vote, approved the appointments of Matthew Howell and Meghan Magruder to the GLSP Board of Trustees to fill two unexpired terms through June 2020.

#### Nominations of ABA Delegates

The Board of Governors, by unanimous voice vote, nominated the following attorneys for two-year terms to the Georgia ABA Delegate Posts indicated. These positions are open to Georgia lawyers who are members of the ABA, and anyone else interested in running for any of the three posts can do so by filing a petition as outlined in Article VII, Section 1 of the Bylaws.

<u>Post</u>	<u>Delegate</u>
1	Robert Rothman
3	C. Elisia Frazier
7	Gerald Edenfield

#### Nominations of State Bar Officers

The Board of Governors received the following nominations for State Bar officers for the 2020-2021 Bar year. There being no others, the Board of Governors unanimously declared the nominations closed.

<u>Office</u>	<u>Nominator</u>	<u>Nominee</u>
Secretary	Hon. Dax Eric Lopez Patrick T. O'Connor (Seconding)	J. Antonio DelCampo
Treasurer	Ivy N. Cadle Nicole C. Leet (Seconding)	Sarah (Sally) Brown Akins
President-elect	Carl R. Varnedoe Amanda R. Clark-Palmer (Seconding)	Elizabeth L. Fite

#### Advisory Committee on Legislation (ACL)

ACL chair Amy Howell reported on the activities of the ACL. She gave a special thanks to Senators (and Board members) Jen Jordan and John Kennedy, and House Judiciary Chair Barry Fleming, who participated in the legislative panel held a day earlier. Amy also thanked Director of Governmental Affairs Christine Butcher Hayes and the Bar's legislative consultants, Rusty Sewell, Mark Middleton, and Roy Robinson, for their work and support. Thereafter, the Board of Governors took action on the following proposed legislation.

<u>Legislative Proposal</u>	<u>Germane to Purposes of the Bar</u>	<u>Support on Merits 2/3 Majority</u>
Judicial Council of Georgia 1) \$800,000 FY 2020-21 Budget Request for The Resource Center	Passed by unanimous voice vote	Passed by unanimous voice vote

### Real Property Law Section

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| 1) Support for Remote Online Notary Legislation<br>(so long as it has the necessary fraud protections<br>and a carve out for trusts and estates) | Passed by unanimous<br>voice vote | Passed by unanimous<br>voice vote |
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### Legislative Update

Director of Governmental Affairs Hayes reported that the General Assembly will convene Monday, January 13, and also thanked the legislators who participated in the prior day's legislative panel. Hayes reported that budget discussions will comprise a large part of the General Assembly's work this year, as will talks about legalizing sports game betting and the state takeover of Hartsfield-Jackson International Airport. She indicated the Bar will be keeping an eye on any bills that may result from a recent study on the impact of tort reform, and the potential creation of nine new judgeships. Lastly, she told everyone to watch for legislative updates via the Bar's website, and to contact her or the Bar's legislative consultants as needed.

### Treasurer's Report

Treasurer Elizabeth Fite reported on the Bar's finances and investments.

She reviewed the timeline for setting the 2020-21 dues and budget. The Executive Committee will receive a recommendation from the Finance Committee on the dues level, and the dues level will be presented to the Board of Governors for approval at the Spring Board meeting. The Executive Committee will also receive a recommendation from the Finance Committee on the budget, and the budget will be presented to the Board of Governors for approval at the Annual Meeting.

She stated that since ICLE's October financials were not complete, they were not included with the agenda for this meeting, but will be included with the agenda for the Spring Board of Governors meeting. Elizabeth also reported that we are currently working on solutions regarding the Clients' Security Fund, whose balance is now less than \$1 million. Lastly, Elizabeth encouraged Board members to educate their constituencies about the importance of giving to the Bar's legislative fund.

The Board of Governors received the combined Operations and Bar Center Consolidated Revenues and Expenditures Report as of October 31, 2019; Bar Center Revenues and Expenditures Summary as of October 31, 2019; Income Statement YTD-Operations as of October 31, 2019; Status and Use of Cash Investments as of October 31, 2019; Board-Designated and Donor Temporarily Restricted Net Assets as of October 31, 2019; Summary of Members and Voluntary Legislative Contributions Paid through October 31, 2019; Summary of Members and Voluntary Contributions to GLSP Paid through October 31, 2019; Legislative Activity Report from July 1, 2018 through October 31, 2019; and Clients' Security Fund Activity Summary as of October 31, 2019.

### Young Lawyers Division (YLD)

YLD President Will Davis reported on the activities of the YLD. The YLD continues to be active statewide and meetings continue to attract first-time attendees.

Will announced that the HSMT regional competition will take place February 1, 2020, and the finals March 21-22, 2020. Will indicated both competitions need volunteers.

Will also reported that the 2020 Leadership Academy kicked-off its first session a day earlier. Session 2 will take place at the YLD Legislative Affairs Committee's 32<sup>nd</sup> Annual Capital Leadership Luncheon February 4, 2020. Session 5 will be held in conjunction with the 11<sup>th</sup> Circuit Judicial Conference May 9, 2020, where Academy participants can be sworn in to the U.S. Supreme Court.

Will further reported that the 14<sup>th</sup> annual Signature Fundraiser will benefit GLSP and be held March 21, 2020. Following just a month after this will be the YLD Spring Meeting, which will be held in Athens April 24-26, 2020.

Lastly, Will recognized the YLD Women in the Profession Committee, co-chaired by Samantha Dorsey and Jena Emory, for its outstanding work.

The Board of Governors also received a written report on the activities of the YLD.

#### Lawyer Assistance Program (LAP)

LAP Committee chair Lynn Garson reported on the committee's activities.

Lynn reported that LAP confidentially assists Bar members with all forms of substance abuse and mental health issues, including depression, anxiety and stress. There has been an increase in usage of the counseling services promoted by LAP due in part to the #UseYour6 promotion and other outreach by LAP and the Wellness committee. LAP also has created a peer-to-peer volunteer program called Lawyers Helping Lawyers (LHL). It is an online matching system for attorneys seeking peer support.

Lynn further reported that with Court of Appeals Judge Ken Hodges assistance, Court of Appeals judges will speak about LAP/LHL for a few minutes when making presentations to bar-related organizations and other legal entities. LAP is encouraging ICJE to do the same at its judicial seminars.

Lynn urged Board members outside the metro area to encourage their colleagues to become engaged with LAP.

Lastly, Lynn reported on the ABA's Well-Being Pledge & Campaign, which is a pledge campaign to improve mental health and well-being of lawyers. Many large law firms have already pledged to support the initiative and adopt its framework.

#### Senior Lawyers Committee

Senior Lawyers Committee chair Bill Gentry reported about the committee's activities. The committee's purpose is to develop resources for attorneys and educational programs about cognitive impairment, financial planning, and law practice succession, and to assist the Office of General Counsel. Bill reported that the committee helped bring about the designation of a successor attorney on the dues statement, and members' response to that has been very good. Ongoing committee projects include the creation of a retired member status to help those attorneys experiencing cognitive issues make a dignified exit from the practice, and working on a web portal where attorneys can obtain resources to use preparing their succession plan and designated attorneys can find information about how to manage the transition of another lawyer's practice.

#### Chief Justice's Commission on Professionalism (CJCP)

CJCP executive director Karlise Grier reported about the upcoming Suicide Awareness Program April 28, 2020, at the State Bar Conference Center. Sally Yates will moderate the event and confirmed speakers include State Bar Past President Robin Frazer Clark and Executive Committee Member R. Javoyne Hicks, Dr. Ben Hunter, Eric Lang, and Judge Bill Reinhardt. The program will also be livestreamed.

Karlise also announced that the 21<sup>st</sup> Annual Justice Robert Benham Awards for Community Service will be held March 14, 2020 at the Omni Atlanta Hotel at CNN Center.

Office of General Counsel

The Board of Governors received a written report from the Office of the General Counsel.

Communications Media Report

The Board of Governors received a written media report from the Communications Department.

Professional Liability Insurance (PLI) Committee Report

The Board of Governors received a written media report from the Professional Liability Insurance Committee.

Law Practice Management Program

The Board of Governors received a written report from the Law Practice Management Program.

Chief Justice's Commission on Professionalism

The Board of Governors received a written report from the Chief Justice's Commission on Professionalism.

Military Legal Assistance Program

The Board of Governors received a written report from the Military Legal Assistance Program.

Old Business

There was no old business.

New Business

Ira Foster announced that Justice Robert Benham is the guest speaker at the Dr. Martin Luther King, Jr. Unity Breakfast Saturday morning, January 18, 2020, at the First Baptist Church in Warner Robins.

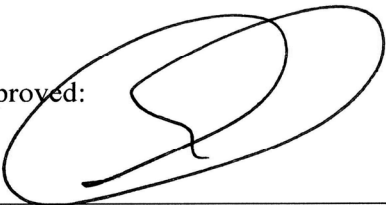
Remarks/Q&A/Comments/Suggestions

Sutton opened the floor to remarks, questions, comments and suggestions.


Adjournment

There being no further business, the meeting was adjourned at 11: 25 a.m.

Approved:



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Darrell L. Sutton, President

  
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Sarah B. (Sally) Akins, Secretary