

**STATE BAR OF GEORGIA
BOARD OF GOVERNORS
MEETING MINUTES
Saturday, June 12, 2021, 9:00 a.m.
Wild Dunes Resort/Isle of Palms, South Carolina
Hybrid and available via Zoom**

The 288th meeting of the Board of Governors of the State Bar of Georgia was held at the date and location shown above. President Elizabeth L. Fite presided.

Pledge of Allegiance

Supreme Court of Georgia Justice Carla Wong McMillian led the pledge of allegiance to those in attendance.

Invocation

Board of Governors Member C. Sutton Connelly gave the invocation.

Special Recognition

President Elizabeth L. Fite recognized the members of the judiciary, the past presidents of the State Bar and other special guests in attendance.

Welcome to New Officers and Board Members

President Elizabeth L. Fite recognized the new officers and Board of Governors members.

Roll Call

Secretary Ivy Cadle circulated the roll for signature for in-person attendees. Those attending virtually were marked present through a Zoom report. The list of those in attendance is attached as Exhibit A.

Future Meetings Schedule

President Elizabeth L. Fite reviewed the Future Meetings Schedule.

Section Awards

Immediate Past President Dawn M. Jones presented the Section Awards. Section awards are presented to outstanding sections for their dedication and service to their areas of practice, and for devoting endless hours of volunteer effort to the profession. The Equine Law Section was awarded Section of the Year. The Construction Law Section, the Fiduciary Law Section and the Nonprofit Law Section were awarded Section Awards of Achievement. Peter Crofton, chair of the Construction Law Section, accepted the award on behalf of the section. The remainder of the sections will receive their awards following the meeting.

Approval of President's Appointments to the State Disciplinary Boards

The Board of Governors approved the following presidential appointments to the State Disciplinary Boards by unanimous voice and poll vote:

State Disciplinary Board

John Herbert Cranford Jr., Newnan (2024)
Robert Rogers Giannini, Lawrenceville (2022)
Jeffrey R. Harris, Savannah (2024)
Margaret Ware Sigman Puccini, Savannah (2024)

State Disciplinary Review Board

At-Large: D. Pearson Beardsley, Atlanta (2024)
Lay Member: Susan Leger-Boike, Cordele (2024)

Formal Advisory Opinion Board

Georgia Trial Lawyers Association: C. Andrew Childers, Atlanta (2023)
Georgia Defense Lawyers Association: Jacob Edward Daly, Atlanta (2023)
Young Lawyers Division: Donovan Keith Eason, Savannah (2023)
Member: David Neal Lefkowitz, Athens (2023)
At-Large: Edward B. Krugman, Atlanta (2023)
John Marshall: Jeffrey Alan Van Detta, Atlanta (2023)
Mercer University: Patrick E. Longan, Macon (2023)
University of Georgia: Lonnie Theodore Brown Jr., Athens (2023)

Approval of the ICLE Board

The Board of Governors approved the proposed 2021-2022 ICLE Board by unanimous voice and poll vote.

Approval of 2021-2022 Standing, Special & Program Committees and Boards

The Board of Governors approved the proposed 2021-2022 Standing, Special & Program Committees and Boards by unanimous voice and poll vote.

President's Address

President Elizabeth L. Fite delivered the President's Address (Exhibit B).

Nominations to the Judicial Qualifications Commission (JQC)

Following a report by President Elizabeth L. Fite, the Board of Governors, by unanimous voice and poll vote, approved the following list of nominees, as revised, to the Judicial Qualifications Commission, which was submitted by the JQC Nominating Committee: Robert O. Bozeman, M. Gino Brogdon Sr., Caren Cloud, J. Anderson "Andy" Davis, Jeffrey Reese Davis, Keith Elliot Gammage, W. Pope Langdale, Tiffany Darcel, Williams Roberts, Toronda "Tori" Michelle Silas and R. Gary Spencer. Pursuant to O.C.G.A. § 15-1-21, the names will be provided to Lt. Gov. Geoff Duncan.

Treasurer's Report

Treasurer Tony DelCampo reported on the Bar's finances and investments. He reported that the financial strength of the Bar is good and referred the Board of Governors to the written financial reports in the Board Book. DelCampo called specific attention to the variance explanations, where any line item that exceeds more than \$100 is explained and how each variance will be handled within each departmental budget. He explained that the Bar was budgeted at a net loss of \$336,081, and the Bar Center Operations were budgeted at a net gain of \$550,592. DelCampo reported that the Georgia Public Defender Council moved out of the Bar Center and is no longer a tenant, reducing the amount of the anticipated rental income. Because of the pandemic, parking deck revenue was also reduced. However, due to the ongoing pandemic, these changes were expected, and everyone continues to be focused on the budget as they work to mitigate the loss of revenue from tenant and parking income.

The Board of Governors received copies of the combined Operations and Bar Center Consolidated Revenues and Expenditures Report as of March 31, 2021; Bar Center Revenues and Expenditures Summary for the Nine Months Ending March 31, 2021; Year to Date Operations Income Statement Ending March 31, 2021; Status and Use of Cash Investments as of March 31, 2021; Board-Designated and Donor Temporarily Restricted Net Assets as of March 31, 2021; Summary of Members and Voluntary Contributions to GLSP Paid through March 31, 2021; Summary of Members and Voluntary Legislative

Contributions Paid through March 31, 2021; Legislative Activity Report from July 1, 2020 through March 31, 2021; Summary of Clients' Security Fund Activity for the Current Period Ending March 31, 2021; and Institute of Continuing Legal Education Income Statement Ending March 31, 2021.

2021-2022 State Bar Budget

Treasurer Tony DelCampo presented the Fiscal Year 2021-2022 Proposed Consolidated Budget and ICLE Budget (Exhibit C), which the Board of Governors approved by majority voice and poll vote. The proposed Consolidated Budget reflects the following:

- 1) License fees at \$254 for active members and \$127 for inactive members, which represents no license fee increase from the 2020-2021 Bar year;
- 2) Section dues to be reflected on the license fee statement ranging from \$10-\$40; and
- 3) Continuation of the assessment required by Bar Rules regarding the Clients' Security Fund (\$100 @ \$25/year, beginning with the second full fiscal year following a member's year of admission); and
- 4) Professionalism Fee (\$11) (mandated by the Supreme Court); and
- 5) Continuation of a \$100 voluntary contribution for the Legislative and Public Education Fund; and
- 6) A suggested \$400 individual contribution (\$100 for young lawyers) for the Georgia Legal Services Program.

Financial Resolutions

The Board of Governors approved the following financial resolutions by unanimous voice and poll vote:

- 1) As required by Article V, Section 8 of the Bylaws, that the President be authorized to secure a blanket fidelity bond to cover all officers, employees and other persons handling State Bar funds as is required by Article V, Section 8 of the Bylaws.
- 2) Pursuant to Article V, Section 6 of the Bylaws, the Board directed that the State Bar of Georgia and related entities open appropriate accounts with such banks in Georgia, but excluding any bank that does not participate in the IOLTA Program, and other such depositories as may be recommended by the Finance Committee and/or Investment Committee, and designated by the Executive Committee of the Board of Governors of the State Bar of Georgia, and that the persons whose titles are listed below are authorized to sign an agreement to be provided by such banks and customary signature cards, and that the said banks are hereby authorized to pay or otherwise honor any check drafts, or other orders issued from time to time for debit to said accounts when signed by two of the following: the treasurer, the president, the immediate past president, the executive director, the office manager and the general counsel, provided either the president or the treasurer shall sign all checks or vouchers and that said accounts can be reconciled from time to time by said persons or their designees. The authority herein given is to remain irrevocable so as said banks are concerned until they are notified in writing of such revocation of authority and in writing, acknowledge receipt thereof.

- 3) That Mauldin & Jenkins be designated as the independent auditing firm to audit the financial records of the State Bar of Georgia for the fiscal year 2020-2021.

Executive Director Election

The Board of Governors elected Damon Elmore as executive director for the 2021-2022 Bar year by unanimous voice and poll vote.

Election Schedule 2021-2022

The Board of Governors approved the proposed 2021-2022 Elections Schedule (Exhibit D) by unanimous voice and poll vote.

Election Committee Recommendation

The Board of Governors, by unanimous voice and poll vote, approved the Election Committee's recommendation of changing how members choose to receive paper ballots from opt-out to opt-in. In the past three years, 78-81% ballots that were cast in the BOG election were electronic. Changing to an opt-in method will reduce the cost of the election by approximately \$17,000 to \$18,000. The committee is planning a publicity strategy to ensure members are well informed of the changes to the process and encouraged to participate in the election.

Executive Committee Election

The Executive Committee election was held with the following results after the Board of Governors accepted the slate of candidates by majority voice and poll vote:

One-Year Term 2021-2022

Nominations:

Candidate: Bill Gentry
Nominator: Darrell Sutton
Seconded: Tina Roddenbery

Results:

Elected by majority ballot vote for a one-year term

Candidate: Nicole Leet
Nominator: Will Davis
Seconded: Amy Walters

Two-Year Term 2021-2022

Nominations:

Candidate: R. Javoyne Hicks
Nominator: Judge Shondeana Morris
Seconded: Lester Johnson

Elected by majority ballot vote for two-year term

Candidate: Shiriki Jones
Nominator: Amy Howell
Seconded: Brandon Peak

Elected by majority ballot vote for two-year term

Candidate: Nicole Leet
Nominator: Will Davis
Seconded: Amy Walters

Candidate: David S. Lipscomb
Nominator: Gary Spencer
Seconded: John Haubenreich

Elected by majority ballot vote for two-year term

Georgia Legal Services Program Appointments

By unanimous voice and poll vote, the Board of Governors approved the appointments of William Gregory II, Tennell Lockett, Darrell Sutton and Suzanne Werner for two-year terms to the Georgia Legal Services Program Board.

Chief Justice's Commission on Professionalism Appointment

By unanimous voice and poll vote, the Board of Governors approved the appointment of Christopher J. Chan for a three-year term to the Chief Justice's Commission on Professionalism.

Young Lawyers Division President's Report

YLD President Elissa Haynes said that she was grateful to be the 75th president of the Young Lawyers Division this year, and she thanked Outgoing YLD President Bert Hummel for his service and dedication to the YLD during a difficult year where almost all meetings and events were held via Zoom. Haynes stated that her goals will be: 1) encouraging and promoting inclusivity and involvement in the YLD, and she encouraged Board members to help support young lawyers in their participation in the YLD; 2) increase legislative involvement from young lawyers because of the extremely low number of lawyers in the Legislature; 3) greater interaction between the YLD and the Board of Governors, holding joint meetings and gatherings; and 4) focusing on technology, including a virtual option for all of her meetings to encourage participation. Haynes also plans to create a YLD-wide listserv for people who may not have the benefit of a law firm or access to a listserv like GDLA or GTLA, so they can ask questions or receive support; focus on attorney wellness; secure new and interesting speakers for YLD CLEs and events; create a Hamilton-themed CLE for Constitution Day; and continue the momentum of the Legal Food Frenzy.

Executive Director's Report

Executive Director Damon Elmore reported on current Bar operations. He thanked everyone for their vote of confidence and extension of his term as executive director. Elmore reported that Bar staff will begin working from the Bar Center and satellite offices beginning in July, on a staggered schedule to ensure the safest re-entry into the buildings. The Coastal and South Georgia offices have been hosting small meetings and space for depositions for our members, leading the way in helping us determine the best way to hold larger meetings and gatherings. Elmore took time to highlight the work of several departments over the past several months, illustrating that the work of the Bar has continued despite the pandemic.

He reported that he will be focusing on the following items in the coming months: 1) continuing to work on plans to attract new tenants and optimize the use of 104 Marietta Street; 2) being intentional and connecting with members and key stakeholders to share the story of the work we are doing and gathering feedback, opinions and suggestions as we are always open to improve and enhance our value; and 3) get into a groove of supporting our staff and carrying out the work of the Board of Governors and Bar leadership. Elmore thanked President Dawn Jones and Chief Justice Harold Melton for supporting him in his new role.

Chief Justice's Commission on Professionalism Report

Hon. Susan Edlein reported on the activities of the Chief Justice's Commission on Professionalism. CJCP has offered many CLEs over the last several months. In March, CJCP held the "Unparalleled Unity" CLE that was attended by 1,600 people. The CLE focused on how the legal profession can lead the way in bridging the gap of division and social unrest we are currently facing in society. In April, CJCP hosted the Suicide Awareness Program, where many spoke honestly and bravely about a very difficult topic. Judge Edlein directed Board members to CJCP's website to volunteer for the upcoming law school orientations and to find more information about grant applications.

Georgia Bar Foundation Report

There was no report.

Legislative Report

Governmental Affairs Director Christine Butcher Hayes reported that the Bar successfully lobbied the passing of both the family law bill and guardianship rewrite bill. The online notary bill did not pass and will continue next year in the second year of the session. Hayes reported on HB 166, a bill that would require the Bar to remit its funds to the General Assembly for appropriation on an annual basis, and HR 427, a study committee that would solely be done by the House that would look at the structure and function of the Bar as well as how it budgets its funds. Neither the bill nor the study committee ended up getting a vote in the House, but both will continue into next year because it was the first year of the legislative session. She said they plan to use the leadership of the Bar and lobbying team to educate members of the Legislature and the Bar about the Bar's structure and operations in regards to both disciplinary and administrative duties. She reported on HB 411, a bill to create a prosecuting entity similar to the JQC for district attorneys and solicitors. It did not pass during session but will continue next year. She introduced Kyle Williams as the new chair of the Advisory Committee on Legislation and thanked Javoyne Hicks for her service as last year's chair. She stated that she was grateful for the support of the Bar's contract lobbyists Rusty Sewell, Mark Middleton and Roy Robinson. Lastly, Hayes thanked the Bar's leadership and the Board of Governors for their support of the legislative program.

Georgia Statewide Business Court Report

Hon. Walt W. Davis reported on the Georgia Statewide Business Court. He said that it had been two years since the governor asked him to take on and create the Business Court, which officially opened on Aug. 1, 2020. He reported that they created the Business Court and got it running by: 1) building, designing, developing rules and a web presence; and 2) marketing the Business Court with many speaking engagements. As a result, the Business Court has had 37 cases filed since August. Judge Davis offered to visit any place to tell people about the new Business Court.

Clients' Security Fund

Secretary Ivy Cadle gave an informational report on the Clients' Security Fund. He said that the Board continuously looks for ways to be good stewards of the Bar's money, and the Clients' Security Fund is a potential assessment on members. He wanted the Board to be educated on the subject so they could in turn educate their constituents. The CSF is a pool of funds that the State Bar has in order to pay clients when their lawyer steals their money. It does not have anything to do with malpractice insurance, but rather just the theft of money from clients. The Board of Trustees reviews the individual claims, and there is a limit of \$25,000 per claim. Cadle said that in considering the Clients' Security Fund, the Board should remember that the mission statement of the Bar is to protect the public, and this fund directly protects the public from unethical attorneys. Those attorneys are typically subject to disciplinary action, and if they try to be reinstated, they must pay back all the funds that were paid on their behalf as part of their reinstatement.

Cadle said that the question is how we fund this program going forward. The rules on funding this program were initially passed in the 1980s. Cadle pointed out that as we have more lawyers and more claims, and it is time for the rules to be reviewed and updated. Traditionally, it's been funded by Rule 1-506, where each new member of the Bar is charged \$100, payable over four years at \$25 per year. Historically, that is approximately \$200,000 per Bar year. There is a maximum payout of \$500,000 each year, and the trustees and program usually run out of funds about halfway through the year. The funding gap was made up by a CCLC grant of \$388,000 in June 2020, and then a \$1 million transfer from the ICLE account was approved in March 2021. The money from the CCLC was accompanied by an expectation from the Supreme Court of Georgia that a permanent funding solution be found. The money from ICLE was moved into the CSF to avoid an assessment, up to \$25 per Bar member, during the pandemic.

Cadle reported that currently, the fund balance is \$1.9 million, giving the Board time to figure out how to fix this issue permanently. There is a Bar rule that says if the fund goes below \$1 million, all members have to be assessed an amount that will bring the fund back up to \$1 million. Past President Bob Kauffman, as a long-time trustee of the CSF, was asked how to best fund it. Kauffman proposed, and the trustees unanimously approved, that the Bar seek a level of contribution of \$15 per year from every lawyer. This amount would be added to the Bar dues and would then be designated to the CSF, which would give the fund the right amount of money to continue operating. At the same time, there are rules that would need to be updated to reflect this change. Cadle stated that he believes the program is important as it gives the Bar a chance to make people whole again, even if it is not a perfect solution. All states have a Clients' Security Fund, and they all operate differently.

Board members requested that they receive statistics on what the average person is requesting to be reimbursed. They wanted to make sure that \$15 is enough, and if this amount truly makes it sustainable. Another Board member asked if any restitution is sought from the lawyer who stole money from their client. Cadle assured he would get this information to the Board prior to their next meeting.

State Bar of Georgia Audit Report

The Board of Governors received a copy of the State Bar of Georgia Audit Report for the year-end 2020 and related auditor's letter regarding governance.

Executive Committee Minutes

The Board of Governors received a copy of the minutes of the Executive Committee meeting held on Feb. 26, 2021, March 16, 2021, and April 16, 2021.

Office of the General Counsel

The Board of Governors received a written memorandum from the Office of the General Counsel with a link to access online the Annual Report of the Office of the General Counsel.

Insurance Committee

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

Fee Arbitration Program

The Board of Governors received a written report from the Fee Arbitration Program.

Law Practice Management Program

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

Sections' Annual Reports

The Board of Governors received written reports from the following sections: Administrative Law Section, Animal Law Section, Antitrust Law Section, Child Protection and Advocacy Section, Construction Law Section, Creditors' Rights Section, Employee Benefits Law Section, Equine Law Section, Family Law Section, Fiduciary Law Section, General Practice & Trial Law Section, Nonprofit Law Section and Professional Liability Section.

Unlicensed Practice of Law Program

The Board of Governors received a written report on the Formal Investigations undertaken by the Unlicensed Practice of Law Program.

Communications Media Report

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

Wellness Newsletter

The Board of Governors received a copy of Volume 1, Number 2, of the Wellness Newsletter, presented by the Attorney Wellness Committee.

Old Business

Fite reminded the Board of Governors that they would hear a presentation by the Professional Liability Insurance Committee at the 2021 Fall Board of Governors Meeting on Oct. 23, 2021.

New Business

There was no new business.

Remarks/Q&A/Comments/Suggestions

President Fite opened the floor to remarks, questions, comments and suggestions.

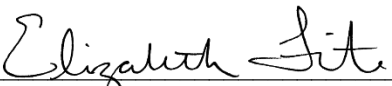
Adjournment

There being no further business, the meeting was adjourned at 12 p.m.



Ivy Cadle, Secretary

Approved:



Elizabeth D. Fite, President