



## **GOVERNANCE TASK FORCE/BYLAWS WORK GROUP TALKING POINTS**

### **History/Background on the Governance Task Force and Bylaws Work Group:**

- The Board created the Governance Task Force (Task Force) in 2012 to examine the Bar's governance structure.
- The Task Force was asked to review bar governance practices for consistency with best practices and their impact on the Bar's mission to serve the public and members. Per its charter, the Task Force distributed its report to both the Supreme Court and the BOG.
- The following outlines all public meetings held related to the Governance Task Force and its work:
  - ✓ The GTF met 18 times from 2012-2014.
  - ✓ The GTF provided an interim report in 2013 to the BOG and Supreme Court
  - ✓ A second interim report and recommendations was presented to the BOG in April 2014.
  - ✓ The GTF presented a Final Report and Recommendations in June 2014 to the BOG and Supreme Court.
  - ✓ The BOG held discussions on the GTF's final report over six meetings from November 2014 through June 2015. The Supreme Court also simultaneously reviewed the Task Force's report.
  - ✓ The BOG's response to the report received a first reading in July 2015.
  - ✓ The BOG adopted its final response to the GTF report in September 2015. It was subsequently submitted to the Supreme Court.
- Since the process began, notice of meetings has been provided, published materials have been made readily available for review and comment, and over 29 public meetings have been held, with the WSBA membership updated throughout the process.
- Member input was requested and received throughout the process.

### **Purpose of the Bylaws Work Group:**

- After adopting its response to the GTF report, The BOG created the Bylaws Work Group (Work Group) at the September 2015 BOG meeting to incorporate the Governance Task Force recommendations that implicate the Bylaws.

- All of the Work Group meetings are public and have been listed on the WSBA calendar. The meeting minutes and materials are posted on the [WSBA website](#). As of Aug. 8, the Work Group has met a total of six times.
- The Work Group was instructed to:
  - ✓ Review the policies adopted in the BOG's Response to the Task Force report.
  - ✓ Obtain any further guidance from the state Supreme Court on the recommendations.
  - ✓ Draft and recommend bylaw changes and/or other Board action needed to effectively implement the recommendations.
  - ✓ Recommend any further authority or action needed by the Board or the Court to implement the proposed changes.

### Key Facts:

- **This has been and continues to be an open process.** For three years, the Board actively sought input from the membership regarding governance structure and practices. Every discussion about governance and now bylaws occurring over the last three years has been held in public meetings with advance notice provided to the membership.
- **No changes are being recommended to the State Bar Act.** The Supreme Court has established authority to regulate the practice of law, including oversight of license fees [GR 12.1(b)(22)]. The proposed changes do not involve changes to the State Bar Act.
- **The recommendations will not “convert” WSBA into a government entity.** The WSBA is already a political instrumentality of the state, operating under the delegated authority of the Supreme Court.
- **The recommendations will not “reduce the ability of members to influence WSBA governance.”** The Bar holds open meetings and members serve on WSBA boards, committees, panels, Sections, etc. Members have the additional opportunity to affect policy through the referendum process.

### Next Steps:

There are three upcoming meeting where there is opportunity for additional input from members on the proposed Bylaws.

- **Aug. 8, 2016 - Public Bylaws Workgroup Meeting**, WSBA office, 8 a.m. – 5 p.m.
- **Aug. 23, 2016 - First Reading of Proposed Bylaw Amendments** – Special BOG Meeting: WSBA Conference Center, Seattle (webcast), 10 a.m. – 3 p.m., materials deadline: August 15, 2016.
- **Sept. 29-30, 2016, Action on Proposed Bylaw Amendments** – BOG Meeting, WSBA Conference Center, Seattle (webcast), materials deadline: Sept. 14, 2016.