

**Proposed Bylaw Amendments –Governor Elections  
(Art. IV & VI)**

These amendments are intended to achieve three goals:

1. Policy/Governance Transparency.
2. Enhance Member Influence/Engagement in WSBA Governance.
3. Retain Governance Experience on the Board.

These changes do not affect the requirements for the existing At-Large positions but moves the election of the candidates to the general membership instead of the BOG. There is nothing about the makeup of the BOG that makes it more qualified than the membership at large to select the membership’s representatives, but does impose a duty on the BOG to ensure the candidates do meet such criteria. These changes also reverse changes made in a rushed manner and made contrary to the finding of the governance study which recommended shrinking the size of the BOG. This does not preclude the issue of composition or limit future discussion with the court, but rather resets the discussion to the appropriate point before these changes to composition were rushed through.

***REDLINE PROPOSED BYLAW AMENDMENTS re: Governor Elections***

**IV. GOVERNANCE**

**A. BOARD OF GOVERNORS**

...

1. Composition of the Board of Governors The BOG will consist of (a) the President; (b) one Governor elected from each Congressional District, except in the Seventh Congressional District where members will be elected from separate geographic regions designated as North and South, and identified by postal zip codes as established by the Bar in accordance with these Bylaws and BOG policy; and (c) ~~six~~ three Governors elected at-large pursuant to these Bylaws.

**VI. ELECTIONS**

**A. ELIGIBILITY FOR MEMBERSHIP ON BOARD OF GOVERNORS**

1. Governors from Congressional Districts: Any Active member of the Bar, except a person who has previously served as a Governor for more than ~~18~~ 48 months, may be nominated or apply for election as Governor from the Congressional District, or geographic regions within the Seventh Congressional District, in which such person resides.
2. At Large Governors: There will be a total of ~~six~~ three At Large Governor positions.
  - a. Two ~~Lawyer Member~~ At Large Positions: Any Active ~~lawyer~~ member of the Bar, except a person who has previously served as a Governor for more than ~~18~~

48 months, may be nominated or apply for election as an At Large Governor, except as provided in this Article.

b. One Young Lawyer Position: Any Active lawyer member of the Bar who qualifies as a Young Lawyer, except a person who has previously served as a Governor for more than ~~18~~ 48 months, may be nominated or apply for election as an At Large Governor, except as provided in this Article.

~~c. One Limited License Legal Technician (LLLT) or Limited Practice Officer (LPO) Position: Any Active LLLT or LPO member licensed in Washington State, except a person who has previously served as a Governor for more than 18 months, may be nominated or apply for election as an At Large Governor, except as provided in this Article.~~

~~d. Two Community Representatives: Any resident of Washington State, except a person who has previously served as a Governor for more than 18 months or who is licensed or has previously been licensed to practice law in any state, may be nominated or apply for election as an At Large Governor, except as provided in this Article.~~

3. Filing of nominations and applications must be in accordance with this Article.

...

## C. ELECTION OF GOVERNORS

1. Election of one Governor from each Congressional District and for the at-large positions will be held every three years as follows:

a. Third, Sixth, Eighth Congressional Districts and the North region of the Seventh Congressional District and ~~two~~ one At Large Member Governors ~~(one lawyer and one community representative)~~ – 2014 and every three years thereafter.

b. First, Fourth, Fifth Congressional Districts and the South region of the Seventh Congressional District and ~~two~~ one At Large Young Lawyer Governors ~~(one from nominations made by the Young Lawyers Committee and one LLLT/LPO)~~ – 2015 and every three years thereafter.

c. Second, Ninth and Tenth Congressional Districts and ~~two~~ one At Large Member Governors ~~(one lawyer and one community representative)~~ – 2013 and every three years thereafter.

...

3. Election of At-Large Governors

~~At-Large Governors are elected by the BOG as set forth below. At-Large Governors shall be elected in the same manner as Governors from Congressional Districts, except that all Active members wherever they reside shall be eligible to cast a vote in each At-Large election. Candidates must meet the requirements for office of the specific At-large position they seek as outlined in §VI.A.2. and be put forward onto the ballot by the Board of Governors as follows:~~

~~a. \_\_\_\_\_ For each of the two Member At Large positions, the Board of Governors shall seek applications for the position from the Membership and place three candidates for the ballot, who are persons who, in the BOG's judgment, have the experience and knowledge of the needs of those members whose~~

membership is or may be historically underrepresented in governance, or who represent some of the diverse elements of the public of the State of Washington, to the end that the BOG will be a more diverse and representative body than the results of the election of Governors based solely on Congressional Districts may allow. Under-representation and diversity may be based upon the discretionary determination of the BOG at the time of the election of any At Large Governor to include, but not be limited to age, race, gender, sexual orientation, disability, geography, areas and types of practice, and years of membership, provided that no single factor will be determinative. The Board of Governors may place less than three candidates on the ballot if less than three candidates apply or meet the criteria.

b. For the Young Lawyer At Large position, the Board of Governors shall place three candidates on the ballot from nominations made by the Young Lawyers Committee. The Young Lawyers Committee will forward two or more candidates who will be Young Lawyers as defined in Article XII of these Bylaws at the time of the election. The Board of Governors may place less than three candidates on the ballot if less than three candidates have been forwarded by the Young Lawyers Committee.

...

#### D. ELECTIONS BY BOARD OF GOVERNORS

##### ~~1. At Large Governors~~

~~The BOG will elect four additional Governors from the Active membership and two additional Governors from the public. The election of At Large Governors will take place during a BOG meeting not later than the 38th week of each fiscal year and will be by secret written ballot.~~

~~a. The BOG will elect two At Large Governors who are persons who, in the BOG's sole discretion, have the experience and knowledge of the needs of those lawyers whose membership is or may be historically under-represented in governance, or who represent some of the diverse elements of the public of the State of Washington, to the end that the BOG will be a more diverse and representative body than the results of the election of Governors based solely on Congressional Districts may allow. Underrepresentation and diversity may be based upon the discretionary determination of the BOG at the time of the election of any At Large Governor to include, but not be limited to age, race, gender, sexual orientation, disability, geography, areas and types of practice, and years of membership, provided that no single factor will be determinative.~~

~~b. The BOG will elect one At Large Governor from nominations made by the Young Lawyers Committee. The Young Lawyers Committee will nominate two or more candidates who will be Young Lawyers as defined in Article XII of these Bylaws at the time of the election.~~

~~c. The BOG will elect one At Large Governor who is a LLLT or LPO from nominations made by the Nominations Committee.~~

~~d. The BOG will elect two At Large Governors who are members of the general public from nominations made by the Nominations Committee~~

... [THE REMAINDER OF SECTION D UNCHANGED **EXCEPT FOR RENUMBERING**]