

CONTINUED DISCUSSIONS OF WSBA GOVERNANCE STRUCTURE – Vern Harkins, BOG Governance Work Group, Chair

Chair Harkins referred the Board to the information contained in the meeting materials and advised that the deliberations from the previous Board meeting would be discussed prior to addressing the Task Force recommendations regarding the Supreme Court and the WSBA. He reviewed each of the Task Force recommendations discussed at the previous Board meeting and President Gipe stated that it was the consensus of the Board that it approves the responses contained in the meeting materials with the exception of the following: (1) the Board was split on whether a second term for former Governors should be consecutive; (2) the following phrase should be added to the end of the response for President Selection - “and continue to serve as set forth in the current Bylaws.” Discussion ensued regarding the Work Group’s proposed answer to the recommendation that two public and one LPO/LLLT member should be added to the Board, including reservations about having public members on the Board who could vote on matters pertaining to attorneys, such as license fees and other budget items, as well as evaluation of the Executive Director; whether public members should have a vote; selection process of public members; level of input and involvement of public members; and definition of public members. A straw poll passed 8-1-3 approving the response contained in the meeting materials.

It was noted that the current division by Congressional Districts is based on the State Bar Act, but that Congressional Districts do not reflect the number of Bar members in the District, rather they reflect populace; a Search Committee would not preclude outgoing Governors from participating actively in recruiting candidates for their seat; and that work has already begun on a permanent process designed to reduce Governor workload.

The Supreme Court should meet with representatives of the Board of Governors and the WSBA Executive Director at regular and frequent intervals during the year to discuss priorities and ongoing projects. Discussion ensued regarding current levels and methods of communication; having a Board liaison to the Supreme Court; and the Board having more formalized, regular meetings with the Court.

*President Gipe handed the gavel to Immediate Past-President Palace, and he, President-elect Hyslop, and Executive Director Littlewood left for a meeting with Governor Inslee. Acting President Palace stated that it was the consensus of the Board that it desired to have more frequent meetings and greater communication with the Court, and to work collaboratively with the Court to devise a plan to do so.

***Amendments to the WSBA Bylaws should be approved by the Supreme Court.** Discussion ensued regarding the advisability of adopting this recommendation, in particular for certain parts of the Bylaws that deal with categories of membership, licensing, suspension, etc., especially in light of the recent North Carolina Dental case; the possibility of the Supreme Court reviewing proposed Bylaw changes rather than having to approve them; and the possibility of removing items from the Bylaws that are purely procedural.

***The Supreme Court should reevaluate the placement of certain Boards under WSBA as well as their funding. For those that remain under the WSBA, the Court should help ensure adequate funding.** Discussion ensued regarding historical tension with some of the Supreme Court-created Boards, and the possibility of tension in the future related to the WSBA's ability to adequately fund and staff these Boards, especially in light of the funding cuts necessitated by the 2012 referendum; and the possibility of funding by a different entity or by a separate assessment to the membership. Acting President Palace advised that he, Executive Director Littlewood, and General Counsel McElroy met recently with Chief Justice Madsen to discuss redrafting GR 12 in order to redefine and clarify these entities, which may help to ease tensions in the future. General Counsel McElroy noted that some of these Boards are self-sustaining, and it is projected that the LLLT Board will be self-sustaining in the future, but that three of the Boards, Access to Justice Board, Disciplinary Board, and Practice of Law Board, are not self-sustaining. Chief Operations Officer Holmes advised that the funding for the Supreme Court-created Boards was \$690,000 in FY15 (this number is not offset by revenue). Acting President Palace stated that it was the consensus of the Board that it is not in agreement with the

recommendation that the Supreme Court should reevaluate the placement of certain Boards under WSBA, but that it was in agreement with the recommendation that the Court should help ensure adequate funding.

****The dismissal of the WSBA Executive Director or the Chief Disciplinary Counsel should be subject to veto by the Supreme Court.*** Discussion ensued regarding the Supreme Court's authority over the disciplinary functions and administration of the Bar; the Executive Director's responsibilities being split between regulatory and trade functions; reserving termination of the Chief Disciplinary Counsel to the Supreme Court upon recommendation of the Board rather than veto; and clarifying what needs to happen after the Chief Disciplinary Counsel is terminated.

Immediate Past-President Palace then handed the gavel back to President Gipe. Further discussion ensued regarding this recommendation being prudent in light of the plenary authority of the Court. Executive Director Littlewood stated that this recommendation is symbolic of the current relationship between the Board and the Court; the Court has always had the authority prior to the North Carolina dental case, but because of the referendum and other occurrences over the past few years, more clarity is needed, and clarity will help the Board and staff run the organization better. A straw poll passed 9-3 that the Board agrees with this recommendation.

President Gipe requested that the BOG Governance Work Group consolidate the Board's proposed responses to recommendations thus far and present them for discussion at the April 24, 2015, Board meeting in Spokane.

He then reported that the visit with Governor Inslee included conversation regarding the WSBA's lobbying limits, Limited License Legal Technicians (LLTs), the graying of the bench and bar, and the WSBA 125th Anniversary celebration.