### SENIOR LAWYERS SECTION EXECUTIVE COMMITTEE MEETING AGENDA Tuesday, September 28, 2021 at 10:30 am

Join Zoom Meeting https://us02web.zoom.us/j/83954388869

Meeting ID: 839 5438 8869 One tap mobile +12532158782,,83954388869# US (Tacoma) +16699009128,,83954388869# US (San Jose)

1. Welcome: Eleanor Doermann

### 2. Elections:

- Welcome New Member David Sprinkle
- 3. Secretary's Report: Al Armstrong
  - Review and approval of minutes from June 15, 2021 meeting
  - Review and approval of minutes from special meeting on August 20, 2021

### 4. Treasurer's Report: Ron Thompson

- Financial reports covering June -August 2021
- Budget approved at August 20 meeting
- 5. Update on Bylaws Revisions following presentation at September 24 BOG Meeting:
  - Carole Grayson, Brian Comstock, Eleanor Doermann
- 6. Discussion of Location of Future Meetings
- 7. Annual CLE Status: Carole Grayson
- 8. Newsletter status: Morrie Shore, Jim Riehl, Eleanor Doermann
- 9. Other?

### 10. Adjourn

Attachments: meeting minutes, financial reports and budget, bylaw materials submitted to BOG

### SENIOR LAWYERS SECTION MINUTES OF THE EXECUTIVE COMMITTEE MEETING

### June 15, 2021

This meeting was our sixteenth consecutive meeting conducted entirely through Zoom, again due to the coronavirus crisis. The following Executive Committee members were present at this meeting: Chair Eleanor Doermann, Ron Thompson, Jeanine Lutzenhiser, Jim Riehl, Al Armstrong, Joe Gordon, and Morrie Shore. Not able to be present were Scott Osborne, Brian Comstock, Steve DeForest, and Carole Grayson and BOG Liaison Tom McBride.

### **CHAIR'S REPORT**

Eleanor welcomed the attendees.

### **SECRETARY'S REPORT**

Jeanine's Minutes of our May 18 meeting, were approved by Motion.

### **TREASURER'S REPORT**

Ron reported that, as of the end of April, our finances remain in good shape. "We had another good month." Further, he noted, picked up four\* new members during that month bringing our total membership to 258—well ahead of our projected membership of 220. Our mini CLE revenue totaled \$875.00. Our net income for the month of April was \$790.28. Our fund balance stood at \$13,911.11, putting us \$4,515.66 ahead of our budgeted amount.

Ron also has been in the process of piecing together our proposed budget for fiscal year 2022, which begins on October 1. He formulated three sets of proposed budgets, each with varying membership totals, numbers of CLEs and amounts spent for our publication. Ron recommended the budget presupposing a membership of 250, CLE revenue of \$2,500 and publication expenses of \$1,250. Pursuant to this budget, our fund balance as of September 30, 2022 would be \$11,057.95. The Committee followed Ron's recommendation and approved this proposed budget. This budget will be submitted to the WSBA in July.

# UPDATE ON BYLAWS REVISIONS RELATED TO VOTING STATUS OF CLASSES OF MEMBERSHIP

Eleanor noted that the WSBA will have to approve, through an amendment to its bylaws, our desire to change our own bylaws, which would extend Committee voting privileges to inactive, honorary (50-year), pro bono and judicial bar members members. Our BOG Liaison, Tom McBride, is willing to act as sponsor of this WSBA bylaws change. Kevin Plachy (now Director of Advancement), Eleanor, Brian and Carole have been working on this project. It was mentioned

that WSBA General Counsel, Julie Shankland, had wondered whether this proposed change should be made applicable to all Bar sections, not just the Senior Lawyers. A general discussion followed concerning the merits, or lack thereof, of having our proposed change apply across the board to all WSBA sections. Eleanor liked the idea but wondered whether this strategy would lead to a more protracted process. Jim opined that it may not be a good idea, and would lead to innumerable complications. Al agreed, and mentioned the possibility of the consequences of eventual denial of a generally-applied WSBA bylaws amendment. "If <u>that</u> happens, then where would we be?" Morrie wondered whether a general amendment would cost the Bar more money; would current Bar members be more willing to go inactive, save money and still retain their voting privileges on their respective WSBA sections. Eleanor said that her subcommittee should have a discussion with General Counsel.

### **ELECTIONS FOR EXECUTIVE SECTION POSITIONS**

It was noted that the voting for the Section officers is still on-going, with the voting open until June 20.

### DISCUSSION OF LOCATION OF FUTURE MEETNGS

It was noted that, at this time, it is unclear whether or not we will be able to return to meetings at the Broadmoor Gold Club. The discussion turned to what options are available to us. Morrie stated that he really appreciated the Zoom meetings, which allows him to attend our meetings from Yakima. He recalled that attending our meetings via cell phone proved, in essence, unworkable. The possibility of conducting some meetings by Zoom and others on an in-person basis was mentioned. Eleanor said she would have access to a meeting room in Tukwila. Eleanor suggested that we come up with some other possibilities.

### ANNUAL CLE

Eleanor mentioned that we do have a firm date at the SeaTac Marriott for next May. Jim suggested that we determine who, among our previously scheduled speakers, would still be available next May. Eleanor suggested an additional topic: what changes in legal procedures occasioned by the pandemic, would become permanent and which procedures would revert to the old practice. She mentioned that some attorneys have attended depositions remotely, and some have even conducted trials via Zoom or some other technology. Jim suggested a title for this topic: "Where do we go from here?"

### NEWSLETTTER

Eleanor suggested that the Publication Subcommittee meet soon, possibly next week. She asked for suggestions for articles.

### **MEETING SCHEDULE**

It was decided that we not meet in in July.

### ADJOURNMENT

Eleanor adjourned the meeting at 11:01 am.

Our next meeting will take place on a remote-attendance basis on August 17, 2021 at 10:30 am.

### SENIOR LAWYERS SECTION MINUTES OF THE EXECUTIVE COMMITTEE SPECIAL MEETING

### August 20, 2021

### OUR PROPOSED AMENDMENT TO WSBA BYLAWS

This special Executive Committee Zoom meeting was held to facilitate the E.C.'s efforts to seek an Amendment to the WSBA's bylaws; said proposed Amendment would allow individual WSBA sections to permit their respective inactive members to cast their votes in committee meetings.

Attending this special meeting were: Chair Eleanor Doermann, Carole Grayson, Brian Comstock, Joe Gordon, Steve DeForest, Ron Thompson, Morrie Shore, Jeanine Lutzenhiser and Al Armstrong, along with Carolyn MacGregor, WSBA Sections Program Specialist.

Several members of our Executive Committee (Eleanor, Carole, and Brian) were tasked with formulating a course of action to effect this change. In doing this, this subcommittee consulted with Bar General Counsel Julie Shankland and Kevin Plachy, WSBA Director of Advancement, and formulated an approach that would place this proposed Amendment before the WSBA Board of Governors, which is scheduled to meet September 20.

Eleanor reiterated the two strategies that had been discussed in our last Executive Committee meeting on June 15. One proposed plan involved approaching the BOG with a request for an Amendment to the WSBA bylaws that would enable our Section, specifically, to amend our own bylaws to allow inactive members of our Executive Committee to vote relative to matters before the Committee. The alternative plan was to request an Amendment to the WSBA bylaws that would grant <u>all</u> Bar sections the option to subsequently amend their own respective bylaws, in order to allow their inactive committee members to vote on matters before their committees. Eleanor indicated that she and her fellow subcommittee members, along with Ms. Shankland and Mr. Plachy, felt that the latter choice was more practical.

### This choice was approved by Motion.

A copy of the proposed WSBA bylaws changes is attached hereto, with the changes/deletions noted in red and underscored. The requested Amendments would alter the following WSBA bylaws: Art. III- B, sub 2, and Art. XI- C, sub 1 and sub 4.

#### **TREASURER'S REPORT**

On another matter, Ron, mindful of the August 23 deadline for submission of our proposed budget for the next fiscal year, indicated that the proposed budget had been provisionally amended in two ways: the monetary amounts set forth in this budget are rounded up to the next dollar, and specific

mention was made regarding our plan to present a full-day CLE in April or May, 2022. These changes were approved by Motion.

Regarding our current financial position, Ron indicated that "nothing has changed since April 30, so there is nothing to report."

### WHERE SHALL WE MEET (IN PERSON) WHEN THE PANDEMIC ENDS?

Brian suggested that we consider, at our next meeting, the location of our in-person meetings, should they be allowed to resume. It was agreed that we will do this.

### NEXT MEETING

Eleanor indicated she would not be available to Zoom into our next meeting on the third Tuesday of September. It was therefore decided to meet, again by Zoom, on September 28 at 10:30 am.

### Senior Lawyer's Section Treasurer's Report 75.00 % FY complete through June 30, 2021

1.	Fund Balance as of April 30, 2021 Net income for May and June 2021 Fund balance as of June 30, 2021`	-	13,911.11 <u>0</u> 13,911.11
2.	Membership:6/30/2021 - 258; 2020 - 226; 2019 -247; 2018 -262; 201 295; 2015 - 345; 2014 -329; 2013 - 315; 2012-311; 2011-327; 2010-2		-
3.	Section dues per member \$25		
4.	Income since May 1, 2021:		
	Total Income for Period	\$	0
5.	Expenses since May 1, 2021		
	Total		\$ O
6.	Net income for May and June 2021	\$	0
7.	Fund balance as of April 30, 2021	\$13,	911.11

Notes: See report from WSBA Statement of Activities for months of May and June, 2021.

We had no financial activities in the way of income or expense for the months of May and June, 2021. Our membership remains at 258.

### Senior Lawyer's Section Treasurer's Report 92.67 % FY complete through August 31, 2021

1.	Fund Balance as of April 30, 2021 Net income for May, June, July and August, 2021	\$13,9	011.11 <u>0</u>
	Fund balance as of August 31, 2021`	\$ 13,	911.11
2.	Membership:8/31/2021 - 258; 2020 - 226; 2019 -247; 2018 -262; 2 295; 2015 - 345; 2014 -329; 2013 - 315; 2012-311; 2011-327; 2010		
3.	Section dues per member \$25		
4.	Income since May 1, 2021:		
	Total Income for Period	\$	0
5.	Expenses since May 1, 2021		
	Total	\$	0
6.	Net income for May through August 2021	\$	0
7.	Fund balance as of August 31, 2021	\$ 13,911	.11

Notes: See report from WSBA Statement of Activities for month of August, 2021.

We have had no financial activities in the way of income or expense for the months of May through August, 2021. Our membership remains at 258.

We are well ahead of budget for income, fund balance and membership, and do not anticipate any real change for the remainder of FY 2021.

# Washington State Bar Association

Statement of Activities For the Period from June 1, 2021 to June 30, 2021 **75.00% OF YEAR COMPLETE** 

	FISCAL 2021 BUDGET	CURRENT MONTH	YEAR TO DATE	REMAINING BALANCE	% USED OF BUDGET
SENIOR LAWYERS SECTIO	N				
REVENUE:					
INTEREST - INVESTMENTS	50.00	-	_	50.00	0.00%
SECTION DUES REVENUE	5,500.00	-	6,450.00	(950.00)	117.27%
MINI-CLE REVENUE	1,400.00	-	3,885.00	(2,485.00)	277.50%
TOTAL REVENUE:	6,950.00	<u> </u>	10,335.00	(3,385.00)	148.71%
DIRECT EXPENSES:					
CONFERENCE CALLS	250.00	-	-	250.00	0.00%
PER MEMBER CHARGE	3,999.60	-	4,690.44	(690.84)	117.27%
NEWSLETTER EXPENSES	1,500.00	-	592.50	907.50	39.50%
MINI-CLE EXPENSE	-	-	336.00	(336.00)	
EXECUTIVE COMMITTEE EXPENSE;	1,000.00	-	-	1,000.00	0.00%
TOTAL DIRECT EXPENSES:	6,749.60		5,618.94	1,130.66	83.25%
	0,742.00		5,010.74	1,130.00	03.23 /0
NET INCOME:	200.40		4,716.06		
FUND BALANCE AS OF 9/30/20:	9,195.05		9,195.05		
NEW FUND BALANCE:	9,395.45		13,911.11		

### Washington State Bar Association

Statement of Activities For the Period from July 1, 2021 to July 31, 2021 83.33% OF YEAR COMPLETE

	FISCAL 2021 BUDGET	CURRENT MONTH	YEAR TO DATE	REMAINING BALANCE	% USED OF BUDGET
SENIOR LAWYERS SECTION	1				
REVENUE:					
INTEREST - INVESTMENTS	50.00	-	-	50.00	0.00%
SECTION DUES REVENUE	5,500.00	-	6,450.00	(950.00)	117.27%
MINI-CLE REVENUE	1,400.00	-	3,885.00	(2,485.00)	277.50%
TOTAL REVENUE:	6,950.00	-	10,335.00	(3,385.00)	148.71%
DIRECT EXPENSES:					
CONFERENCE CALLS	250.00	-	-	250.00	0.00%
PER MEMBER CHARGE	3,999.60	-	4,690.44	(690.84)	117.27%
NEWSLETTER EXPENSES	1,500.00	-	592.50	907.50	39.50%
MINI-CLE EXPENSE	-	-	336.00	(336.00)	
EXECUTIVE COMMITTEE EXPENSES	1,000.00	-	-	1,000.00	0.00%
TOTAL DIRECT EXPENSES:	6,749.60	<u> </u>	5,618.94	1,130.66	83.25%
_					
NET INCOME:	200.40	-	4,716.06		
FUND BALANCE AS OF 9/30/20:	9,195.05		9,195.05		
NEW FUND BALANCE:	9,395.45		13,911.11		

### Washington State Bar Association

Statement of Activities For the Period from August 1, 2021 to August 31, 2021 **91.67% OF YEAR COMPLETE** 

	FISCAL 2021 BUDGET	CURRENT MONTH	YEAR TO DATE	REMAINING BALANCE	% USED OF BUDGET
SENIOR LAWYERS SECTION	J				
REVENUE:					
INTEREST - INVESTMENTS	50.00	_	_	50.00	0.00%
SECTION DUES REVENUE	5,500.00	-	6,450.00	(950.00)	117.27%
MINI-CLE REVENUE	1,400.00	-	3,885.00	(2,485.00)	277.50%
TOTAL REVENUE:	6,950.00	-	10,335.00	(3,385.00)	148.71%
DIRECT EXPENSES:					
CONFERENCE CALLS	250.00	-	-	250.00	0.00%
PER MEMBER CHARGE	3,999.60	-	4,690.44	(690.84)	117.27%
NEWSLETTER EXPENSES	1,500.00	-	592.50	907.50	39.50%
MINI-CLE EXPENSE	-	-	336.00	(336.00)	
EXECUTIVE COMMITTEE EXPENSES	1,000.00	-	-	1,000.00	0.00%
TOTAL DIRECT EXPENSES:	6,749.60		5,618.94	1,130.66	83.25%
NET INCOME:	200.40	-	4,716.06		
=					
FUND BALANCE AS OF 9/30/20:	9,195.05		9,195.05		
NEW FUND BALANCE:	9,395.45		13,911.11		

### ` 2022 SENIOR LAWYERS SECTION WASHINGTON STATE BAR ASSOCIATION FY 2022 BUDGET REQUEST

### **REVENUES:**

Operational Revenue 40500 Interest income on Fund Balance 48200 Section Dues Revenue TOTAL Operational Revenue:	\$  0 <u>6250</u> \$ 6250
CLE Related Revenue 41850 Seminar Splits with WSBA 41850 Minie CLE Total CLE Related Revenue	\$ 0 <u>\$ 2500</u> \$ 2500
Total Revenue	\$ 8750
EXPENSES:	
Operational Expenses 50165 Conference Calls 58400 Per Member Charge Total Operational Expenses	250 \$ <u>4488</u> \$ 4938
Member Benefits 58375 Newsletter/Publication (includes Printing and Postage) Total Member Benefits Expenses	\$ <u>1250</u> \$ 1250
Executive Committee-Related Expenses 58300 Meeting facilities, travel, lodging Total Executive Committee Expenses	\$ <u>1000</u> \$ 1000
Total Expenses	\$ 7188
Budgeted Net Income for FY 2022	\$ 1563
Fund Balance as of September 30, 2020 Plus Estimated Net Income/Loss for Fiscal Year 2 Plus Estimated Net Income/Loss for Fiscal Year 2	

9195.05 200.40 <u>1563</u>

### Projected Fund Balance at 9/30/2022

### \$ 10958

### **BUDGET NARRATIVE**

Per member charge - Projected 250 members at \$25 per member. No increase in membership fees.

Seminar Splits with CLE Revenue - Based on Seminar Plan B submitted by WSBA.

One full day CLE with WSBA is planned to occur in the month of April or May, 2022

Two Minie CLEs with a projected net income of \$2500.

Meeting charge for facilities at Broadmoor golf club for 9 meetings, per diem requests and for any other EC expense.

Per member charge -at \$18.75 per member

Newsletter/Publication expense- based on publication via internet.

No change in Section Member Dues is recommended at this time.

### WASHINGTON STATE BAR ASSOCIATION

- TO: WSBA Board of Governors
- CC: Terra Nevitt, Executive Director
- FROM: Eleanor Doermann, Chair of Senior Lawyers Section Executive Committee
  Carole Grayson, Senior Lawyers Section Executive Committee Member, Chair from 2014-2017
  Brian Comstock, Senior Lawyers Section Emeritus Executive Committee Member, Chair from 2017-2019
- DATE: September 8, 2021
- **RE:** Request to Modify WSBA Bylaws to Allow Inactive/Honorary Members to Join Sections as Voting Members

This is the First Read of a request by the Senior Lawyers Section to modify the WSBA Bylaws to allow Sections the option of allowing inactive/honorary members of the WSBA to join a section as a voting member and to serve as a voting member of a section executive committee.

By its nature, the WSBA Senior Lawyers Section attracts members who are advanced in age and, consequently, closer to retirement. This prompts members of the Section to switch their license status form active to inactive or honorary. The Senior Lawyers Section currently has three members of its executive committee who have switched to inactive or honorary status. They are serving on the executive committee as Emeritus members with no voting rights because the WSBA Bylaws prohibit inactive/honorary members from joining sections as voting members and serving on section executive committees as voting members.

We are requesting that the WSBA Bylaw provisions preventing inactive/honorary members from joining sections and serving on section executive committees as voting members be modified so that any section may opt to allow inactive/honorary members of WSBA to join as voting members of that section. See the proposed redline of the WSBA Bylaws attached. The proposed modifications were also reviewed by the WSBA Office of General Counsel.

#### **Background**

The proposed WSBA Bylaws amendments would not require sections to allow inactive/honorary members, but would give a section the option to do so by modifying its own section bylaws. Currently, the WSBA Bylaws allow the sections to have discretion in adding all member types (Judicial status is questionable because there is an apparent conflict in the Bylaws regarding Judicial status and sections) as voting members with the exclusion of inactive/honorary members.

In research of other bar associations in close proximity to Washington, we found that the <u>Idaho State Bar Bylaws</u> do not allow inactive members to participate as voting members generally, but they do allow the sections to make exceptions to active membership in their own bylaws. Similarly, the <u>Utah State Bar Bylaws</u> do not allow inactive members to vote in general bar matters, but do allow them to join sections as voting members. The <u>Oregon State Bar Bylaws</u> allow those of inactive status to be members of the section, but not serve as officers of the section. The <u>Nevada State Bar Bylaws</u> allow any member of the State Bar to be a member of the section unless otherwise provided in the section bylaws.

This research demonstrates that the act of allowing sections discretion in determining who shall be a voting member of their section is not unique. In fact, three of the state bars above (Idaho, Utah, and Nevada) allow the option we are asking the Board to approve in the WSBA Bylaws.

#### Stakeholder Input

We sought input from section leaders from August 9<sup>th</sup> through August 30<sup>th</sup> on the WSBA Section Leaders List Serve. We received thirteen responses from seven sections. Responses indicate that 92% of Section Leaders agree with the request to change the Bylaws and 8% disagree.

When asked whether a section would affirmatively take action to modify its bylaws to allow inactive members to join as voting members 46% said they would and 8% said they would not. 46% said they would consider changing their bylaws.

#### Fiscal Impact

From our perspective, the potential fiscal impacts are deemed minimal. Extending the option for sections to include inactive/honorary members as voting members would not negatively impact the WSBA unless members in Active status transfer their license to Inactive status because they are only maintaining an Active license to retain a voting status in a section. The assumption is that members maintain an Active license to practice law or for other career purposes rather than to serve as a voting member in sections. This proposal was run through the CFO's office of the WSBA and there is agreement that the potential fiscal impact is minimal.

Given that this request is in alignment with the way other bar associations handle section members, that a vast majority of WSBA section leaders who took the survey approve of these proposed changes, and that the fiscal impact is negligible, we ask the Board to approve the proposed Bylaws amendments.

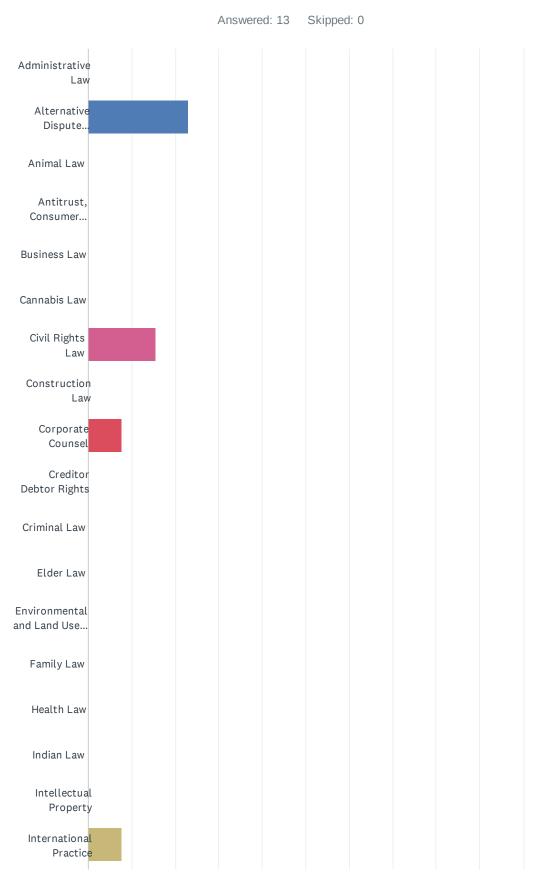
Sincerely,

Eleanor Doermann, Chair of Senior Lawyers Section Executive Committee Carole Grayson, Senior Lawyers Section Executive Committee Member Brian Comstock, Senior Lawyers Section Emeritus Executive Committee Member

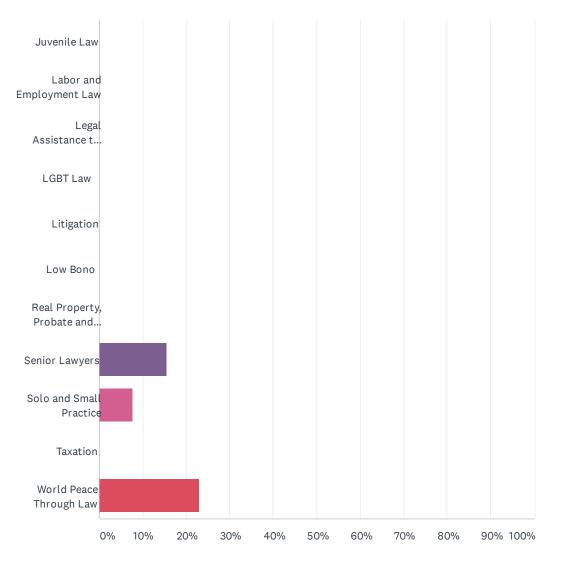
### <u>Attachments</u>

Redlines of applicable WSBA Bylaws Summary Results of Section Leaders Survey

# Q1 On which section's executive committee do you currently serve on (please select all that apply)?



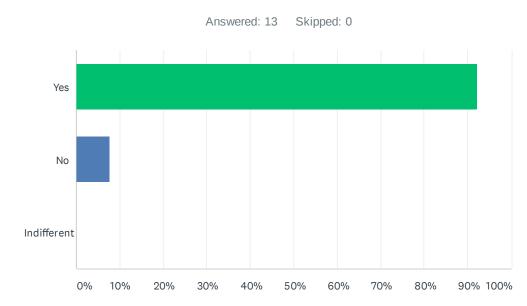




### Proposed WSBA Sections Bylaws Amendments Regarding Membership Status Eligibility

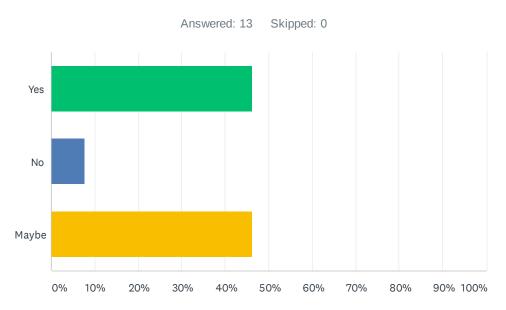
ANSWER CHOICES	RESPONSES	
Administrative Law	0.00%	0
Alternative Dispute Resolution	23.08%	3
Animal Law	0.00%	0
Antitrust, Consumer Protection & Unfair Business Practices	0.00%	0
Business Law	0.00%	0
Cannabis Law	0.00%	0
Civil Rights Law	15.38%	2
Construction Law	0.00%	0
Corporate Counsel	7.69%	1
Creditor Debtor Rights	0.00%	0
Criminal Law	0.00%	0
Elder Law	0.00%	0
Environmental and Land Use Law	0.00%	0
Family Law	0.00%	0
Health Law	0.00%	0
Indian Law	0.00%	0
Intellectual Property	0.00%	0
International Practice	7.69%	1
Juvenile Law	0.00%	0
Labor and Employment Law	0.00%	0
Legal Assistance to Military Personnel	0.00%	0
LGBT Law	0.00%	0
Litigation	0.00%	0
Low Bono	0.00%	0
Real Property, Probate and Trust	0.00%	0
Senior Lawyers	15.38%	2
Solo and Small Practice	7.69%	1
Taxation	0.00%	0
World Peace Through Law	23.08%	3
Total Respondents: 13		

## Q2 Do you generally support a WSBA Bylaws amendment as proposed by the Senior Lawyers Section to allow for those with inactive and honorary membership statuses to be voting members of a section?



ANSWER CHOICES	RESPONSES	
Yes	92.31%	12
No	7.69%	1
Indifferent	0.00%	0
TOTAL	2	13

Q3 If the WSBA Bylaws were amended to permit Sections to allow inactive and honorary members to be voting members of the section, would your Section's executive committee consider amending the Section's bylaws to allow inactive and/or honorary members to be voting members of the Section?



ANSWER CHOICES	RESPONSES	
Yes	46.15%	6
No	7.69%	1
Maybe	46.15%	6
TOTAL	13	3

# Q4 Any comments or questions?

Answered: 6 Skipped: 7

#	RESPONSES	DATE
1	The above is my personal opinion and does not represent IPS Executive Committee's opinion. IPS EC will need further discussion whether to make any changes to our section bylaws.	8/15/2021 10:13 AM
2	I speak only for myself, not our Executive Committee, but I am confident it would support the proposal because (A) the wisdom and energy of elder lawyers is valuable and (B) the interests of retired lawyers do not diverge from those of currently active members of our Section,IMO. We shall discuss at our next meeting.	8/13/2021 2:38 PM
3	We have 3 honorary members on our EC. None of them have been attorneys in their career, even though they have worked with attorneys. I don't think non-attorneys should be allowed to vote on issues related to attorney members.	8/12/2021 2:54 PM
4	Voting is important but so is being up to date and educated on the law. If a lawyer is still active as in engaged in education to further the administration of justice, then they should be afforded the right to vote.	8/12/2021 12:31 PM
5	This is particularly relevant to the ADR Section, as we have members practicing solely ADR services and therefore not required to be active members of the Bar.	8/12/2021 9:59 AM
6	This is ridiculous that retired members of the WSBA cannot participate. They basically have more time and effort to keep the sections moving and going. The BOG should consider that the fact that they are retired but are interested in giving back in some manner as a gift. Considering people who are active never can spend time doing anything of quality for the WSBA.	8/12/2021 7:32 AM