

SENIOR LAWYERS SECTION
EXECUTIVE COMMITTEE MEETING AGENDA
May 18, 2021 10:30 am

Join Zoom Meeting

<https://us02web.zoom.us/j/89340913519>

Meeting ID: 893 4091 3519

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1. **Welcome:** Eleanor Doermann
2. **Secretary's Report:**
 - Review and approval of minutes from March 16, 2021 meeting
 - Al is on vacation, Jeanine will take minutes.
3. **Treasurer's Report:** Ron Thompson
4. **Bylaws Related to voting status of classes of membership:**
 - Discuss Bylaw revision process.
 - Update from meeting with Carole, Brian, Eleanor, Julianne Unite and Kevin Plachy regarding next steps.
5. **Elections:**
 - Status of Nominations
 - Alternate nomination process related to status of Bylaw changes.
6. **Annual CLE:**
 - Updates on Marriott contract, date selection.
7. **Newsletter:** Morrie Shore, Jim Riehl, Eleanor Doermann
8. **Adjourn**

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

April 20, 2021

This meeting was our fourteenth 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, Brian Comstock, Steve DeForest, Al Armstrong, Joe Gordon, Morrie Shore, and Carole Grayson. Not able to be present were Scott Osborne and BOG Liaison Tom McBride.

CHAIR'S REPORT

Eleanor welcomed the attendees.

SECRETARY'S REPORT

Al's Minutes of our March 16 meeting, as amended, were approved by Motion.

TREASURER'S REPORT

Ron was pleased to report that our Section continues to do well financially. We had a net gain of \$163.68 during February, bringing our fund balance to \$13,059.45 as of February 28. Ron noted that this figure doesn't take into account any amount realized from our April 9 successful CLE.

Relative to membership, we have 245 Section members as of the end of February. At this time last year, our roster sported only 226 names. Ron opined that this increase is due to our periodic mini-CLEs, which are offered with a pricing scheme that encourages mini-CLE's to sign up.

Ron's Treasurer's Report was approved by Motion.

BYLAWS AND SECTION/ EXECUTIVE COMMITTEE MEMBERSHIP CONUNDRUM

Jim had noted in earlier correspondence that when he attempted to place his name in nomination for his renewed Executive Committee membership, the automated pre-nomination system would not process his application due to his not being in "active status." Jim had gone to inactive status, and was surprised to learn that this status was apparently a bar to his seeking renewal of his office. Our Section bylaws do bar those in inactive status from being involved in the governance of the Section, but may serve as non-voting Executive Committee members. Likewise, WSBA's bylaws also provide that only active Bar members may run for or serve on any committees of WSBA. To address this situation, and in an effort to assure that those of us that are not active members could still retain a presence, albeit a non-voting presence, on the Executive Committee or in our Section itself, Carole drafted some proposed changes to our Section bylaws.

Brian said he thought that our bylaws may not have to be amended because there are provisions in these bylaws that allow us to designate former Executive Committee members as non-voting members.

Eleanor contacted Julianne Unite about questions raised by inactive Bar status with respect to Executive Committee membership. Julianne indicated that she would consult the WSBA General Counsel about all this. Eleanor thanked Carole and Brian for their research regarding this matter, and said we will put off consideration of these questions until such time as we have had a response from General Counsel. It was remarked that other WSBA sections are also grappling with these questions.

OTHER SECTION ELECTION MATTERS

It was noted that at least five current Executive Committee member have applied to be nominated for an additional term, and several others committee members also said they have applied, but there is apparently a lag time in reflecting their respective efforts.

Eleanor said she would rather we find a means of allowing all current E.C. members to apply in the prescribed fashion, if possible, rather than just waiting until after the electronic process is finished and then using our alternative method.

It was mentioned that there was one applicant who had not served on our Committee before.

Morrie said we should lobby strongly for allowing inactive Bar members to serve on Section Executive Committees.

OUR APRIL 9 MINI-CLE

By all measures our April 9 mini-CLE was a success, attracting 50 viewers. The attendees rated our effort highly. It was suggested that, to save presentation time, the speaker's bio should be place on the first screen of the presentation. Both Steve and Al indicated that they had trouble logging into the presentation. The instructions, they averred, were confusing and contradictory. Eleanor indicated that there has been some talk about employing Zoom for these mini-CLE's.

ANNUAL CLE

Carole indicated that she had been in contact with WSBA's Shanthi Ragu, WSBA Education Programs Manager, about our 2022 annual CLE. The Sea-Tac Marriott has May 13, 2022 open. By Motion it was decided that this would be the date and location of our annual main event.

NEWSLETTER

Jim, Morrie and Eleanor are aiming to produce an issue of our newsletter in May.

Some topics for articles were suggested, among them being public benefit corporations, best time to retire, Jeanine's "Zoom" trial and "Zoom" trials in general, reviews of our recent mini-CLEs, book reviews, the Washington attorney who practices from her recreational vehicle while travelling the country, how to practice law from your home, diversity and inclusion, and an article by attorney Lem Howell.

OTHER MATTERS

There was some talk about where (or how) we should meet after the pandemic ends. There were several views expressed, and several members indicated they would be fine with just continuing our Zoom meetings. Morrie stated that he would especially welcome the continuation of virtual meetings, being from the Yakima area.

ADJOURNMENT

Eleanor adjourned the meeting.

Our next meeting will take place on a remote-attendance basis on May 18, 2021 at 10:30 am.

Washington State Bar Association

Statement of Activities

For the Period from March 1, 2021 to March 31, 2021

50.00% OF YEAR COMPLETE

	FISCAL 2021 BUDGET	CURRENT MONTH	YEAR TO DATE	REMAINING BALANCE	% USED OF BUDGET
SENIOR LAWYERS SECTION					
REVENUE:					
INTEREST - INVESTMENTS	50.00	-	-	50.00	0.00%
SECTION DUES REVENUE	5,500.00	225.00	6,350.00	(850.00)	115.45%
MINI-CLE REVENUE	1,400.00	-	3,010.00	(1,610.00)	215.00%
TOTAL REVENUE:	6,950.00	225.00	9,360.00	(2,410.00)	134.68%
DIRECT EXPENSES:					
CONFERENCE CALLS	250.00	-	-	250.00	0.00%
PER MEMBER CHARGE	3,999.60	163.62	4,617.72	(618.12)	115.45%
NEWSLETTER EXPENSES	1,500.00	-	592.50	907.50	39.50%
MINI-CLE EXPENSE	-	-	224.00	(224.00)	
EXECUTIVE COMMITTEE EXPENSES	1,000.00	-	-	1,000.00	0.00%
TOTAL DIRECT EXPENSES:	6,749.60	163.62	5,434.22	1,315.38	80.51%
NET INCOME:	200.40	61.38	3,925.78		
FUND BALANCE AS OF 9/30/20:	9,195.05		9,195.05		
NEW FUND BALANCE:	9,395.45		13,120.83		

**Senior Lawyer's Section
Treasurer's Report
50 % FY complete through March 31, 2021**

1.	Fund Balance as of February 28, 2021	\$13059.45
	Net income for March 2021	<u>61.38</u>
	Fund balance as of March 31, 2021`	13,120.83
2.	Membership: 3/31//2021 - 254; 2020 - 226; 2019 -247; 2018 -262; 2017 - 304; 2016 - 295; 2015 - 345; 2014 -329; 2013 - 315; 2012-311; 2011-327; 2010-297 members	
3.	Section dues per member	\$25
4.	Income since March 1, 2021, 2021:	
	Section dues revenue	<u>\$ 225.00</u>
	Total Income for Period	\$ 225.00
5.	Expenses since March 1, 2021	
	Per member charge	<u>\$ 163.62</u>
	Total for month	\$ 163.62
6.	Net income for month	\$ 61.38
7.	Fund balance as of March 31, 2021	\$ 13,120.83

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

We have 254 members as of March 31, 2021, or 9 new members for the month. We budgeted for 220 members for the year. There are still six months left in the fiscal year, and more to come. Mini-cles are working to increase our membership.

We are \$3725.38 ahead of budget with a total of \$13120.83.

We have not received an accounting as of yet for our latest mini-cle.

We have yet to spend any for conference calls or meeting expenses

This is another good news report.

WASHINGTON STATE BAR ASSOCIATION

To: Section Chairs, Chair-Elects, and Treasurers

From: Shanthi Raghu, Education Programs Manager

cc: Julianne Unite, Member Services and Engagement Manager, Kevin Plachy, Director of Advancement

Re: FY2020 Year-End Section Seminar Financials

Date: April 26, 2021

Attached are the FY20 (October 1, 2019 – September 30, 2020) year-end financial accounting documents for your section's seminar(s), including live and on-demand product information. The current WSBA fiscal policy regarding CLE revenue sharing with the sections was adopted by the Board of Governors (BOG) in July 2018 and went into effect for FY19, beginning October 1, 2018. I am attaching the fiscal policy to this email for reference. There are a few important points to note when referring to the current fiscal policy:

- **Revenue:** The current fiscal policy takes into account both live seminar revenue and revenue from on-demand sales. On-demand revenue is earned over a three year sales cycle on the WSBA CLE Store. Revenue will be tracked over that time period and split according to the fiscal policy (attached). All of the expenses, both direct and indirect, are subtracted from the gross revenue, with net revenue remaining. The net revenue is split 50% to the Section and 50% to WSBA up to the first \$8,000.00. Net revenue over \$8,000.00 is split 35% to the Section and 65% to WSBA.
- **Losses:** Any losses incurred under the current fiscal policy are incurred by WSBA CLE, not the Section. The year-end financial accounting documents will note any losses, if relevant.
- **Expenses:**
 - All expenses are allocated and accounted for in the fiscal year during which the program took place.
 - Indirect expenses include salaries, benefits, overhead, and other operational expenses for both live and on-demand production. These expenses are allocated to seminars on a per credit-hour basis. The COVID-19 pandemic impacted the total number of seminars delivered in FY20. Total credit hours produced ended up being less than the 400 credit hours budgeted to deliver in FY20. In FY20 WSBA CLE, in collaboration with Section and other volunteers, developed a total of 313.25 credit hours of live programming and of that, 258.75 credit hours of on-demand programming. The WSBA Budget and Audit Committee approved a proposal to maintain the per credit hour indirect expense in line with what was initially budgeted for section seminars, at \$3,000 per credit hour.
 - Direct expenses for live seminars include, but are not limited to, facilities, food and beverage (if applicable), accreditation fees, postage, supplies, reimbursement for travel,

parking etc., for faculty. Many seminars in FY20 were impacted by the pandemic and were delivered to virtual only audiences, decreasing direct expenses associated with development and delivery of live seminars from what had been budgeted for.

- Direct expenses for on-demand seminars include license fees for hosting on-demand seminars on the WSBA CLE Store. For programs delivered in FY20, we allocated direct on-demand expenses at \$760.35 per day.

We will continue to monitor on-demand sales and provide updates to the Section. You can reference these reports to project any future revenue splits.

At any point throughout the year, if you have questions or would like more information about the seminar budgets, please don't hesitate to reach out. Finally, if you have any questions about the information I've provided, please let me know. I'm happy to schedule a call to review in more detail. Thank you for partnering with WSBA CLE!

Program Name: Senior Lawyers Conference
 Program date: 26-Apr-19
 Seminar number: 19860STC/WEB
 Prepared date: 27-Jan-21
 Live and On Demand Credits: 7 Live and 6.75 On Demand Credits

Year End Financials

Live Attendance 101 In Person 46
 Webcast 55

TOTAL FY19 Revenue Notes

Registrations	\$13,630.00
Exhibitors/sponsors	\$1,000.00
On Demand Seminar Sales to 09/30/2019	\$6,274.40
Total Revenue	\$20,904.40

FY20 REVENUE

On Demand Seminar Sales to 10/1/19-12/31/19	\$1,716.00
On Demand Seminar Sales from 1/1/20-3/31/20	\$1,045.00
On Demand Seminar Sales from 4/1/20-9/30/20	\$1,749.00

Total FY20 Revenue	\$4,510.00
Total Revenue through 9/30/20	\$25,414.40

FINAL EXPENSES

Coursebook Production	\$452.20
Staff Travel/Parking	\$34.80
Postage - brochures	\$86.78
Accreditation Fees (\$12 per live and on-demand)	\$24.00
Seminar Brochures	\$73.20
Speakers/Program Development	\$4,081.18
Facilities	\$7,287.95
Live Indirect Expenses*	\$17,361.68
On Demand Indirect Expenses**	\$3,841.63
Direct On-Demand Expenses***	\$721.50
Total Expenses	\$33,964.92

FY19 Net Program Loss	-\$13,060.52
FY19 Split to Section***	\$0.00
FY20 Net Program Loss	-\$8,550.52
FY20 Split to Section	\$0.00

* FY19 Calculations based on 385 Credit Hours at \$2480.24 per credit hour

**FY19 Calculations based on 327.25 Credit Hours at \$569.13 per credit hour

***FY19 Calculations based on \$721.50 per one day program

****Section split based on 50/50 WSBA/Section up to \$8000.00 and 65/35 WSBA/Section over \$8000.00