

**MEETING OF THE
BOARD OF GOVERNORS
OF THE
STATE BAR OF ARIZONA
September 25, 2020
GoToMeeting**

BOARD MEMBERS PRESENT: Denis M. Fitzgibbons, President, Casa Grande; President-Elect; Jennifer Rebholz, Phoenix; Jessica Sanchez, Vice President, Mesa; Benjamin Taylor, Secretary-Treasurer, Phoenix; Sandra Bensley, Tucson; Jena Decker-Xu, President, Young Lawyers Division; Sharon Flack, Prescott; Kelsi Lane, Phoenix; Leticia Marquez, Tucson; Robert McWhirter, Phoenix; John Moody, Phoenix; Eric Ruckensky, Flagstaff; D. Christopher Russell, Sierra Vista; Samuel Saks, Phoenix; Ted Schmidt, Tucson; Jimmie Dee Smith, Yuma; Public Members: Robyn M. Austin, Tucson; John Gordon, Prescott; Jonathan Martone, Paradise Valley; Anna C. Thomasson, Paradise Valley; At-Large Members David K. Byers, Phoenix; Lori Higuera, Phoenix; and Doreen McPaul, Window Rock; Ex-Officio Members Victoria Ames on behalf of Dean Douglas Sylvester, ASU College of Law, Phoenix; Brian Furuya, Board Advisor; and Dean Marc Miller, UA College of Law, Tucson.

EXCUSED ABSENCES: Hector Figueroa, Payson; Mark Harrison, Phoenix; David Rosenbaum, Phoenix.

OTHERS PRESENT: Deanna Commack, Executive Assistant; Lisa Deane, Chief Member Services Officer; Joel England, CEO/Executive Director; Kathy Gerhart, Chief Financial Officer; Connie Hay, Board of Legal Specialization Administrator; Joe Hengemuehler, Chief Communications Officer; Lori Maxwell, Chief Information Officer; Lisa Panahi, General Counsel; Mabel Ramirez, Member Services Division; Amy Rehm, Deputy Chief Bar Counsel; Carrie Sherman, Director of Board Operations; Karen Van Allen, Administrative Assistant; Maret Vessella, Chief Bar Counsel.

GUESTS: Phillip Dodd, Amy Mignella, and Margarita Silva

President Denis Fitzgibbons called the virtual Board Meeting to order at 8:32 a.m. and reviewed the protocol for virtual meetings.

Call to the Public – President Denis Fitzgibbons

President Fitzgibbons made a Call to the Public and hearing nothing, moved on to the next item on the agenda.

President's Report – Denis Fitzgibbons

- The Collaborative Bar dialogue event that was co-sponsored with ASU and held on September 9 was successful. The Task Force on Social Justice, Bias and Inclusion met on September 17th; more about this later on in the meeting.
- Announced the co-chairs for the 2021 Convention – Hon. Colleen McNally of the Maricopa County Superior Court and Mr. Kiilu Davis of kdLaw PC in Scottsdale. Spoke highly of Jared Adam, the keynote speaker at the National Conference of Bar Presidents virtual August conference. Mr. Adam's personal story of incarceration and life afterwards is quite powerful and inspirational. He would be a great addition to a Bar Convention.

- The virtual Bar Leadership Institute Kickoff Retreat is this weekend. Both CEO Joel England and Diversity & Outreach Advisor Elena Nethers will also be participating.

CEO's Report – Joel England

- Introduced the Employee of the 2nd Quarter, Mabel Ramirez, and spoke about two of her major contributions to the State Bar of Arizona:
 - Helped to develop solutions to address Member Services feedback from the Bar-wide employee survey; and
 - Coordinated and helped to train the Legal Information Hotline volunteers that are assisting Arizonans with COVID-19-related legal questions.
- Operating posture: This remains the same as it has been for several months. Maret Vessella and her team provided him with guidelines for the next phase.
- HR Manager Candice French's last day was last Friday.
 - Lisa Panahi is in charge of recruiting for the position and applications have been received;
 - The applications are being vetted, and CEO Joel England will interview the recommended candidates; and
 - Members of the staff are pitching in to assist in covering the HR-related needs of the organization.
- The benefits broker was replaced by Hays Company which immediately began negotiating a benefits package with providers. A flat rate with no increase in health care costs has been secured which is a huge win.
- The team is working on the 2021 State Bar budget, which will be discussed later during the Finance & Audit Committee report.
- Reaching out individually to Board members through Zoom to discuss Bar matters and to simply stay more connected.
- Recent opportunity to meet individually with the Chief Justice of the Supreme Court and ABA President Trish Refo.
- By invitation of Past President Brian Furuya, presented a CLE to county attorneys.
- Triennial Member Survey has been distributed; hoping results will provide insight into what members expect from their Bar, especially in a COVID reality.
- The virtual Convention is moving forward; Lisa Deane and her team are hard at work.

Highest Score on February 2020 Unified Bar Exam – Denis Fitzgibbons

- President Fitzgibbons introduced Philip Michael Dodd who received the highest score on the February 2020 Unified Bar Exam. Mr. Dodd graduated from the University of San Diego School of Law in 2018, took and passed the California Bar and worked there for one year, and has been in the Business and Transactions department at Ballard Spahr LLP in Phoenix since October 2019.
- Mr. Dodd expressed his appreciation at being invited to the meeting and acknowledged for his efforts.

Rocky Mountain Mineral Law Foundation Trustees Council – Amy Mignella

- Ms. Mignella reported on the annual RMMLF Trustees Council meeting. She thanked the Board for appointing her to represent the State Bar on the Council to a three-year term.
- There has unfortunately been a decline in revenue due to seminar fee losses and the historic revenue nexus to the profit fluctuations of the oil/gas sector, all related to the pandemic. Staff continue to work remotely.
- Attended two seminars – on Maui water rights decision and the recent *McGirt* case - which were timely and excellent.
- Greater gender diversity attendance at 2019 events was noted and marked a peak in attendance at all in-person attendance for the prior five years. Shifted all remaining 2020 in-person seminars to virtual format.
- The Foundation received a \$279K loan through the payroll protection program of the CARES Act.
- New organizational strategic and marketing plan includes a new online community platform and job board, integrating more renewable energy programming, increasing program topic diversity and the number of women and young speakers, and redesigning committees.

American Bar Association (ABA) – Margarita Silva

- President Fitzgibbons thanked Margarita Silva for her 12 years of service – 2008 to 2020 – as one of the State Bar’s ABA Delegates.
- Ms. Silva reported that approximately 600 people attended the Annual House of Delegates Meeting, the first to be held virtually. It was an efficient process as there were practice runs with speeches and voting. There were 58 Resolutions to consider, many of which were COVID related.
- ABA Delegate Lori Higuera indicated there is a growing awareness and continual dialogue about what the House is going to do with State Bars that are unable to vote—for moral or political reasons—to keep them in line with *Keller*.
 - Amendments to §45.1 and 45.2 of the Rules of Procedure of the House of Delegates were considered to add the requirement that a resolution must advance one or more of the ABA’s four goals.
- CEO England reviewed the process: General Counsel Lisa Panahi analyzes the resolutions to determine which may violate *Keller* before meeting with the Bar’s Delegates so they are aware on which resolutions they are able to vote.

State Bar of Arizona Strategic Plan (Draft) – Jessica Sanchez

- Carrie Sherman mentioned that the comments would be recorded to share with the consultant who was unable to attend the Board meeting.
- Jessica Sanchez started by thanking both Former President Brian Furuya and CEO Joel England for the statewide Listening Tour they undertook that provided input from members for the Strategic Plan. She also thanked consultant Jennifer Lewin for her work in organizing the considerable feedback received through the Tour, focus groups and surveys.
- Voting on the Strategic Plan will take place at the October Board Meeting.
- Of the four strategic priorities, no priority is given more importance over the others.

- Diversity and inclusion are embedded throughout the plan.
- **QUESTIONS:**
 - David Byers referred to Priority #1, under “New/continuing ideas and approaches,” asked what is being done in response to COVID? How are we going to assist in the competence and professionalism of lawyers? What are the gaps and what worked? What resources are needed? Are we providing these resources? What is working well, and was this Bar or Court generated?
- CEO Joel England spoke about the larger issues: What did the Bar do? What are the innovations that might continue after the pandemic? The State Bar is happy to partner with the Court to assist in the evaluation of changes. What things will continue after the pandemic, and what will go away when we return to normal operations.
- Comments:
 - Sharon Flack suggested that, with the upcoming changes in 2021 according to the Task Force on the Delivery of Legal Services, that the lawyer-oriented language might be changed to reflect member-oriented language. Jessica Sanchez suggested changing the language to “general membership”.
 - Ted Schmidt spoke about the SBA certification process and suggested that this might be incorporated into the Find A Lawyer platform with an explanation about why it is important. CCO Joe Hengemuehler indicated that this enhancement is currently being addressed.
- **ACTION:** The draft Plan will be emailed out to the membership next week with a Comment Box. The comment period ends 10/16/20 with a final draft submitted to the Board for a vote at its 10/23/2020 meeting.
- President Fitzgibbons thanked Jessica Sanchez for spearheading this effort.

Appointments Committee – Jessica Sanchez

- Arizona Supreme Court Committee on Character and Fitness: There are three openings. The Appointments Committee recommends sending the top nine candidates to the Court.

MOTION: Coming from the Committee with no seconded required, the Motion to approve the Committee’s recommendation to send the top nine candidates in ranked order to the Court carried unanimously.

Ms. Tamika N. Wooten, Law Office of Tamika Wooten
 Ms. Ashley D. Adams, Adams & Associates, PLC
 Mr. Gary J. Cohen, Mesch Clark & Rothschild PC
 Ms. Donna Lee Elm, Law Practice of Donna Elm
 Mr. David Nicolas Hernandez, David N. Hernandez
 Mr. Joseph A. Brophy, Jennings Haug & Cunningham
 Mr. Troy P. Foster, The Foster Group
 Mr. Boyd T. Johnson, Esq.
 Ms. Colleen Marie DiSanto, DiSanto & DiSanto PLC

- Arizona Supreme Court Committee on Examinations: There are two openings. The Appointments Committee recommends sending the top six candidates to the Court.

MOTION: Coming from the Committee with no seconded required, the Motion to approve the Committee’s recommendation to send the top six candidates in ranked order to the Court carried unanimously.

Ms. Donna Lee Elm, Law Practice of Donna Elm
Ms. Ashley D. Adams, Adams & Associates, PLC
Mr. Boyd T. Johnson, Esq.
Ms. Amber Danielle Hughes, Dickinson Wright PLLC
Mr. Jeremy Adam Rovinsky, National Paralegal College
Mr. Gary J. Cohen, Mesch Clark & Rothschild PC

- Jessica Sanchez added that there were several excellent applicants that were not selected as they were young in their career. She will reach out to these candidates to avoid any sense of discouragement, keep them involved, and build a future pipeline.
- State Bar of Arizona Board of Legal Specialization – Public Member: Two applications were received for the one position.

MOTION: Coming from the Committee with no seconded required, the Motion to approve the Committee’s recommendation to send the two candidates, unranked, to the Court carried unanimously.

Ms. Kimberly Heldt, Legal Assistant, City of Apache Junction
Mr. Steven Jeras, Assistant Superintendent of Leadership, PV Unified School District

Awards Working Group – Denis Fitzgibbons

President Fitzgibbons presented the recommended award recipient(s) for each State Bar award.

- Award of Appreciation: Rick DeBruhl
 - Approved by acclamation.
- Award of Special Merit: Co-recipients Prof. Stacy Butler and Denice Shepherd

QUESTION: Lori Higuera asked about the thought process and how two winners were nominated in five categories.

- Denis Fitzgibbons responded that there were a lot of qualified people, and the Working Group thought it was appropriate based on the contributions of the nominees. The Board could decide to vote today and select one winner in those categories.
- Ms. Higuera indicated that the decision of the Awards Group is trusted but suggested that the Board discuss at a future meeting the number of recipients for each award.
- Approved by acclamation to give the Award of Special Merit to Prof. Stacy Butler and Denice Shepherd.
- Lori Higuera suggested that the Board vote on the remaining slate of nominees rather than taking them one-by-one.
 - Denis Fitzgibbons asked if there were any objections.

- Hearing none, the Board voted unanimously to give the following awards to the recipients recommended by the Awards Working Group:
 - Diversity and Inclusion Leadership Award: Co-recipients Hon. David Gass and Ashley Villaverde Halvorson
 - Hon. John R. Sticht Disability Achievement Award: Rose Daly-Rooney
 - James A. Walsh Outstanding Jurist Award: Hon. Diane M. Johnsen
 - Member of the Year Award: Greg Gautam
 - Michael C. Cudahy Criminal Justice Award: Bill Hughes
 - Outstanding In-House Counsel of the Year Award: Co-recipients Lisa Bossard Funk and Michael J. Minnaugh
 - Sharon A. Fullmer Legal Aid Attorney of the Year Award: Co-recipients January Contreras and Florence Immigrant & Refugee Rights Project
 - Tom Karas Criminal Justice Award: Co-recipients Richard Lougee and Randall S. Papetti
 - Each winner will be featured in a video which will be posted on the Bar's website and on the Convention webpage as well as being featured in *Arizona Attorney Magazine* and recognized (hopefully in person) at the 2021 Convention.

Finance and Audit Committee – Benjamin Taylor and Kathy Gerhart

- Benjamin Taylor reviewed the 2021 Budget Guidelines Memorandum.

MOTION: Jennifer Rebholz moved and Jonathan Martone seconded the motion to approve the 2020-2021 Budget Guidelines.

- Amendment: Dave Byers offered a friendly amendment to change the language in the first bullet from “as of January 1, 2021” to “resume in 2021”. Accepted by Jennifer Rebholz and Jonathan Martone.
- The motion as amended carried unanimously.
- The 2021 Budget Timeline was reviewed.
- The following were then reviewed: the financial statements for the Client Protection Fund (CPF), ending June 30, 2020, and the State Bar, ending July 31, 2020, as well as the 2019 Audit of the CPF and State Bar which was given a clean opinion by the auditing firm.

Consent Agenda – Denis Fitzgibbons

- Denis Fitzgibbons asked if anything should be removed from the Consent Agenda.

MOTION: D. Christopher Russell moved, Jessica Sanchez seconded and the motion carried unanimously to approve the Consent Agenda:

- a) Approval of July 24, 2020 Board Meeting Minutes
- b) Approval of Resignations in Good Standing
- c) Approval of Resignations in Lieu of Reinstatement
- d) Approval of Reinstatements
 - i) Reinstatements of Members Suspended for Non-Compliance with MCLE Requirements (Rule 45, Ariz. R. Sup. C)

- ii) Reinstatement of Members Suspended for Non-Compliance with Annual Membership Fee and/or Trust Account Compliance (Rule 32(c)(10) and/or Rule 43, Ariz. R. Sup. Ct.)

Status Reports

- Task Force on Social Justice, Bias & Diversity: Lisa Deane reported that following the approval of the Task Force, President Fitzgibbons appointed Lonnie Williams as Chair and 13 members. They have an aggressive agenda, with a report and recommendations scheduled for submission to the Board at its December meeting.
 - Three subcommittees – programs/events, Bar leadership and Bar operations - have been formed and have already met.
 - Ted Schmidt, chair of the programs/events subcommittee, reported that they have draft recommendations which include CLE, town halls and leadership conferences. A Bar Petition to amend Rule 45(A)(2), which would require that .5 of the required three hours of ethics be a course on diversity and inclusion, the subcommittee is recommending that the .5 hour be increased to a one-hour course.
 - Jessica Sanchez, chair of the Bar operations subcommittee, has researched diversifying the Bar’s vendors and contractors. The Bar’s hiring practices are well crafted but need to be formally adopted/institutionalized.
 - Suzanne Diaz chairs the third subcommittee.
 - Bob McWhirter suggested that the task force look at the lawyer discipline process with regard to racial disparities.
- Delivery of Legal Services Implementation Team – Joel England
 - Following the Court’s approval of the Petition regarding delivery of legal services, in August, CEO England decided to form an internal team to work with the Court on implementing the changes.
 - He appointed General Counsel Lisa Panahi to lead the Bar’s internal team to study the issues and make implementation recommendations for the Alternative Business Structures (ABS) and Legal Paraprofessionals (LPs), formerly known as Limited License Legal Practitioners (LLLPs), when the rules go into effect January 1, 2021.
 - On September 28th a Bar/Court team meeting will consider a list of recommendations to be accomplished.
 - Dave Byers: There are now more detailed Code sections
 - Final Comments are open for another week.
 - Two committees have been formed: One to review the Alternate Business Structure (ABS) applications and recommend approval and monitor operations, and the other one to oversee the document preparers (similar to a Character & Fitness Committee).
 - Court team has met with the two law schools universities regarding their legal paraprofessional programs
 - Court is on the verge of hiring a testing company for the LPs certifications

- There is a new manager's position open to implement these programs. See the Supreme Court website for the link.
- There is a lot of interest from law firms regarding the ABSs.
- Universities are doing a certification program for LPs.
- The Bar will have to recommend membership fees for the LPs who will become associate members of the State Bar.

Bar Exams – Dave Byers

- The first online Unified Bar Examination will occur October 5th; 250 have registered
- The July 2020 Bar exam results are expected mid-October; it was well-organized and executed in light of the extra security and safety measures in place due to the pandemic

Correspondence/Reports

- a) Executive Council Meeting – August 21, 2020
- b) 2019 State Bar Annual Report
- c) S. 3321 - Congressional Letters with BOG Resolution
- d) Thank You from Dee-Dee Samet

Adjourned at 11:04 a.m.

Respectfully submitted,

Benjamin P. Taylor, II
Secretary/Treasurer