

**MEETING OF THE
BOARD OF GOVERNORS
OF THE
STATE BAR OF ARIZONA
January 22, 2021
Phoenix, AZ**

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, Young Lawyers Division; Sharon Flack, Prescott; Kelsi Lane, Phoenix; Leticia Marquez, Tucson; Robert McWhirter, Phoenix; David Rosenbaum, Phoenix; D. Christopher Russell, Sierra Vista; Samuel Saks, Ted Schmidt, Tucson; Phoenix; Jimmie Dee Smith, Yuma; Public Members: Robyn M. Austin, Tucson; Jonathan Martone, Paradise Valley; and Anna C. Thomasson, Paradise Valley; and At-Large Members David K. Byers, Phoenix; Lori Higuera, Phoenix; and Doreen McPaul, Window Rock; Ex-Officio Members Brian Furuya, Board Advisor; Dean Marc Miller, UA Law School, Tucson; Assistant Dean Leah Won, UA Law School, Tucson; Victoria Ames on behalf of Douglas Sylvester, Phoenix.

EXCUSED ABSENCES: Hector Figueroa, Payson; Public Member John Gordon, Prescott; District Governor John Moody, Phoenix; and Eric Ruchensky, Flagstaff.

OTHERS PRESENT: Deanna Commack, Executive Assistant; Sarah Corpening, Membership Administrator & Services Manager; Lisa Deane, Chief Member Services Officer; Joe Hengemuehler, Chief Communications Officer; Tim Eigo, Editor; Joel England, CEO/Executive Director; Dixie Fuller, Professional Development Administrator; Kathy Gerhart, Chief Financial Officer; Elena Nethers, Director of Diversity, Equity & Inclusion; Rick Palmatier, Assistant General Counsel; Lisa Panahi, General Counsel; Amy Rehm, Deputy Chief Bar Counsel; Patricia Seguin, Legal Services Manager; Amy Rehm, Deputy Chief Bar Counsel; Patricia Seguin, Legal Services Manager; Carrie Sherman, Director of Board Operations; Roberta Tepper, Lawyer Assistance Programs Director; Karen Van Allen, Administrative Assistant; Maret Vessella, Chief Bar Counsel; Rachel Williams, Human Resources Manager; and Supreme Court Liaison Hon. James Beene, Phoenix.

GUESTS: Tyler Carrell and Lonnie Williams

President Denis Fitzgibbons called the virtual Board Meeting to order at 8:32 a.m.

Call to the Public – President Denis Fitzgibbons

President Fitzgibbons made a Call to the Public. Tyler Carrell, the new president of the Maricopa County Bar Association, addressed the Board and shared his condolences and thoughts about Mark Harrison.

President's Report – Denis Fitzgibbons

- Spoke about the loss of Board member Mark Harrison
 - Held a moment of silence
 - David Rosenbaum: Spoke about Mark Harrison's background
 - Reviewed the procedure by the Appointments Committee
 - Will recruit and interview candidates

- Board will interview finalists and vote to appoint
 - New governor will complete Mark Harrison's term until June 2022 and will be eligible to run for re-election
- Congratulated Brian Furuya on his appointment by Gov. Ducey to the Arizona Court of Appeals, Division One
 - Judge Furuya indicated that he begins his position on Monday, January 25, 2021 and will be stepping down from the Board.
 - He will continue to serve on the Foundation Board.
- The Arizona Judicial Council met on December 17, 2020.
 - David Byers:
 - Report coming out next week that lists ideas that came out of the meeting including bail hearings and new LPs allowed to appear in Court; petition will be filed next week to amend rules
 - Court holding series of meetings regarding racial justice issues in the state
 - Two Court task forces forming and Bar representation is sought:
 - jury issues
 - no-knock and nighttime warrants

CEO's Report – Joel England

- Introduced Dixie Fuller, the Employee of the 4th Quarter
 - She stepped up as a CLE Assistant when the Bar was not filling vacancies
 - Trained other employees on convention programs
 - Has a positive attitude
 - Leader of the Wellness Committee
- Introduced Patricia Seguin, Employee of the Year
 - Instrumental in the virtual Convention programs
 - Assisted in updating objectives of Attorney Professionalism Course
 - Worked with the I.T. Team on improving the online subpoena platform
 - Assisted with the Conservatorship program
 - Always willing to help other people – leads with service
 - Exemplifies core values of the Bar
- Congratulated Roberta Tepper for her award as the 2021 Women of Legal Tech by the ABA's Legal Technology Resource Center
- Introduced new HR Manager Rachel Williams
- The Appellate Practice Handbook is available.
- Reviewing the annual contract, which expires end of March, with Legal Services Link for the Find-A-Lawyer platform. Renew or go in a different direction and possibly bring it in-house with a similar product.
- Annual Fee Season: about 9,000 members have yet to pay their fees; similar number as last year; deadline is 2/1/21.
- MCLE deadline was pushed to 12/30/20 due to the pandemic; about 560 members still need to file.

Policy Discussion – Joel England, Lisa Deane
2021 State Bar Convention

a) Format

- How should we move forward; need time to plan; still in a pandemic
 - Benjamin Taylor: The Finance and Audit Committee met on Thursday regarding the convention format and voted to recommend that the Board move forward with a virtual convention for 2021.
 - Costs and ‘Other Expenses’ were explained.
 - Lisa Deane reviewed the SBA Convention 2021 materials:
 - Income for a hybrid is based on CDC’s guidelines of 320 in-person attendees (less than 1,100 expected)
 - Budget for virtual is 50% of the budget for the 2020 Convention
 - It is unlikely that Advertising-Exhibitors/Sponsors would attend a virtual convention.
 - Patrons income for the 2020 Convention was \$111,000 and is projected to be \$75,000 for 2021. (Patrons had committed for 2020 before the Convention was changed to a virtual format.)
 - AV costs would increase.
 - Reviewed the survey results
 - Reviewed the timing issue
 - Zoom is not an ideal platform for a large group, and the platform does not track attendance.
 - **MOTION:** David Byers moved, Lori Higuera seconded and the motion carried to accept the Finance Committee’s recommendation and hold a virtual Convention.
 - Bar Convention conflicts with the annual judicial conference that same week. Staff will check with the Sections and presenters before any action is taken to reschedule.
 - Staff already has reached out to the Hotel Del Coronado with regard to similar questions and planning for CLE by the Sea in July.
- b) Charity
- Last year the Board voted to award the Convention charity to Step Up to Justice. Staff will reach out to the nonprofit to ascertain whether they can do a silent auction online.

Task Force on Social Justice, Bias and Inclusion - Lonnie Williams, Lisa Deane, Elena Nethers

- Extensive time was given at the December Board meeting for the review and discussion of the task force’s report and recommendations. The Board will vote on the proposals today.
- **MOTION:** Jennifer Rebholz moved and Jonathan Martone seconded the motion to accept the Task Force report and recommendations. After discussion,
- **FRIENDLY AMENDMENT:** Jennifer Rebholz amended the Motion to include the president’s appointment of a working groups to provide ongoing oversight to the stated recommendations and initiatives. Amendment accepted by Jonathan Martone.
- **AMENDED MOTION:** The motion as amended carried unanimously.

Consent Agenda – Denis Fitzgibbons

- Hearing no request to have any items removed from the Consent Agenda,
- **MOTION:** Lori Higuera moved, Jessica Sanchez seconded and the motion to approve the Consent Agenda carried unanimously.

Finance & Audit Committee – Benjamin Taylor, Kathy Gerhart

a) December 2020 Year-End Financial Update

- Preliminary 2020 year-end surplus of \$787,000 subject to final analysis and adjustments required for audit. Significant items:
 - **Revenue**
 - Convention estimating net surplus of \$160K vs a budgeted net surplus of \$4K
 - Seminars estimating net surplus of \$800K vs budgeted net surplus of \$648K
 - MCLE - late fee revenue \$367K less in revenue due to deferral of filing deadline to yearend
 - **Expenses**
 - Savings due to cancelled training & development and expense savings due to COVID-19
- b) Wells Fargo Line of Credit Update
 - SBA currently has a \$4 million line of credit that will expire on February 1, 2021.
 - An RFP for the LOC and Treasury Management services is scheduled to occur beginning in April with a recommendation and vote by the Board in June.

Delivery of Legal Services Implementation Team – Lisa Panahi

- The team is moving forward to ensure that the Bar is ready for newly licensed LPs.
- Bar's CIO discussing with her counterpart at the Court to share progress and mutual information.
- Bar's CFO discussing with her counterpart at the Court to discussion allocation of related funds to the Bar.

Strategic Planning Working Group – Jessica Sanchez

- Staff continues to work on determining which departments/divisions will be in charge of the initiatives in the Plan.
- A tool to track progress and metrics is being researched.
- One idea has already been accomplished – the Board's approval of the report and recommendations of the Task Force on Social Justice, Bias and Inclusion

Legislative Update – Joe Hengemuehler

- 800 bills have been introduced to date.
- Two House staffers have been confirmed with COVID-19 and absent members Tuesday left the House without a quorum to conduct business.
- The Bar will be supporting SB 1230 (limited liability companies) sponsored by Senator Tyler Pace to clean up language regarding the major overhaul of the Limited Liability Companies Act passed in 2017.

- Next week Janna Day and David Case will be meeting regarding the spendthrift trust bill with two lawmakers, one of whom philosophically disagrees with the proposed legislation.

Sam Saks: He and his wife volunteer to help people get vaccinated. Shared a link:
<https://bannerhealth.com/staying-well/health-and-wellness/wellness/covid/Maricopa-county-vaccine>

Adjourn: 10:37 a.m.

Respectfully submitted,

Benjamin P. Taylor
Secretary/Treasurer