

**STATE BAR OF GEORGIA
BOARD OF GOVERNORS
MEETING MINUTES
Saturday, June 13, 2020/9:00 a.m.
(Zoom Webinar)**

The 283rd meeting of the Board of Governors of the State Bar of Georgia was held at the date and time and in the format shown. President Dawn M. Jones (2020-2021), presided.

Welcome and Call to Order

Outgoing President Darrell Sutton called the meeting to order at 9:20 a.m. After announcing some housekeeping items, he reminded everyone that only the Board of Governors members are allowed to vote when the polls come up. To ensure that only Board of Governors members are voting we will run a report to verify that at the end of the meeting.

Invocation

Past President Patrise Perkins-Hooker delivered the invocation.

Recognition of Special Guests

Past President Robin Frazer Clark recognized the members of the judiciary, the past-presidents of the State Bar, and other special guests in attendance.

President's Address

President Darrell Sutton delivered the outgoing President's Address (Exhibit A).

State of the Supreme Court of Georgia

The Honorable Harold Melton, Chief Justice of the Supreme Court of Georgia, delivered the State of the Supreme Court of Georgia address.

Secretary, Treasurer & President-elect Swearing-in Ceremony

The following new 2020-2021 State Bar Officers were sworn in to office by Chief Justice Harold Melton: President-elect Elizabeth Louise Fite, Treasurer Sarah B. (Sally) Akins, and Secretary J. Antonio (Tony) DelCampo.

President's Swearing-in Ceremony

Dawn M. Jones was sworn-in as the 2020-2021 State Bar President by the Honorable Patsy Y. Porter, Fulton County State Court Judge.

Introduction of President Dawn M. Jones

Past President Linda Klein introduced State Bar President Dawn Jones.

President's Remarks

Dawn delivered the President's Remarks outlining her 2020-2021 proposed program of activities. (Exhibit B).

Presiding

Dawn presided over the Board of Governors meeting.

Welcome to New Officers & Board of Governors Members

Dawn recognized the new Officers and Board of Governors members.

Roll Call

Secretary Tony DelCampo said he looks forward to serving this year. He told the Board members they will be counted as absent or present based on the sign-in report generated from their Zoom sign-in. Tony provided his email address for anyone that needs to contact him for changes in their attendance record or if they need an excused absence approval.

The list of Board of Governors members in attendance is attached as Exhibit C.

Future Meetings Schedule

Dawn reviewed the Future Meetings Schedule. As of today, she plans to meet as scheduled at the selected venues. She reported that at the appropriate time, the Executive Committee and staff will review the terms of the contracts and look to ensure each venue's safety plan makes us comfortable. Dawn told the Board members that they will have to decide whether or not to attend in person if and when we start meeting together.

Treasurer's Report

Treasurer Sally Akins reported on the Bar's finances and investments. She thanked everyone for their support and said she is looking forward to working with this fine group under Dawn's leadership. Sally reported the overall budget has a combined net income of \$215,000, which is a result of Bar Center profits offsetting Bar Operations losses. She reported that as discussed previously, the CCLC will provide a grant of up to \$300,000 to help cover Bar Operations expenses. The budget reflects efforts by the Programs and Personnel Committees and the Executive Committee to cut expenses where possible. There were no increases in license fees or staff salaries, and there was belt tightening by Bar programs. Sally also reported it was assumed that all meetings would be held as scheduled so the meetings budget was not decreased.

Sally reported the Bar was recently notified by the Georgia Public Defenders Council (GPDC) that due to state budget cuts, it will be moving from the Bar building into state offices. That will result in a non-renewal of the GPDC lease in October, and the above mentioned profit does not include the loss of that rental income. If the vacated space is not occupied by a new tenant, the total loss of revenue for the 2020-2021 Bar year will be \$366,000, which will translate into a \$550,000 loss on an annual basis. Sally said she can assure everyone that Executive Director Jeff Davis and staff have begun efforts to replace the tenant.

The Board of Governors received copies of the combined Operations and Bar Center Consolidated Revenues and Expenditures Report as of April 30, 2019; Bar Center Revenues and Expenditures Summary for the Nine Months Ended April 30, 2019; Status and Use of Cash Investments as of April 30, 2019; Board-Designated and Donor Temporarily Restricted Net Assets as of April 30, 2019; Summary of Members and Voluntary Contributions to GLSP Paid through April 30, 2019; Summary of Members and Voluntary Legislative Contributions Paid through April 30, 2019; Legislative Activity Report from July 1, 2019 through April 30, 2019; and Cornerstones of Freedom Activity Report from July 1, 2018 through April 30, 2019.

2020-2021 State Bar Budget

Treasurer Sally Akins presented the Fiscal Year 2020-2021 Proposed Consolidated (Operating and Bar Center) Budget. She said she would be remiss if she did not mention the enormous amount of time and energy that goes into developing the budget by the Finance Committee, chaired by Past President Patrise Perkins-Hooker, and the work of Chief Financial Officer Ron Turner.

By a poll vote, the Board of Governors unanimously approved the proposed 2020-2021 Consolidated Budget (Exhibit D). The proposed Consolidated Budget reflects the following:

- 1) License fees at \$254 for active members and \$127 for inactive members, which represents no changes in license fees from the previous year;
- 2) Section dues to be reflected on the license fee statement ranging from \$10-\$40; and
- 3) Continuation of the assessment required by Bar Rules regarding the Clients' Security Fund (\$100 @ \$25/year, beginning with the second full fiscal year following a member's year of admission); and
- 4) Professionalism Fee of \$11 (mandated by the Supreme Court); and
- 5) Continuation of a \$100 voluntary contribution for the Legislative and Public Education Fund; and
- 6) A suggested \$350 individual contribution (\$100 for young lawyers) for the Georgia Legal Services Program.

Financial Resolutions

As required by Article V, Section 8 of the Bylaws, the Board of Governors unanimously approved the following financial resolutions by a poll vote:

- 1) That the President be authorized to secure a blanket fidelity bond to cover all officers, employees and other persons handling State Bar funds as is required by Article V, Section 8 of the Bylaws.
- 2) That the State Bar of Georgia and related entities open appropriate accounts with such banks in Georgia, but excluding any bank that does not participate in the IOLTA Program, and other such depositories as may be recommended by the Finance Committee and/or Investment Committee, and designated by the Executive Committee of the Board of Governors of the State Bar of Georgia, and that the persons whose titles are listed below are authorized to sign an agreement to be provided by such banks and customary signature cards, and that the said banks are hereby authorized to pay or otherwise honor any check drafts, or other orders issued from time to time for debit to said accounts when signed by two of the following: the Treasurer, the President, the Immediate Past President, the Executive Director, the Office Manager and the General Counsel, provided either the President or the Treasurer shall sign all checks or vouchers and that said accounts can be reconciled from time to time by said persons or their designees. The authority herein given is to remain irrevocable so as said banks are concerned until they are notified in writing of such revocation of authority and in writing, acknowledge receipt thereof.
- 3) That Mauldin & Jenkins be designated as the independent auditing firm to audit the financial records of the State Bar of Georgia for the fiscal year 2019-2020.

Minutes of the 281st and 282nd Meetings of the Board of Governors

By unanimous poll vote, the Board of Governors approved the minutes of Board of Governors meetings held January 11, 2020, in Atlanta at the Fox Theater, and April 3, 2020 via a Zoom webinar.

Approval of President's Appointments to the State Disciplinary Boards

By unanimous poll vote, the Board of Governors approved the following presidential appointments to the State Disciplinary Board:

State Disciplinary Board

Member: Jennifer Elizabeth Dunlap, Columbus (2023)

Member: Tomieka Ra'Shone Daniel, Macon (2023)

Lay Member: Connie S. Cooper, Pooler (2023)

By a unanimous poll vote, the Board of Governors approved the following presidential appointments to the Formal Advisory Opinion Board:

Formal Advisory Opinion Board

Member-at-Large: Letitia A. McDonald, Atlanta (2022)

Member: Mary A. Prebula, Atlanta (2022)

Member: Jeffrey Hobart Schneider (2022)

District Attorney Association of Georgia: Sherry Boston, Decatur (2022)

Emory University School of Law: Jennifer Murphy Romig, Atlanta (2022)

Approval of the ICLE Board of Trustees Appointments

By a unanimous poll vote, the Board of Governors approved the appointment of Anna Maria Martinez for a three-year term to the ICLE Board of Trustees:

Approval of the Georgia Legal Services Program Appointments

By a unanimous poll vote, the Board of Governors approved the following appointments for two-year terms to the Georgia Legal Service Board of Trustees: Seth Bruckner, Marquetta Bryan, Keishan Davis, Lavern Lewis Gaskins, Matthew Howell, and Meghan Magruder.

Approval of 2020-2021 Standing, Special & Program Committees and Boards

Dawn reported at the top of the list of the 2020-21 State Bar Committees there is a new proposed Standing Committee on Seeking Equal Justice and Addressing Racism & Racial Bias that she referenced earlier in her remarks. She asked the Board of Governors for a Keller vote before voting on the inclusion of the new committee. The results were as follows:

- 1) By a majority poll vote, the Board of Governors found the new Standing Committee on Equal Justice and Addressing Racism & Racial Bias to be germane to the legitimate purposes of the State Bar, and
- 2) By a majority poll vote, the Board of Governors approved the new Standing Committee on Equal Justice and Addressing Racism & Racial Bias as proposed.

Thereafter, by unanimous poll vote, the Board of Governors approved the proposed 2020-2021 Standing, Special, Program Committees and Boards.

Executive Director Election

By majority poll vote, the Board of Governors elected Jeff Davis as Executive Director for the 2020-2021 Bar year until such time that his replacement is approved.

Sutton reported the Senior Staff Search Committee met three times and ultimately decided that a search firm be retained to ensure objectivity and conduct a search with the most efficiency and effectiveness. After reviewing several proposals, the committee decided to engage the firm of Young Mayden LLC based on cost benefits and having by far the most experience in vetting bar executives across the country. The committee is meeting next week to develop the timeline and approve the job announcement to post for the Executive Director position.

Elections Schedule 2020-2021

By a unanimous poll vote, the Board of Governors approved the proposed 2020-2021 Elections Schedule (Exhibit E).

Executive Committee Election

Dawn reported there are three open positions on the Executive Committee. She asked if there was anyone else offering for the positions other than the three Board members who told us in advance that they were seeking those positions: Ivy Cadle, Nicki Vaughan, and Martin Valbuena. Hearing none, and recognizing there was no need for nominations from the floor, the Board of Governors elected Ivy Cadle, Nicki Vaughan, and Martin Valbuena for two-year terms on the Executive Committee by a unanimous poll vote.

Memorials Report

Sutton presented the Memorials report.

Young Lawyers Division

YLD Immediate Past President Will Davis said he was honored to have served as YLD President. He reported the YLD swearing-in ceremony and awards presentation was held yesterday by Zoom and is available for viewing on Facebook, as are his remarks. He congratulated President-elect Elizabeth Fite and new Board member Josh Bosin on receiving the YLD Award of Achievement for their dedication to the YLD. He reported that Tina Rodenberry received the Ross Adams Award, and Court of Appeals Presiding Judge Sara Doyle and Presiding Judge Stephen Dillard received the Outstanding Judicial Services Award. Will also recognized the law firm of Goodman McAfee that allows and supports its young lawyers to run for office and serve as committee chairs.

Will reported the YLD was able to achieve many of its goals. Attendance at meetings was increased. The Build a Better Georgia Day, typically a Habitat for Humanity build, became a blood and plasma drive. The Legal Food Frenzy raised \$852,000, which is a 102% increase from last year, and generated 3.3 million meals. Will reported that another of his goals was to increase diversity in the YLD and he thanked everyone who helped with that. As the first openly gay YLD officer, he believes the YLD has already been at the forefront of diversity, and thinks right now it is well suited to create open spaces and welcome needed conversations.

YLD President Bert Hummel thanked Will for his leadership, and said he looks forward to serving as President for the 2020-2021 Bar year. He reported the YLD stands in a unique position now and it can change the way future generations can look back on 2020. Bert said we as a Bar have responded when confronted with justice inequality and racism in our society. We have taken an oath to administer justice and serve the public, and can advocate for equality.

Bert reported he has four initiatives this year. The first initiative is to address systemic racism. He will work with the new standing committee and challenged the YLD yesterday to stand up and lead our communities. He has identified and expanded the number of YLD Directors who can help promote these real and hard discussions in order to address these injustices where they surface. The second initiative is to work with the public we serve by increasing public service efforts across the state and expanding on clinics that help the public. The third initiative is to further wellness initiatives for young lawyers and remove the stigma around mental health issues. The fourth initiative will be to create a database where lawyers can sign up to serve as mentors to young lawyer. Bert said he benefited greatly from having a mentor through the Transition into Law Practice Program, and who continues to act as his mentor, and believes other lawyers should have the same. Bert invited everyone to attend the YLD meetings which are scheduled as follows: 1) Fall: October 30-November 1, 2020 at Jekyll Island Club, 2) Midyear:

January 7-9, 2021 at Georgia State University College of Law, 3) Spring: March 19-21, 2021 a Brasstown Valley Resort, and 4) Annual: June 10-13, 2021 at Wild Dunes Resort.

Bert commended Sutton for his leadership, and said he looks forward to Dawn's leadership and serving as needed.

Legislative Report

Director of Governmental Affairs Christine Butcher Hayes thanked Darrell for his leadership this past year. She said the Bar has to work with many different stakeholders, governmental entities, and legal organizations, and many don't realize how closely the President is involved in that. She reported the legislature will be back in session on June 15 and the budget will be the one issue at the forefront of everyone's mind.

In terms of the Bar's legislative priorities, Christine reported she is not sure how or what bills will be going to the floor because of social distancing rules that will need to be followed, but hopes HB 865 (changes to Title 52) will be one. SB 464 (Uniform Mediation Act) passed the Senate and made its way over to the House. HB 785 (online notarizations) did not pass in the House on crossover day, but a lot of the research that went into the bill helped the Governor formulate his Executive Order regarding notarizations and witnessing. Christine also reported that remote notarization in real estate transactions and remote notarization in general will continue so long as there is a public health emergency issued by the Governor. Christine stated that money for Kinship Care, Victims of Domestic Violence, and for The Resource Center will more than likely be cut, although we will continue to advocate for the same monies appropriated last year

Christine reported the Bar's three contract legislative lobbyists, Rusty Sewell, Mark Middleton and Roy Robinson, are integral parts of what the Bar does due to their relationships with many of the legislators at the Capital and a great help to her.

Professional Liability Insurance Committee

Committee chair Chris Twyman reported the Professional Liability Insurance (PLI) Committee developed 4 options for consideration as to whether Bar members should carry PLI, and those options can be accessed at the Bar's website. They range from polling members to determine if they carry insurance to requiring all members to carry some form of insurance. The committee had a few more meetings set up around the state before COVID-19, but he believes the committee has crafted viable options. His intention is to have the committee vote on those options to see if any can garner committee support, which will then be recommended to the Board. He would like to allow time for Board members to take the committee's recommendation to their constituents for feedback. He said he hopes to be ready to present a recommendation at the Fall Board meeting.

Committee on the Delivery of Legal Services in Response to the COVID-19 Pandemic

Committee chair Paul Painter reported the Committee on the Delivery of Legal Services in Response to the COVID-19 Pandemic was asked to identify issues resulting from the pandemic that were impacting the legal system, the legal profession, and the delivery of legal services, to coordinate solutions to those issues, and identify resources to carry out those solutions. The committee is also serving as the State Bar's representative to the joint task force on the delivery of legal services in response to the pandemic and to carry out the mission of that task force. The task force consists of Immediate Past President Sutton Georgia Legal Services Program (GLSP) Director Rick Rufolo, Atlanta Legal Aid (ALA) Director Steve Gottlieb, and himself.

Paul reported that the committee's first phase was to deal with impediments for providing legal services. With help from Law Practice Management Director Natalie Kelly a form was sent out for identifying the issues, which the task force triaged. There were about 50 issues reported, but eventually those died down as the issues were being dealt with and when states began reopening. Now in the second phase, the committee is looking at what issues will be flooding the courts when the courts are fully reopened. The underserved population will be dealing with a number of issues and the committee is looking at ways to help GLSP and ALA with the volume of work they will have. Paul further reported that committee's work will be changing as issues change.

Executive Committee Minutes

The Board of Governors received a copy of the minutes of the Executive Committee meetings held on April 2, 2020, and April 20, 2020.

Office of General Counsel

The Board of Governors received a memorandum from the Office of the General Counsel stating the office will provide the annual report at the Fall Board of Governors meeting.

Office of Attorney General

The Board of Governors received a report from the Office of the Attorney General.

State Bar of Georgia Coastal Georgia Office

The Board of Governors received a report from the Coastal Georgia Office.

State Bar of Georgia South Georgia Office Statistics

The Board of Governors received a report from the South Georgia Office.

Fee Arbitration Program

The Board of Governors received a report from the Fee Arbitration Program.

Law Practice Management Program

The Board of Governors received a report from the Law Practice Management Program.

Communications Media Report

The Board of Governors received a report from the Communications Department.

Military Legal Assistance Program

The Board of Governors received a report from the Military Legal Assistance Program.

Sections Reports

The Board of Governors received annual reports from the following sections: Administrative Law, Animal Law, Aviation Law, Child Protection & Advocacy Law, Construction Law, Family Law, Franchise & Distribution Law, General Practice & Trial Section, Intellectual Property Law, Military Law, and Nonprofit Law.

Unlicensed Practice of Law Program

The Board of Governors received a report on the Formal Investigations undertaken by the Unlicensed Practice of Law Program.

Chief Justice's Commission on Professionalism

The Board of Governors received a report from the Chief Justice's Commission on Professionalism.

Georgia Legal Services Program Report

The Board of Governors received a report from Georgia Legal Services.

Old Business

There was no old business.

New Business

Dawn reported in the future, should there be a need for an Executive Session during a Board of Governors meeting, the only way to do so would be to close out of the Board meeting and open up another Zoom meeting.

Dawn reported she is excited about working with the Officers and Executive Committee during these challenging times and issues. She stated that her father was not able to be here due to being 75 years old and COVID-19 vulnerable, and that she herself is also medically fragile. So instead, she used her bible given to her by her father and stepmother when she was baptized as a child for today's swearing-in. She thanked her brother, Elwood, her sister, Tiffany, her Uncle Warren and Uncle Robert (known as Buzz), her aunt Barbara and all of her extended family. She said she knows under the circumstances they could not be here, but are here in spirit.

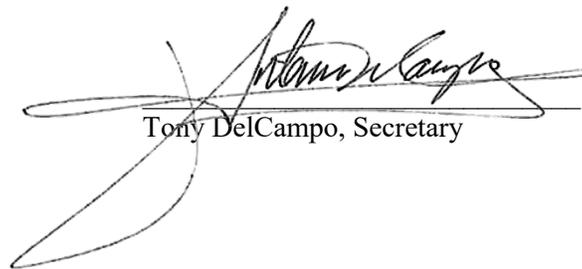
Dawn thanked her GABWA family, who she says made her who she is today, and thanked fellow GABWA member, Judge Patsy Porter, for swearing her in as President. Dawn also thanked the Gate City Bar Association that has equally supported her, and the Atlanta Bar Association who welcomed her at a time when its membership was not as diverse as it is today.

Dawn said she looks forward to the next Bar year with everyone's help, support and leadership. She said what we did today in establishing the new Equal Justice and Addressing Racism & Racial Bias Committee was not insignificant.

Adjournment

There being no further business, the meeting was adjourned at 12:18 p.m.

Approved:



Tony DelCampo, Secretary