

**STATE BAR OF GEORGIA
BOARD OF GOVERNORS
MEETING MINUTES**
Saturday, October 11, 2025, 9:00 a.m.
Cloudland at McLemore Resort
Rising Fawn, GA

The 309th meeting of the Board of Governors of the State Bar of Georgia was held at the date and location shown above. President Christopher P. Twyman presided.

Pledge of Allegiance

YLD Board of Directors Member Marissa “Missy” Torgerson led the pledge of allegiance.

Invocation

YLD Board of Directors Member Taylor S. Wilson gave the invocation.

Special Recognition

President Chris Twyman recognized the members of the judiciary, the past presidents of the State Bar, and other special guests in attendance.

Future Meetings Schedule

President Chris Twyman reviewed the Future Meetings Schedule. The 2026 Midyear Meeting will be held at the Omni Hotel at the Battery Atlanta in Atlanta on Jan. 15-18; the 2026 Spring Meeting will be held at The Ritz-Carlton Reynolds, Lake Oconee in Greensboro on March 27-29; and the 2026 Annual Meeting will be held at the Omni Amelia Island Resort in Fernandina Beach, Florida, on June 11-14.

Roll Call

Secretary Shiriki Jones circulated the roll for signature. The list of attendees is attached as Exhibit A.

Minutes of the 307th and 308th Meeting of the Board of Governors

Secretary Shiriki Jones presented the minutes of the Board of Governors meetings held June 6-7, 2025, at the Sawgrass Marriott Golf Resort & Spa, Ponte Vedra Beach, Florida. By majority vote, the Board of Governors approved the minutes.

Proposed Rule Change

General Counsel Russell Willard presented the proposed changes to Rule 4-203.1(a) (Uniform Service Rule), which the Board of Governors approved by majority vote.

This proposed change only amends 4-203.1(a) (providing for companion email notification/service) and does not propose any additional changes to 4-203.1(b) (personal service). This language cleans up concerns expressed by the Court, as regards the current pending Motion 2023-2, that a lawyer could be found to be in violation of the Georgia Rules of Professional Conduct if they do not maintain an email address on file with the State Bar. This proposed amendment, building on the current language found within the pending Motion 2023-2, makes clear that for pending provisions that require the complementary component of email service, such as service of petitions on Georgia-barred attorneys who maintain an official address in a foreign country, such provisions are deemed satisfied once the non-email components are completed.

Proposed Section Bylaws Changes

Deputy General Counsel Bill NeSmith presented the following section bylaws changes:

1. *Eminent Domain Section Bylaws*

The Board of Governors, by majority vote, approved the proposed changes to the Eminent Domain Section Bylaws.

2. *Real Property Law Section Bylaws*

The Board of Governors, by unanimous vote, approved the proposed changes to the Real Property Law Section Bylaws.

Appointments to the State Disciplinary Boards

The Board of Governors approved the appointment of Terri Gordon (at-large, 2025-2028) to the State Disciplinary Board and the appointment of Alex Shalishali (middle district, 2025-2028) to the State Disciplinary Review Board by unanimous vote.

Appointments to the ICLE Board

The Board of Governors approved the appointments of Matthew Cathey (2025-2028), Mercedes Dickerson (2025-2027), David Lefkowitz (2025-2028), and Stephen Tillman (2025-2028) to the Institute of Continuing Legal Education of the State Bar of Georgia (ICLE) Board by unanimous vote.

Appointments to the Commission on Continuing Lawyer Competency

The Board of Governors approved the two-year appointments (2026-2028) of Jarvarus Gresham and Stephen Tillman to the Commission on Continuing Lawyer Competency by majority vote.

Advisory Committee on Legislation New Legislative Proposals

Following a report by Director of Governmental Affairs Jennifer McNeely, the Board of Governors took the following action on proposed legislation:

<u>Legislative Proposal</u>	<u>Germane to Purposes of the Bar</u>	<u>Support on Merits 2/3 Majority</u>
1) <i>Professionalism Committee</i> Support for a Resolution of the General Assembly Recognizing April 2026 as Legal Professionalism Month	Passed by majority vote	Passed by 2/3 vote

Legislative Update

Director of Governmental Affairs Jennifer McNeely discussed the upcoming legislative session. She highlighted the pending bills from the previous year, particularly those that could impact Bar members. Notable bills to monitor include HB99, based upon the federal qualified child and dependent care tax credit, which is expected to be significant for members. HB902 is also of interest, focusing on transparency and accountability in rates and rate regulation after enactment of tort reform law.

Additionally, SB215, a bar restructuring bill, is under consideration, and discussions are ongoing with its sponsor to find a resolution.

The potential for leadership changes was also a key point, as many current lawyer-legislators are running for higher office, which may reduce the number of lawyer-legislators in the Georgia General Assembly.

Director McNeely emphasized the importance of maintaining relationships with remaining legislators and encouraged Bar Sections to communicate any legislative concerns. Board of Governors members were urged to engage with their Sections and share insights on legislation affecting the legal community. She also noted the commitment required for lawyers considering running for office, highlighting the balance needed between practice and public service. Lawyers were encouraged to support and mentor those interested in running for office, reinforcing the role of legal professionals in shaping policy and serving the community. She concluded with an open invitation for members to reach out with questions or concerns.

President's Report

President Chris Twyman provided an update on his focus on the Bar's priorities for the year, emphasizing gratitude for the contributions of the Executive Committee members and the dedicated staff, including the South Georgia and Coastal Georgia offices. He acknowledged the importance of collaboration with the Supreme Court of Georgia, highlighting the positive relationship that exists, which is crucial for the Bar's success. President Twyman reiterated the four primary focus areas for the year: enhancing Bar operations, improving the work of volunteer groups, strategically addressing the future of the profession through emerging technologies, and reinforcing the role of lawyers in upholding the rule of law.

Progress has already been made in these areas, particularly in evaluating Bar operations and optimizing resources. The Finance Committee and Executive Committee have been assessing year-end financials and planning necessary investments in the Bar Center. Additionally, efforts are being made to attract new tenants and optimize parking operations to increase revenue.

President Twyman stressed the importance of effective committee functioning and asked committee chairs to review their committee descriptions to ensure their work aligns with the descriptions and the Bar's mission. He mentioned ongoing advancements in artificial intelligence and technology as essential components for the profession's future, with an AI toolkit set to be released soon. Furthermore, he highlighted the commitment to fostering the next generation of lawyers through programs like Law-Related Education and High School Mock Trial, revising key elements to emphasize legal professionalism and ethics. President Twyman concluded with an optimistic outlook on the Bar's progress and collaboration, expressing enthusiasm for the upcoming months.

Executive Director's Report

Executive Director Damon Elmore provided an operational update on the Bar's progress. He noted that while the Bar year is still in its early stages, momentum is building, and operations are steady with no significant concerns, as the financials from the previous year have been closed and auditors are engaged. Executive Director Elmore highlighted several key initiatives, including the rapid advancement of the Center for Lawyer Wellbeing, which has garnered strong early responses.

He also mentioned the swift formation of the Senior Lawyers Division, expressing gratitude to President-elect Bill Gentry and his team for their leadership. Executive Director Elmore outlined the execution of priorities set by President Chris Twyman, such as economic development, cash management, and expanded educational programming, which are strengthening the Bar's foundation. He updated the Board on the awaited final order regarding CLE rule changes, thanking Justices Warren, Bethel, and McMillian for their partnership, as well as Bar staff for their extensive work in refining the rules. He commended the communications plan, ensuring readiness to inform members promptly once the order is issued. He encouraged attention to the annual report, which provides a data-driven snapshot of the Bar's operational health and the Office of the General Counsel's work. In closing, Elmore expressed gratitude to the officers, managers, staff, and the meetings team for their dedication and excellence in serving the Bar.

Treasurer's Report

State Bar Treasurer Javoyne Hicks reported on the Bar's finances. She highlighted the information in the executive summary below and said there were no items of note in the first quarter of the 2025-2026 FY. She thanked everyone for contributing to the legislative fund and the Georgia Legal Services Program.

The Board of Governors received a copy of the June 2025 Financial Statements, including Bar operations and Bar Center. The Executive Summary is as follows:

In total, the Bar budgeted a loss of \$1,140,469 for the year ended June 30, 2025. This total budgeted loss for the Bar was calculated as a budgeted loss for Bar operations of \$1,288,225 and a budgeted gain for the Bar Center of \$147,756.

The Bar Center realized an actual loss of \$574,745 for the year instead of the budgeted gain of \$147,756. This difference of 722,501 is comprised of the following components: (1) additional interest income and earnings due primarily to the write-up of the Bar's investments to fair market value. These income amounts totaled \$227,741 more than what was budgeted. The write-up or write-down of investments to fair market value is a standard adjustment. However, since we normally do not sell investments, we have a zero budget for both the realized and unrealized gains on investments (2) additional rental revenue of \$223,600 and (3) additional parking revenue of \$148,257. These savings were offset by (4) additional audio/video, furniture and equipment costs of \$58,798 and (5) additional building rehab costs of \$1,267,225. These five amounts net to an additional expense of \$726,425.

Bar operations realized a gain of \$181,742 instead of the budgeted loss of \$1,288,225. This difference of \$1,469,967 is comprised of the following components: (1) additional interest income and earnings due primarily to the write-up of the Bar's investments to fair market value. Like Bar Center operations, these income amounts totaled \$429,444 more than what was budgeted. (2) ICLE earned \$243,255 more in net program revenue than what was originally budgeted (3) savings in salaries and related personnel costs of \$984,993, (4) savings in officer expenses of \$28,613, (5) savings in bond premium amortization and investment service fees of \$28,908 (6) savings associated with the Bar Journal of \$28,722 (7) savings in building insurance of \$29,452 (8) savings in printing costs of \$35,387 (9) savings in supplies of \$26,102 (10) savings in seminars and training of \$27,964 and (11) savings in furniture and equipment of \$44,776. The savings were offset by the following components: (12) an overage in meeting costs (Board of Governors and Members meetings, Supreme Court and Court of Appeals meeting costs an Executive Committee meetings costs) of \$89,206 (13) additional costs for the State Disciplinary Board Panels of \$26,156 (14) website redesign costs of \$168,909 (15) Membership Database Project costs of \$110,713 (16) additional contract labor and contract programming costs of \$127,701 and (17) additional computer software costs of \$48,448. These seventeen items total a difference of \$1,291,707.

Young Lawyers Division Report

YLD President Veronica Cox reported on the activities of the YLD. She said the YLD has had a productive summer. The YLD held its Committee Chair Orientation in July at the State Bar of Georgia and its Officers and Directors Retreat in Athens in August, where, in addition to team bonding, the YLD conducted its planning for the year. The YLD announced future meeting dates coinciding with Board of Governors meetings, with the exception of the spring meeting, where the YLD will have its stand-alone meeting in Asheville, North Carolina. The YLD also announced the Signature Fundraiser taking place on

February 28 in Macon benefitting Middle Georgia Justice and shared a QR code, linking to the Bar website where tickets and sponsorship packages may be purchased. Lastly, the YLD invited the Board to attend the hike onsite at McLemore, the YLD Professionalism Committee's CLE with Justice Bethel and Judge Hise, and the YLD's dinner under the stars.

Preview of Proposed Fee Arbitration Rule Amendments

Deputy General Counsel Bill NeSmith and Executive Committee Member David Lipscomb presented the proposed Fee Arbitration Rule Amendments. Deputy General Counsel NeSmith explained the original process, under which a petition was filed, the lawyer was asked if they would be bound by arbitration, and regardless of the lawyer's response, the arbitration proceeded and the lawyer was required to abide by the decision. If they did not agree with the decision, they were entitled to a trial de novo in Superior Court. This process helped ensure that fee disputes were settled effectively. However, under changes implemented in 2022, the rules were revised so that if a lawyer chose not to be bound, the arbitration would not move forward. Deputy General Counsel NeSmith noted that this shift significantly reduced its effectiveness in protecting the public.

Executive Committee Member David Lipscomb, who has served on the Fee Arbitration Committee since 2000, provided additional context. He referenced data from Fee Arbitration Director Donna Davis showing that, while the program previously managed approximately 100 hearings per year, only nine hearings have been conducted so far this Bar year, with 62% of lawyers refusing to be bound. Deputy General Counsel NeSmith emphasized that the suggested rule change would align Georgia with practices followed by many other bar associations. The proposed changes would revert the program back to its original way of functioning.

Both Deputy General Counsel NeSmith and Executive Committee Member Lipscomb answered multiple questions from Board of Governors members. After lengthy discussions, President Twyman asked that further questions be emailed to Bar staff for further comment and consideration. The Executive Committee will continue the discussion at its December meeting, factoring in the questions from the Board.

Executive Committee Minutes

The Board of Governors received copies of the minutes of the Executive Committee meeting on August 21, 2025.

Combined State Bar of Georgia and Office of the General Counsel Annual Report

The Board of Governors received a copy of the 2024-2025 Combined State Bar of Georgia and Office of the General Counsel Annual Report.

ICLE Report

The Board of Governors received a written report from the Institute of Continuing Legal Education.

Law Practice Management Program

The Board of Governors received a written report on the activities of the Law Practice Management Program.

Chief Justice's Commission on Professionalism

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

Communications Media Report

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

Old Business

There was no old business.

New Business

There was no new business.

Announcements

State Bar Treasurer and Center for Lawyer Wellbeing Chair Javoyne Hicks reminded everyone that the Out of the Darkness Walk is being held on Nov. 2 and to join, if possible, or contribute to the State Bar's Out of the Darkness Walk team.

Executive Session

There was no executive session.

Remarks / Q&A / Comments / Suggestions

There were no remarks, Q&A, comments, or suggestions.

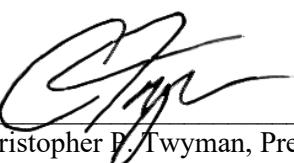
Adjournment

There being no additional business, the meeting was adjourned at 11 a.m.



Shiriki Cavitt Jones, Secretary

Approved:



Christopher P. Twyman, President