

# WASHINGTON STATE BAR ASSOCIATION

## BOARD OF GOVERNORS MEETING MINUTES

Richland, WA

August 11-12, 2023

### Call to Order and Welcome ([link](#))

The meeting of the Board of Governors of the Washington State Bar Association (WSBA) was called to order by President Dan Clark on Friday, June 23, at 9:06 AM. Governors in attendance were:

Sunitha Anjilvel  
Lauren Boyd  
Jordan Couch  
Matthew Dresden  
Kevin Fay  
Erik Kaeding  
Nam Nguyen  
Kari Petrasek  
Mary Rathbone  
Alec Stephens  
Brent Williams-Ruth

Also in attendance were Deputy Executive Director Dua Abudiab, President-Elect Hunter Abell, Gov. Elect Tom Ahearne, MCLE Chair Todd Alberstone, Gov. Elect Todd Bloom, Executive Administrator Shelly Bynum, Adam Chapman, Nic Doherty, Chief Disciplinary Counsel Doug Ende, Washington State Bar Foundation President Tracy Flood, Family Law Section Liaison Nancy Hawkins, Associate Director for Regulatory Services Bobby Henry, NWLawyer Editor Kristen Lacko, Gov. Elect Kristina Larry, Director of Finance Tiffany Lynch, Betsylew Mail-Gix, Outreach Specialist Mike Kroner, Executive Director Terra Nevitt, Chief Communications Officer Sara Niegowski, Broadcast Services Manager Rex Nolte, Director of Advancement Kevin Plachy, General Counsel Julie Shankland, Human Resources Director and Chief Culture Officer Glynnis Klinefelter Sio, Chief Equity & Justice Officer Diana Singleton, Ransom Smith, Hugh Spitzer, Public Records Counsel Szilvia Szilágyi, Janice Wang, Gov. Elect Allison Widney and Asia Wright.

### Consent Calendar ([link](#))

Pres. Clark asked if anyone wished to remove an item from the consent calendar. Gov. Petrasek moved for approval. There was no discussion. Motion passed unanimously. Gov. Fay was not present for the vote.

### Member & Public Comments ([link](#))

Nancy Hawkins commented on phrasing used in the budget materials and timing of application steps in the admission materials related to the Next Generation Bar Exam.

### President's Report ([link](#))

Pres. Clark referred to his written report in the meeting materials.

### Executive Director's Report ([link](#))

Director Nevitt referred to her written report in the meeting materials.

### Personnel Committee Report ([link](#))

Gov. Stephens highlighted that at the upcoming September Board meeting, the Personnel Committee will be presenting information regarding the Executive Director evaluation.

### Governor Roundtable ([link](#))

Gov. Petrasek requested that staff engage the Governors when scheduling the listening tours so that they can attend as well. Discussion and responses followed.

Gov. Williams-Ruth continued, commenting on policies he'd like to be addressed by the Treasurer (fiscal year to align with calendar year and returning budget excesses back to members) and expressed his disappointment in the Board's lack of formal recognition of Pride month. Discussion and responses followed.

Gov. Stephens reported that he will not be following-up on his proposals with regard to meeting location and quorum but encouraged the Board to take up those topics next year.

Gov. Anjilvel urged the Board to take up the implications of artificial intelligence and its impact on the legal profession.

Gov. Rathbone shared her "Coffee with Your Governor" initiative to connect with WSBA members and the public in her district.

### Budget and Audit Committee Items ([link](#))

#### *FY24 Budget*

Director Lynch presented the second draft budget, which incorporated feedback and updated forecasts and changes. Director Lynch covered the major differences between the first and second drafts in direct and indirect costs and revenues, which combined to increase the budget for next fiscal year by about \$125,000. Director Lynch also mentioned that the FY24 budget includes new forecasts for how we will end up at the end of FY23. Discussion followed about whether sections are impacted by certain discounts in CLEs, what income our investment funds have earned this year, and what is happening in office-lease realty in Seattle. The budget will come back for approval in September.

#### *2025 License Fee*

Director Lynch commented that since 2012, the board has set each license fee on a year-by-year basis, with the license fee decision preceding the fiscal budget by about a year, with a gap to allow for a potential member referendum. Director Lynch noted that based on fiscal projections and likely future Board decisions with fiscal impact in 2026, the current proposal is to maintain the current cadence of annual fee

approval along with maintaining the current license fees rate of \$458 for 2025. Discussion followed about how to best use, bolster, or earmark funds in the unrestricted fund.

MCLE Board's Suggested Amendments to APR 11 to Require One CLE Credit Each in Mental Health and Technology Security ([link](#))

Chair Alberstone described the proposal to require one CLE credit every three years in Mental Health and Technology Security. He cited national statistics regarding the perils of inadequate technology security. Chair Wright spoke to a question about who might provide the technology-security credits, saying they are already being offered—and the WSBA previously committed (when the MCLE Board first brought a similar proposal to the board) to offering these credits to members for free.

Chief Disciplinary Counsel Ende commented that he welcomed the change to untangle the proposal from the ethics-credit requirements. Director Plachy echoed the comments that it will help CLE providers to be able to concentrate on the technology issues by making these standalone credits.

Discussion followed regarding a scenario where the technology credit would not be applicable to a lawyer's practice, whether there is an alternate method of education without requiring credits, how discipline data corresponds to the need for these credits, that a training once every three years is insufficient, a suggestion to create a short written piece of information about technology security, and the need to account for the mostly negative feedback about the proposal from members.

Gov. Couch moved to support the proposal, noting that attorneys in general have many options to acquire these types of credits, however, in the example of mental health, making it mandatory will help those that need a little bit of intervention get access to resources. Gov. Couch commented that the proposal is not a full solution, but a step forward and may help quite a bit.

Gov. Nguyen requested that the motion be split, and Gov. Couch accepted the request as a friendly amendment. The motion to support the proposal with respect to cyber security failed 4 -6. Gov. Williams-Ruth voted present. The motion to support the proposal with respect to mental health passed 6-5.

Executive Director Nevitt asked if the board would like to submit a letter to the Court explaining its decision. Discussion followed and there appeared to be consensus to not submit a letter or explanation.

Director Ende asked for permission to submit his own comment with respect to his concern about the diminution of ethics credits. Gov. Anjilvel moved to authorize Chief Disciplinary Counsel Ende to write such a comment. Gov. Williams-Ruth asked that the comment be written in his official capacity, but not on behalf of the WSBA. Motion passed unanimously.

Second Read: Proposed Amendments to GR 12.2 Recommended by the WSBA Equity and Disparity Workgroup ([link](#))

Gov. Stephens presented history and background of the proposal. Discussion followed about the intent and effect of the change. Gov. Stephens moved for approval. Motion passed unanimously.

RPC 1.2 and 8.4 RE: Reproductive Health Care Services Recommended by the Committee on Professional Ethics ([link](#))

Professor Hugh Spitzer and CPE Subcommittee Member Janice Wang presented an overview of the changes to the proposal since it was presented to the Board in June. Professor Spitzer provided a recap of the progress thus far on the topic. The revised version makes the language broader allowing lawyers to advise clients on Washington law. Gov. Fay moved to approve the changes as drafted. Motion passed unanimously. Gov. Rathbone was not present for the vote.

Treasurer Election ([link](#))

Executive Director Nevitt presented the materials setting forth the process and the nomination of Gov. Adewale and called for any nominations from the floor. There were none. As there was only one candidate, Gov. Adewale was declared the winner.

Meeting Feedback ([link](#))

Feedback was provided about the leadership presentation to the Board the day prior, including feedback about the remarks and its relevance to our discussions and work about diversity, equity, and inclusion, and a request to provide more time for such dialogue.

The Board took public comment from Nancy Hawkins expressing concern about the leadership presentation being closed to the public.

**ADJOURNMENT**

There being no further business, Pres. Clark adjourned the meeting at 9:02 AM on Saturday, August 12, 2023.

Respectfully submitted,

*Terra Nevitt*

Terra Nevitt

WSBA Executive Director & Secretary