

**District of Columbia Bar
Board of Governors Meeting
June 11, 2018**

**Call to Order
(Agenda Item 1)**

At 10:30 a.m., President Patrick McGlone called the meeting to order and welcomed everyone.

Other members of the Board of Governors who attended the meeting were President-Elect Esther H. Lim, Treasurer A.J. S. Dhaliwal, Secretary Alva Y. Dial, Jessica E. Adler, Susan Low Bloch, Rodney J. Bosco (phone), Moses A. Cook, Elizabeth R. Dewey (Lisa), Karen E. Evans, Annette K. Kwok, Ellen Ostrow, Megan Lacchini, Leah M. Quadrino, Gregory S. Smith, and Christopher P. Zubowicz.

Board members, David W. Arrojo, Cindy A. Conover, Theodore A. Howard, Arian M. June, Keiko K. Takagi, and Benjamin F. Wilson did not attend.

D.C. Bar staff in attendance were Robert J. Spagnoletti, Lise Adams, Angela Boone, Matthew S. Butler, Dennis Cuevas, Carla J. Freudenburg, Regina Hopkins, Alana Hyman, Garrison Lindsey, Margarita Lorenzetti, Daniel Mills, Karen Savransky, Candace Smith-Tucker, Darrin P. Sobin, Evan Spath, Annamaria Steward, Rebecca K. Troth, Crystal White, and Adriana Zick.

Catherine Bertram, chair of the Communities Committee, and Justin E. Dillon, chair of the Continuing Legal Education Committee also attended the meeting.

**President's Report
(Agenda Item 2)**

President McGlone presented his report.

**Treasurer's Report
(Agenda Item 3)**

Treasurer A.J. S. Dhaliwal presented the report on financials for FY 2017-18 for the period ending April 2018. Mr. Dhaliwal fielded questions from the Board.

See Tab 3.

**CEO's Report
(Agenda Item 4)**

Chief Executive Officer Robert J. Spagnoletti reported that the D.C. Bar ribbon-cutting and grand opening at its new headquarters was a huge success. He noted other recent and upcoming events described in his written report.

See Tab 4.

**Annual Report of the Continuing Legal Education Committee
(Agenda Item 5)**

Chair Justin E. Dillon discussed the work of the Continuing Legal Education Committee. Details are found in the 2016-17 Annual Report. Mr. Dillon answered questions from the Board.

See Tab 5.

**Report of the Communities Committee
(Agenda Item 6)**

Chair Catherine D. Bertram discussed updates and changes of the Communities policies and Procedures, to be submitted for approval at the July 10, 2018, Board meeting. Ms. Bertram addressed questions from the Board.

See Tab 6.

**Report of the Regulations/Rules/Board Procedures Committee
(Agenda Item 7)**

On behalf of Regulations/Rules/Board Procedures Committee chair Morton J. Posner, President McGlone reported on the Committee's proposals to change the Bar committee

appointment process, as well as the appointment process for several entities to which the Board exercises appointment powers. The Committee proposal also recommends sunseting certain Bar committees and realigning several others. The proposals were presented to the Board at the May 14, 2018, meeting. A motion was made to approve the proposals, which were approved by the Board. The By-laws were modified accordingly as follows:

Article II—Nominations and Elections

Section 1. Committee on Nominations

The President, with the approval of the Board of Governors shall, not less than one hundred eighty (180) days prior to the annual meeting of the Bar, ~~elect~~ appoint a Committee on Nominations ~~in accordance with the procedures for the conduct of certain elections approved by the Board on January 9, 1979, as amended from time to time.~~ The Committee on Nominations shall consist of seven active members of the District of Columbia Bar who are not officers or members of the Board of Governors. In addition to the President who is an ex officio member with full voting rights on all committees, the immediate past president shall be an ex officio member of the Nominations Committee with full voting rights. No active member of the Bar other than ex officio members shall be eligible to serve on such committee if he or she previously served as a member of the Committee on Nominations in any of the three prior years. ~~Amended June 5, 2018~~

(a) ~~Except for ex officio members of the Committee on Nominations (the President and President-Elect) who may be nominated for ABA delegate, the Committee on Nominations may not nominate any of its members for any position on the ballot.~~

Article VI—Committees

There shall be such standing or special committees as shall be determined by the Board of Governors. The President shall be an ex officio member with full voting rights on all committees. The President-Elect shall be an ex officio member with full voting rights on all committees except for the Committee on Nominations.

Section 2

There shall be the following standing committees of the Bar which shall be chosen as provided for herein: Attorney/Client Arbitration Board, Audit, ~~Budget,~~ Communities, ~~Compensation,~~ Continuing Legal Education, Executive, Finance and Budget, Judicial Evaluation, Lawyer Assistance, Leadership Development, Legal Ethics, ~~Member Value,~~ Pension, ~~Practice Management Service,~~ Regulations/Rules/Board Procedures, Rules of Professional Conduct Review, and Screening, ~~and Technology.~~ All other committees shall be designated special committees of the Bar, and shall be automatically terminated two years after their creation unless the Board votes to renew their mandate for additional periods not to exceed one year at a time. The date of creation of a special committee is the date when the Board appoints a majority of its members, unless another date is designated by the Board. Except as provided below, all committees of the Bar shall be appointed by the President with the approval of the Board of Governors. In connection with the creation of any special committee, the ~~sections~~ communities of the Bar, through their elected representatives, shall be consulted and provision made for their representation on such committees. Except as provided in the preceding sentence, nothing herein applies to the creation or composition of steering committees thereof, which shall be governed by the ~~guidelines promulgated by the Board of Governors with respect to the operation of the sections~~ Communities Policies and Procedures.

Attorney/Client Arbitration Board

The Board shall consist of seven active lawyer members and four non-lawyer members, ~~elected~~ appointed for staggered three-year terms in accordance with the ~~procedures for the conduct of elections~~ Screening Committee Appointment Procedures approved by the Board of Governors on January 9, 1979, as amended from time to time, with no person to serve more than two consecutive terms.

Audit

The Audit Committee shall consist of three members of the Board, including the Immediate Past-President, and two persons who, by virtue of training and/or occupation, are knowledgeable about finance and audits, and are appointed by the President with the approval of the Board to staggered three-year terms. The immediate Past-President shall serve as Chair. The Treasurer shall not serve on the Audit Committee. [Amended May 13, 2008].

Budget

~~The Budget Committee shall be chaired by the President Elect of the Bar and shall include the President, the Treasurer, one representative designated by the Board on Professional Responsibility, and three other voting members of the Board of Governors appointed by the President with the approval of the Board for one year terms.~~

Communities

The Communities Committee shall consist of 11 active members of the Bar, appointed by the President with the approval of the Board, for staggered two-year terms, with no person to serve more than three consecutive terms. *[Added April 11, 2017]*

Compensation

~~The Committee shall consist of the President as Chair, the President Elect, Past President, and two voting members of the Board of Governors appointed by the President with the approval of the Board for a one year term. *[Amended July 19, 2016]*~~

Continuing Legal Education

The Committee shall consist of not more than 15 active members of the Bar, appointed by the President with the approval of the Board, for staggered two-year terms, with no person to serve more than three consecutive terms.

Executive

The Committee shall consist of the President, President-Elect, Immediate Past-President, and four other voting members of the Board, appointed by the President with the approval of the Board for one-year terms.

Finance and Budget

~~The Committee shall consist of the immediate Past President as Chair, the current Bar Treasurer, and three members appointed by the President with the approval of the Board. The three members of the Committee shall serve staggered three year terms with no person serving more than two consecutive terms.~~ The Committee shall consist of the Immediate Past President as Chair, the President-Elect as Vice Chair, the President, the Treasurer, one representative designated by the Board on Professional Responsibility, two other voting members of the Board of Governors, and two active members of the Bar. At least one of the members shall have, by virtue of training and/or occupation, knowledge in the field of information technology. The President-Elect shall have primary responsibility for overseeing the development of the annual budget. The Committee shall be appointed by the President with the approval of the Board, for staggered two-year terms, with no person to serve more than two consecutive terms.

Judicial Evaluation

The Committee shall consist of seven active members of the Bar who shall be ~~elected~~ appointed for staggered three-year terms, by the ~~Board in accordance with the procedures for the conduct of elections approved by the Board of Governors on January 9, 1979, as amended from time to time~~ President with the approval of the Board, for staggered three-year terms, with no person to serve more than two consecutive terms.

Lawyer Assistance

The Committee shall consist of not more than 15 members of the Bar and two non-lawyer members, appointed by the President with the approval of the Board, for staggered two-year terms, with no person to serve more than three consecutive terms.

Leadership Development

The committee shall consist of not more than 15 persons, appointed by the President, with the approval of the Board for staggered two-year terms, with no person to serve more than three consecutive terms.

Legal Ethics

The Committee shall consist of 11 active members of the Bar and four non-lawyers, to be ~~elected~~ appointed by the Board of Governors for staggered three-year terms, in accordance with the Screening Committee Appointment Procedures ~~procedures for the conduct of certain elections approved by the Board of Governors on January 9, 1979, as amended from time to time,~~ with no person to serve more than two consecutive terms.

~~Member Value~~

~~The Committee shall consist of up to 11 members, including at least seven active members of the Bar with the remaining being non-lawyers all of whom shall be appointed by the President with the approval of the Board, for staggered two-year terms, with no person to serve more than three consecutive terms.~~

Pension

The Committee shall consist of the President, the immediate Past-President, and three persons, who, by virtue of training and/or occupation, are knowledgeable about pensions and pension plans, and are appointed by the President with the approval of the Board to staggered three-year terms. The immediate Past-President shall serve as Chair.

~~Practice Management Service~~

~~The Committee shall consist of not more than 10 active members of the Bar and three non-lawyer members, appointed by the President with the approval of the Board, for staggered two-year terms, with no person to serve more than three consecutive terms.~~

Regulations/Rules/Board Procedures

The Committee shall consist of five active members of the Bar, appointed by the President with the approval of the Board, for staggered two-year terms, with no person to serve more than three consecutive terms.

Rules of Professional Conduct Review

The Committee shall consist of not more than 15 active members of the Bar, who shall be ~~elected~~ appointed for staggered two-year terms, in accordance with the Screening Committee Appointment Procedures ~~appointed by the President with the approval of the Board, for staggered two-year terms,~~ with no person to serve more than three consecutive terms.

Screening

The Committee shall consist of five persons appointed by the President with the approval of the Board in July of each year for one-year terms, with no person to serve more than three consecutive terms. Of the five members, three shall be attorney members of the Board, one shall be a non-lawyer member of the Board, and one shall have been a member of the most recent ~~Committee on~~ Nominations Committee.

~~Technology~~

~~The Technology Committee shall consist of seven members, including three who, by virtue of training and/or occupation, have information technology expertise, one liaison from the Board on Professional Responsibility, and three other members including two current or former members from the Board of Governors. One of the members shall be designated as chair. The members shall serve staggered two year terms.~~

The President shall ~~annually~~ designate annually one member of each committee to serve as chair and, as appropriate, one member to serve as co-chair or vice-chair, subject to the approval of the Board. To the extent possible, any committee appointments or designations by the President, subject to the approval of the Board, shall be made no later than the October Board meeting each year. In the event that a vacancy exists by reason of an expiration of the term of office, the incumbent may continue to serve until a replacement has been chosen by the President and approved by the Board. The prohibitions against consecutive service contained herein shall apply only where the terms served were full terms.

Section 3

If any committee member fails to attend three consecutive committee meetings, the committee chairperson, after consultation with the President of the Bar, may remove the committee member from the committee.

~~Section 4~~

~~No Section or Committee of the Bar shall issue any public statement on any matter relating in any way to activities of concern to the Bar, or to lawyers generally, unless the statement is explicitly approved by the Board, or unless it is issued in accordance with the procedures or guidelines established by the Board that make specific Board approval unnecessary.~~

See Tab 7.

Report of the Finance Committee (Agenda Item 8)

Chair Christopher P. Zubowicz discussed the Reserve Policy, the Investment Policy and detailed the proposed revisions to the policies. The Board approved the proposed revisions.

See Tab 8.

**Annual Report of the Pension Committee
(Agenda Item 9)**

Pension Committee chair Arian M. June presented the annual report of the Pension Committee, discussing the proposed changes to the Investment Policy Statement for the District of Columbia Bar Retirement Plans. A motion was made to approve the Bar's proposed policy statement as revised, which was approved by the Board.

See Tab 9.

**Consent Agenda
(Agenda Item 10)**

President McGlone presented the Consent Agenda to the Board, which approved the minutes of the May 14, 2018, Board meeting.

The Board approved the recommendations of the Screening Committee to fill vacancies as follows:

- **Attorney/Client Arbitration Board**
(lawyer vacancies)
 - Ariel S. Glasner
 - Karla J. Letsche
 - Kahlill R. Palmer
 - Hansel Pham (*chair*)
 - Jessica Horewitz (*vice chair*)

- **Board on Professional Responsibility**
(to be submitted to the D.C. Court of Appeals)
 - Robert C. Bernius (*one-year term*)
 - Margaret M. Cassidy
 - Maryam Hatcher
 - Theodore C. Hirt
 - Sundeep Hora
 - Buffy J. Mims
 - Bernadette Sargeant
 - Mary Lou Soller (*one-year term*)
 - Leslie H. Spiegel
 - John Sturc
 - Michael Tigar
 - Robert L. Walker

- **Clients' Security Fund**
(to be submitted to the D.C. Court of Appeals):
 - Brian Wolfman
 - Fabienne Chatain (chair)
 - Calvin H. Cobb, III (vice-chair)

- **Judicial Evaluation Committee**
 - Kathryn Leigh Rakoczy
 - Christopher Glaser (*chair*)

- **Legal Ethics Committee**
 - Elaine Block
 - Laura Danysh
 - Lauren Greenberg
 - Stephen R. Prest
 - Abid R. Qureshi
 - Elizabeth Simon (*chair*)
 - Michael Sundermeyer (*vice chair*)

See Tab 10.

**Executive Session
(Agenda Item 11)**

The Board met in Executive Session.

**Adjournment to Annual Board Reception
(Agenda Item 12)**

There being no further business, President McGlone adjourned the meeting, after which the Board attended its end-of-year reception.

Respectfully submitted,

Alva Y. Dial

Alva Waller Dial
Secretary