

**MEETING OF THE  
BOARD OF GOVERNORS  
OF THE  
STATE BAR OF ARIZONA  
Hybrid  
February 25, 2022  
Phoenix, AZ**

BOARD MEMBERS PRESENT: Jennifer Rebholz, President, Phoenix; Jessica Sanchez, President-Elect, Mesa; Benjamin Taylor, Vice President, Phoenix; Kelsi Lane, Phoenix; Robert McWhirter, Phoenix; At-Large Members Lori Higuera, Phoenix and Doreen McPaul, Window Rock.

BOARD MEMBERS ON ZOOM: Ted Schmidt, Secretary-Treasurer, Tucson; Diandra Benally, Fountain Hills; Hector Figueroa, Payson; Sharon Flack, Prescott; John Moody, Phoenix; David Rosenbaum, Phoenix; Eric Ruckensky, Flagstaff; D. Christopher Russell, Sierra Vista; Samuel Saks, Tempe; Jimmie Dee Smith, Yuma; Public Members: Robyn Austin, Tucson, and Anna Thomasson, Paradise Valley; At-Large Member David Byers; Board Advisor Denis Fitzgibbons, Casa Grande; Dean Marc Miller, UA Law School, Tucson.

EXCUSED ABSENCES: Sandra Bensley, Tucson; Leticia Marquez, Tucson; Public Members Mignonne Hollis, Sierra Vista, and Jonathan Martone, Paradise Valley.

UNEXCUSED ABSENCE: YLD President Gaya Shanmuganatha, Phoenix.

STAFF/OTHERS PRESENT/ON ZOOM: Deanna Commack, Executive Assistant; Sarah Corpening, Membership Administrator & Services Manager; Joel England, CEO/Executive Director; Kathy Gerhart, Chief Financial Officer; Joe Hengemuehler, Chief Communications Officer; Lori Maxwell, Chief Information Officer; Elena Nethers, Director of Diversity, Equity and Inclusion; Lisa Panahi, General Counsel; Carrie Sherman, Director of Board Operations; Roberta Tepper, Chief Member Services Officer; Karen Van Allen, Administrative Assistant; Maret Vessella, Chief Bar Counsel; Rachel Williams, Human Resources Director; Supreme Court Liaison Hon. James Beene, Phoenix; Leah Won, UA College of Law, Tucson; Victoria Ames on behalf of Interim Deans Chodorow and Kramer, ASU College of Law, Phoenix.

GUESTS: Stacy Butler, Janna Day, and Michael Simes

President Jennifer Rebholz called the virtual Board meeting to order at 8:34 a.m.

**Call to the Public** – Jennifer Rebholz

President Rebholz made a Call to the Public and hearing nothing, moved on to the next item on the agenda.

**President's Report** – Jennifer Rebholz

- Convention
  - In-person Convention will be held on Monday June 27, 2022, through Wednesday, June 29, 2022.
  - Board Meeting begins at 8:00 a.m. on June 27

- Major events during the three-day conference were highlighted including the new First-Time Attendees Breakfast on Tuesday morning
- Board members were asked to return their registration and ticket order forms by April 29
- Spoke at the New Admittees Swearing In on January 25, 2022; included a discussion of Alternative Business Structures (ABS), even though it is early in the process.
- Attended:
  - National Conference of Bar Presidents virtual meeting February 10-11, 2022
  - American Board of Trial Advocates Conference in Tucson; questions were asked about ABS's and Legal Paraprofessionals in Arizona
- Welcomed Justice Beene to the Board meeting; this is his last meeting as Court Liaison.
  - Justice Beene: He has learned what the Bar does and what it does for the members of the Bar, and he takes this information back to his colleagues.
  - Don't hesitate to contact him if you need anything from the Supreme court

#### **CEO's Report** – Joel England

- Attended:
  - Virtual National Conference of Bar Presidents meeting along with President Rebholz and President-elect Sanchez
  - New Admittees Ceremony; young attorneys are ready to go
  - University of Arizona Board of Visitors annual meeting on February 4, 2022
    - Stacy Butler gave a presentation on the Innovation for Justice (i4J) program
    - She will be presenting an overview of the i4J program later in the meeting.
- Internally, the performance review process ends today
- Updating the Financial Policies Manual; making it more flexible
- Two Legislative items that impact the Bar will be discussed later in the meeting.

#### **Mark Harrison Memorial 10-Minute Topics** – Robert McWhirter

*Constitution, Presidential Power, and War: Original Intent and Today*

#### **Special Constitutional Appointments Committee** (SCAC) – Benjamin Taylor

- Reviewed what the SCAC does
  - Five Board members and four Appointments Committee members serve on the SCAC
  - Charged with recruiting/screening/recommending constitutionally qualified applicants to the Board which in turn sends its nominations to the Governor for appointment to the five judicial nominating commissions
  - SCAC members interview the judicial nominating commission applicants they are assigned and perform the due diligence
- Arizona Commission on Appellate Court Appointments
  - **MOTION:** Jimmie Smith moved to send the top two candidates on the list of recommendations from the Committee. Seconded by Robert McWhirter

- After discussion, Robert McWhirter offered a friendly amendment which was accepted to send the top three candidates to the Governor.
  - Motion failed by a vote of 5 – 14.
- **MOTION:** John Moody moved, Hector Figueroa seconded and the motion carried by a vote of 17 – 1 to send the slate of seven ranked candidates who received votes.
- Coconino County Commission on Trial Court Appointments
  - **MOTION:** Robert McWhirter moved, Doreen McPaul seconded and the motion carried by a vote of 18 – 0 to send the names recommended by the SCAC for the openings in Supervisorial Districts 1, 2, 3 and 5.
- Maricopa County Commission on Trial Court Appointments
  - **MOTION:** Jimmie Smith moved to send the candidate who received the most votes. The motion died for the lack of a second.
  - **MOTION:** Kelsi Lane moved, John Moody seconded and the motion carried by a vote of 15 - 4 to send the slate of three ranked candidates who received votes.
- Pima County Commission on Trial Court Appointments
  - **MOTION:** Jimmie Smith moved, Robert McWhirter seconded and the motion failed by a vote of 7 – 12 to send only the name of Walter Nash to the Governor.
  - **MOTION:** Kelsi Lane moved, Robert McWhirter seconded and the motion carried by a vote of 16 – 2 to send both candidates’ names, ranked, to the Governor.
- Pinal County Commission on Trial Court Appointments
  - Robert McWhirter moved, Doreen McPaul seconded and the motion carried by a vote of 17 – 0 to send the one candidate who had applied and was recommended by the SCAC to the Governor.

**Break:** 10:00 – 10:10 a.m.

**Finance and Audit Committee** – David Rosenbaum and Kathy Gerhart

- The Board approved the creation of an Opportunity Reserve at the January 21, 2022 Board meeting. The Finance & Audit Committee met yesterday and learned:
  - Should finish the year with an estimated surplus of \$2,504, 552. The Committee recommends the following allocation:
    - 25% in the Annual Fees Reserve (\$528,680)
    - 75% in the Opportunity Reserve (\$1,586,040)
    - Vote to reflect the 25%/75% split when the final numbers come in; it will be a percentage split, not a numbers split
  - MOTION:** David Rosenbaum moved, Jessica Sanchez seconded and the motion to approve the Reserve Fund Allocation as presented carried unanimously.
  - Financial Policies and Processes Manual is being updated.
    - Amendments mainly deal with investments and procurement
    - Reviewed by CEO England and F&A Committee
    - Should be ready for review and vote by the Board in March

### **Consent Agenda** – Jennifer Rebholz

- Hearing no request to have any items removed from the Consent Agenda:  
Lori Higuera moved, Kelsi Lane seconded and the motion to approve the Consent Agenda passed unanimously.
  - Approval of January 21, 2022 Board Meeting Minutes
  - Approval of Resignations in Good Standing
  - Approval of Resignations in Lieu of Reinstatement
  - Approval of Reinstatements of Members Suspended for Non-Compliance with MCLE Requirements (Rule 45, Ariz. R. Sup. Ct.)
  - Approval of Reinstatement of Member(s) Suspended for Non-Compliance with Annual Membership Fees and/or Trust Account Compliance (Rule 32(c)(10) and/or Rule 43, Ariz. R. Sup. Ct.)
  - Fee Waiver Denials
  - Family Law Section – Proposed Bylaws Amendments

### **Bar-Related Legislation** – Joel England

- CEO England introduced Janna Day, the Bar’s lobbyist. She gave an overview of each Bill:
  - SB 1565
  - SB 1566
  - Engage:
    - Please let CEO England or Carrie Sherman know if you intend to reach out or have reached out to an elected official you know to manage coordination of efforts.
    - CEO England has engaged with Anni Foster, the Governor’s general counsel
  - The Board will be provided with talking points about the Bills and a Bar fact sheet.

**MOTION:** David Rosenbaum moved, Robert McWhirter seconded and the motion to ratify the Executive Council’s action to authorize the CEO to work to oppose SB1565 and SB1566 carried unanimously.

- Ted Schmidt: He receives inquiries about why the Bar has not taken a position on other law/legal services-related Bills; might be an opportunity to publish something in *Arizona Attorney Magazine* about why we address one Bill and not another.
  - General Counsel Lisa Panahi is already engaged in a review of said legislation and will provide an opinion whether they fall within Keller.
- **MOTION:** Sam Saks moved, Robert McWhirter seconded and the motion to authorize the Executive Council to direct lobbying efforts on any practice of law issues deemed within Keller carried unanimously.

### **Social Justice, Bias and Inclusion Working Group** – Elena Nethers

- The test survey to the Board and others that was going to go out did not happen; waiting for approval from the University of Arizona team assisting the Working Group.
- Updated demographic information on the Bar’s membership has been integrated into the database.

**Innovation for Justice (i4J)** – Stacy Butler

Stacy Butler, Director of Innovation for Justice at the University of Arizona College of Law, gave a presentation on the i4J program initiatives which expand the delivery of legal services. “Housing stability legal advocates” are being proposed to deal with housing eviction issues.

**Executive Session:** 11:24 a.m.

Jessica Sanchez moved, Robert McWhirter seconded and the motion to move into Executive Session carried unanimously.

**Open Session:** 11:58 a.m.

**MOTION:** Chris Russell moved, Robert McWhirter seconded and the motion to accept the Executive Council’s recommendation regarding the CEO’s performance evaluation carried unanimously.

**Adjournment:** 12:00 p.m.

Robert McWhirter moved, Jessica Sanchez seconded and the motion to adjourn carried unanimously.

Respectfully submitted,

Ted A. Schmidt  
Secretary/Treasurer