

**STATE BAR OF MICHIGAN
BOARD OF COMMISSIONERS MEETING MINUTES**

President Barnes called the meeting to order at 9:47 a.m. on Friday, January 24, 2020 in the Board room of the Michael Franck

Commissioners present:

Danielle Mason Anderson
David C. Anderson
Dennis M. Barnes, President
Robert J. Buchanan, President-Elect
Aaron V. Burrell
Erika L. Butler
Hon. Clinton Canady III
B.D. "Chris" Christenson
Josephine A. DeLorenzo
Hon. Shauna L. Dunning
Lisa J. Hamameh
Kara R. Hart-Negrich
James W. Heath, Secretary

Suzanne C. Larsen
James W. Low
Joseph P. McGill
Samantha J. Orvis
Barry R. Powers
Daniel D. Quick, Treasurer
Chelsea M. Rebeck
Thomas G. Sinas
Gregory L. Ulrich
Dana M. Warnetz, Vice President
Erane C. Washington
Mark A. Wisniewski
Ryan Zemke

Commissioners absent and excused:

Joseph J. Baumann
Thomas H. Howlett
Sarah E. Kuchon

E. Thomas McCarthy Jr
Valerie R. Newman
Nicholas M. Ohanesian
Hon. David A. Perkins

State Bar staff present:

Janet Welch, Executive Director
Marge Bossenbery, Executive Coordinator
Daniel Claucherty, Network and Systems Technician
Gregory Conyers, Director of Diversity
Peter Cunningham, Assistant Executive Director and Director, Governmental Relations
Danon Goodrum-Garland, Director, Professional Services Division
Darin Day, Director of Outreach
Elizabeth Goebel, Public Policy Counsel
Brian Hildreth, Assistant Division Director, Technical Support
Kathryn Hennessey, Public Policy Counsel
James Horsch, Director, Finance and Administration Division
Nkrumah M. Johnson-Wynn, Assistant General Counsel
Joseph Kelly, Database Administrator
Robert Mathis, Pro Bono Counsel
Molly Ranns, Case Monitor, Professional Standards Division
Alecia Ruswinkel, Assistant Division Director
Carrie Sharlow, Administrative Assistant
Jeanette Socia, Human Resources Director
Kari Thrush, Assistant Director, Communications and Member Services Division
Tish Vincent, Program Administrator, LJAP
Anne Vrooman, Director of Research & Development
Becky Weaver, Financial Services Manager, Finance and Administration Division

Guests

Mr. Roger Hitchcock, Andrews Hooper Pavlik PLC
Jamie Rabe, Andrews Hooper Pavlik PLC,

Consent Agenda

The Board received the minutes from the November 22, 2019 Board meeting.
The Board received the minutes from the December 10, 2019 Executive Committee meetings.
The Board received the recent activities of the president.
The Board received the recent activities of the executive director.
The Board received the FY 2020 Financial Reports through November 2019.
The Board received an Insurance & Indemnity Bylaw Amendment.
The Board received a Real Property Section Dues Increase request.

Mr. Barnes asked the Board if any items needed to be removed from the consent agenda.

A motion was offered and supported to approve the consent agenda. The motion was approved.

LEADERSHIP REPORTS

President's Report, Dennis M. Barnes, President

Mr. Barnes reported that:

- He had appointed a work group to review the Board's compliance regarding redistricting. He stated Ms. Warnez is the Chair of the work group and they will meet in the next few weeks to make recommendations in time for the 2020 SBM election in June.
- There may be a need for a March meeting to address election matters besides the conference call scheduled to address public policy items.
- The Eastern Michigan University Moot Court team won the National Championship competition and he asked that a honorary resolution be prepared on behalf of the Board. A motion was offered and supported to prepare and send a resolution on behalf of the Board. The motion carried.
- This is the last meeting that Mr. Horsch would attend and reminded the Board there is a reception planned for him when the meeting concludes.
- There will be a closed session convened after the meeting to receive an update on litigation matters

Executive Director's Report, Janet K. Welch, Executive Director

Ms. Welch reported that:

- The Ethics and Regulation of Legal Services Task Force has concluded its work without a consensus on recommendations. The Justice for All (JFA) Task Force, appointed by the Supreme Court, is grappling with some of the same issues. She will be working on ways to bring the State Bar's next efforts into alignment with its involvement in the Court's JFA Task Force.
- The Economics of Law Practice Survey will launch in March and asked the Board to promote this because its value is enhanced by increased participation.
- There will be a staff reorganization beginning on Monday, February 3. She reported that the divisions have been dissolved and that the reporting structure is more streamlined to match best

practices. She stated that she now has three direct reports, Mr. Cunningham and Ms. Brown who are both Assistant Executive Directors, and Ms. Hennessey, General Counsel, who will report to both the Board and to her. Ms. Welch explained the remainder of the changes to the Board.

- Three employees have been hired since the last Board meeting. Mr. Hildreth introduced Daniel Claucherty, Network and Systems Technician, Joe Kelly, Database Administrator, and Mr. Cunningham introduced Elizabeth Goebel, Public Policy Counsel.
- That a Communications Director has been hired and will begin work at the SBM in February.

Representative Assembly (RA) Report, Aaron V. Burrell, Chairperson

Mr. Burrell reported that:

- The officers met with the leadership of the assembly to discuss the strategic goals for the year including the fee cycle and diversity issues.
- The Michael Franck and Unsung Hero Award nominations are due by March.
- The next RA meeting is scheduled for April 25, 2020 in Lansing.

Young Lawyers Section (YLS) Report, Ryan Zemke, Chairperson

Mr. Zemke reported that:

- The YLS conducted a few webinars for its members.
- They are preparing for the 2020 Annual Summit and council members might contact Board members asking for sponsorships.
- The YLS v BOC event scheduled after the April Board meeting will begin earlier this year in an effort for more participation by board members. More information will be sent about the event soon.

COMMISSIONER COMMITTEES

Finance, Daniel M. Quick, Chairperson

Mr. Quick reviewed the FY 2020 financial results for the two months ended November 31, 2019 and reported on the activities of the Finance Committee.

Audit, Daniel M. Quick, Chairperson

The Board received a copy of the FY 2019 State Bar of Michigan Audited Annual Financial Report and auditor's letter.

Mr. Quick introduced Mr. Roger Hitchcock, Audit Engagement Partner, and Jamie Rabe, Audit Partner, from the firm of Andrews Hooper Pavlik PLC, who reviewed the audit letter, the annual financial report, and responded to questions from the Board. The auditors provided a clean "unmodified" opinion with no audit recommendations and thanked the staff for their assistance and cooperation during the audit.

Mr. Quick noted that the SBM Auditor Selection and Rotation Policy requires that SBM to change its auditors after a 9-year period, unless this requirement is waived by the Audit Committee and the Board. He stated that given the circumstances with Mr. Horsch's retirement and the transition in Finance, the Audit Committee believes it would be advantageous to retain Andrews Hooper and Pavlik PLC for an additional year. A motion was offered and supported to approve a waiver and retain AHP for an additional year. The motion carried.

Professional Standards, James W. Heath, Chairperson

Mr. Heath reported that the committee met this morning, reviewed several CPF claims, and continued with the orientation of new members that began at the November meeting. He reported there were no action items to come before the Board.

Communications and Member Services, Dana M. Warnez, Chairperson

Ms. Warnez provided the Board with a memo describing a request that the SBM received from the American Bar Association (ABA) asking the SBM for a mailing list of its new admittees. This data was provided to the ABA in recent years because the ABA provided the new admittees with a free year of membership. A change in ABA policy in 2020 eliminates the year of free membership, instead charging new members \$75 for a year membership. In addition, an addendum to the agreement allows for member information to be distributed to third party vendors.

Ms. Warnez indicated that it was the consensus of the committee that SBM Member Privacy and Mailing List policies need further review; the committee will provide recommendations at a future meeting.

Ms. Warnez mentioned that sharing member information for members running for elected positions was also discussed. Candidates have requested emails for members in their districts and some suggested that a policy be developed regarding this issue.

After discussion Ms. Warnez said that the committee will digest the information surrounding this issue and propose a policy for the Board's review at a future meeting.

Public Policy, Robert J. Buchanan, Chairperson

Court Rules

ADM File 2018-34: Proposed Amendment of MCR 6.425

The proposed amendment of MCR 6.425 would clarify that criminal defendants whose request for counsel due to indigency are denied are entitled to appeal that denial.

A motion was offered and supported to support the proposed amendment. The motion carried

ADM File 2018-35: Proposed Amendment of MCR 8.108

The proposed amendment of MCR 8.108 would clarify the rule regarding preparation and filing of transcripts including that a court reporter or court recorder shall file their transcripts with a court when produced for a party or for the court.

A motion was offered and supported to support the proposed court rule amendment with the following amendments:

- Subsections (E)(1) and (E)(2) should be amended to require courts to order, and court reporters to provide, transcripts at public expense for a litigant who has obtained a fee waiver under MCR 2.002 if the litigant needs the transcript to further pursue the litigation. Courts should only be required to order transcripts at public expense when two conditions have been met: (a) the litigant has been granted a fee waiver under MCR 2.002 in the particular case; and (b) the court has determined that the litigant needs the transcript to further pursue the litigation pending before the court, including on appeal. In all other circumstances, the court should retain discretion to determine whether to order a transcript at public expense.

- Subsection (F)(1) should be amended as follows (suggested changes shown in bold and underline):
After the preparation of a transcript at public expense upon a request of a party or interested person to a case or on order of the trial court, the court reporter or recorder shall promptly file the transcript of the proceedings (or any part thereof).
- Subsection (F)(2) should be amended as follows (suggested changes shown in bold and underline):
After an official transcript is filed, copies submitted to a court or used in any court proceeding shall be made from the official transcript filed with the court or from an unaltered digital or paper copy of the official transcript.

The motion carried.

Comments or questions from Commissioner

There were none.

Comments or questions from the public

There were none.

The Board went into a closed session at 11:42 a.m. and returned to open session at 12:30 p.m.

The meeting was adjourned at 12:35 p.m.