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BOARD OF GOVERNORS

Friday, January 15 and Saturday, January 16, 2016

New Orleans, LA

*** MINUTES ***

President Mark A. Cunningham called the meeting to order at 1:05 p.m., on Friday, January 15, 2016, in New Orleans.

Mr. Cunningham introduced Governor John Bel Edwards and thanked the Governor for taking time to meet with the Board of Governors. The Governor spoke at some length about his immediate plans for the State, including explanations for decisions he had made in his first days in office. He advised that the State was facing some difficult challenges and encouraged Board members to contact his office with either questions or suggestions.

Agenda Item 1. Roll Call

Ms. Larsen called roll and advised that the following members, who constituted a quorum, were present:

President, Mark A. Cunningham
President-Elect, Darrel J. Papillion
Secretary, Alainna R. Mire
Treasurer, Robert A. Kutcher
Immediate Past President, Joseph L. Shea, Jr.
Chair, Young Lawyers Section, Erin O'Brien Braud
First Board District Representative, David W. Leefe
First Board District Representative, Patrick A. Talley, Jr.
Second Board District Representative, John E. McAuliffe, Jr.
Third Board District Representative, Blake R. David
Fourth Board District Representative, Shayna L. Sonnier
Fifth Board District Representative, Michael E. Holoway
Fifth Board District Representative, C. Kevin Hayes
Sixth Board District Representative, Charles D. Elliott
Seventh Board District Representative, C. A. "Hap" Martin, III
Eighth Board District Representative, Marjorie L. "Meg" Frazier
At-Large Member, Mickey S. deLaup
At-Large Member, John M. Frazier
From the Faculty of Loyola University College of Law, Monica Hof Wallace
From the Faculty of Southern University Law Center, Donald W. North
From the Louisiana State Law Institute, Kevin C. Curry
House of Delegates Committee on Liaison Chair, S. Jacob Braud

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House of Delegates Committee on Liaison Member, Julie Baxter Payer
House of Delegates Committee on Liaison Member, Marcus A. Augustine

Also present were:

Governor John Bel Edwards
President-Elect Designee, Dona K. Renegar
Executive Director, Loretta Larsen, CAE
Access to Justice Director, Monte Mollere
Information Technology Director, Tony LaVerde
Director of Member Outreach and Diversity, Tricia R. Pierre
Executive Assistant, Mindi Hunter

Absent was:

At-Large Member, Rachael Johnson

Agenda Item 2. Consent Calendar

- a. Approval of November 6, 2015 Board of Governors Minutes**
- b. Louisiana Center for Law and Civic Education Report**
- c. Reappointment of Jeffrey L. Little of Shreveport as LSBA Representative on LADB Administrative Committee**
- d. Group Insurance Committee Report**

The Board unanimously approved the Consent Calendar without discussion or debate.

Agenda Item 3. 2016 Legislative Session Preview – Larry L. Murray

In Mr. Murray's absence, Mr. Cunningham reported on the upcoming session advising that Mr. Murray had indicated that there was little clarity on House chair positions, that the Judiciary Committee composition looked good, and that there would likely be a special session beginning in February and lasting up to three weeks. Mr. Cunningham added that if a meeting was necessary to determine positions on bills proposed in the special session, that the Board would meet either by videoconference or conference call.

Agenda Item 4. Judges and Lawyers Assistance Program – Mark A. Cunningham and Loretta Larsen

a. Preliminary Report on JLAP Program Audit

At Mr. Cunningham's request, Mr. Papillion reported that the Supreme Court was still reviewing the audit report and had asked that it not be released until the Court had completed its review. He added that the report was generally very positive and included a series of recommendations.

Mr. Papillion also reported on JLAP finances, as well as its current activities and programs.

Upon motion by Mr. Shea and second by Mr. Kutcher, the Board voted unanimously to acknowledge receipt of the report on JLAP's budget, spending, efficiency, and issues it is currently addressing.

b. JLAP Loan Program Proposal

Mr. Cunningham introduced the revised loan proposal and advised that it had been reviewed by the Executive Committee, which voted unanimously to recommend the proposal to the Board. Mr. Cunningham deferred to Ms. Larsen to report on the particulars on how it would be structured and funding.

After some discussion, Mr. Shea made the following motion, which was seconded by Ms. deLaup and approved unanimously by the Board:

Be it resolved that the staff be authorized to move forward with developing a JLAP loan program as proposed, subject to confirming that there are no legal or tax impediments, with the additional caveat that there be a four-year sunset provision unless the Board at that time votes otherwise to retain the program.

Agenda Item 5. Public Information Committee/Board of Governors Special Committee on Judicial Independence – Mark A. Cunningham and Julie Baxter Payer

Mr. Cunningham introduced the Hennes Communications proposal and indicated that he believed it was important to institutionalize the LSBA's messaging and crisis management strategies. He further advised that the information in the materials was a broad overview or what such a program might look like.

Mr. Cunningham advised that there was no consensus from the Executive Committee on this issue, but that he was continuing to work with staff and would likely have a proposal for Board consideration at the April meeting.

Agenda Item 6. Louisiana Board of Legal Specialization – Mark A. Cunningham

Mr. Cunningham introduced the proposed changes to the agreement and reviewed other issues related to the LSBA and its relationship with the Louisiana Board of Legal Specialization.

After some discussion and upon motion by Mr. Shea and second by Ms. Mire, the Board voted unanimously to accept the changes proposed by LBLs, subject to LSBA's legal counsel approving same.

Agenda Item 7. Committee to Review Programs and Resource Allocation – Mark A. Cunningham

Mr. Cunningham announced that he had appointed Ms. Renegar as chair of this committee, along with members Mr. Braud, Mr. Martin and Mr. Talley. Mr. Cunningham further advised that the committee

would begin its work immediately and that it was likely the Board would receive a report prior to the close of the current fiscal year.

Agenda Item 8. Employee Retirement Contribution – Mark A. Cunningham

Upon motion by Mr. Kutcher and second by Mr. McAuliffe, the Board voted unanimously to ratify the retirement contribution equal to 10 percent of gross wages for employees meeting eligibility requirements, as approved via email in December 2015.

Agenda Item 9. Legal Malpractice Insurance Committee – Mark A. Cunningham

After a brief discussion and upon motion by Mr. McAuliffe and second by Mr. Kutcher, the Board unanimously approved the Legal Malpractice Insurance Committee's recommendation to increase CNA's base rate by 14% effective May 1, 2016, as justified by experience and claims trend.

Agenda Item 10. 2016 Annual Meeting/Summer School for Lawyers and Judges – Darrel J. Papillion

Mr. Papillion deferred this matter until his report.

Agenda Item 11. Section Council Meeting – Robert A. Kutcher

Mr. Kutcher reported that the Section Council had met earlier in the day and that it was an amicable meeting.

Agenda Item 12. Budget Committee Report and Recommendations – Robert A. Kutcher

Mr. Kutcher reported on the Budget Committee meeting, including that the committee had met with the LSBA's investment advisors and heard a positive report on investment performance for FY 2014-2015. He also advised that the Budget Committee was recommending several amendments which resulted in an additional deficit of \$54,000, bringing the total projected deficit for FY 2015-2016 to \$482,771.

The Board unanimously approved the Committee's recommendation to approve the budget amendments.

Mr. Kutcher also reviewed the income and expense projections through 2018-2019, as prepared by staff, along with the LSBA reserve projections for the same period.

Agenda Item 13. Diversity Awards – Tricia R. Pierre

Ms. Pierre reviewed the proposals from the Committee on Diversity:

- *To combine the Trailblazer and Human Rights Awards into a single award which will be called the Louisiana State Bar Association Chief Justice Bernette Joshua Johnson Trailblazer Award, to be presented annually at the LSBA Annual Meeting;*
- *To change the name of the Guardian of Diversity Award to the Louisiana State Bar Association Guardian of Diversity Award, to be presented annually at the LSBA Annual Meeting; and*
- *To create a new award to recognize a member of the Committee on Diversity in the Legal Profession for his/her commitment to diversity and going above and beyond in service to the committee to address the needs of underrepresented groups or public interest causes, which award shall be called the Committee on Diversity in the Legal Profession Award and shall be presented annually at the Conclave on Diversity.*

Upon individual motions by Mr. Shea and seconds by Mr. North, the Board unanimously approved each of the above proposals.

Agenda Item 14. Diversity Conclave – Mark A. Cunningham

Mr. Cunningham thanked Ms. Pierre for her considerable efforts on the March 4 Diversity Conclave, referred members to the agenda and encouraged all to attend.

Agenda Item 15. Solo and Small Firm Conference – Mark A. Cunningham

Mr. Cunningham referred members to the agenda and encouraged all to attend the Solo and Small Firm Conference scheduled for February 25 & 26, at the Hyatt Regency New Orleans.

Agenda Item 16. LSBA Calendar for January/February/March – Mark A. Cunningham

Mr. Cunningham referred members to the calendar.

Agenda Item 17. Consideration of Any Item(s) Removed from Consent Calendar – Mark A. Cunningham

There were no items removed from the Consent Calendar.

Agenda Item 18. Task Force Reports

a. Technology Task Force – Mark A. Cunningham

Mr. Cunningham recognized the work of the task force and advised that the online Tech Center would launch in the next several weeks.

b. Task Force on Corporate Counsel and Government Lawyers – Mark A. Cunningham

Mr. Cunningham advised that he was impressed with the group's written report and that staff would review and report on the recommendations at the Board's April meeting.

c. Task Force on Cuba – Cheri Cotogno Grodsky

Mr. Cunningham advised that the task force was meeting in the immediate future and that it was continuing its efforts to organize an LSBA trip to Cuba.

d. Task Force on Notarial Laws – Mark A. Cunningham

Mr. Cunningham advised that the task force was very active and would be meeting with other stakeholders in the near future.

Agenda Item 19. Special Committee Reports

a. Board of Governors Special Committee on Services to Senior Lawyers – Joseph L. Shea, Jr.

Mr. Cunningham advised that the SLD was now putting together a group to be led by Past President Richard Leefe to develop a program which would respectfully address aging challenges of senior lawyers.

b. Board of Governors Special Committee on Law School Debt/Personal Banking Services – Cheri Cotogno Grodsky

Ms. Wallace reported on the committee's work and asked Board members to let her know of their banking contacts who might be interested in participating in such a program. She advised that the committee is looking to include additional banks before moving forward with this program.

Agenda Item 20. Committee and Project Updates – Review Committee Initiative Table

Mr. Cunningham advised that he did not include the table in the materials but that many of the initiatives had either been accomplished or were on their way to completion.

Agenda Item 21. Report of the President – Mark A. Cunningham

a. House of Delegates – Review of January 16, 2016 Agenda

Mr. Cunningham referred Board members to the agenda, encouraged their attendance at the House meeting, and reminded them that the Board would reconvene immediately following the adjournment of the House to consider ratification of the action of the House.

b. Public Defenders – Update on service restrictions

Mr. Cunningham reported that the number of service restrictions across the state was increasing and that he had heard that it was likely that a lawsuit would be filed in federal court.

c. Spring 2015 Meeting – The next Board of Governors meeting will be held Friday, April 8 and Saturday, April 9, in conjunction with the Legislation Committee meeting and LBF 30th Anniversary Gala in New Orleans.

Mr. Cunningham reminded members about the spring meeting and encouraged all to make plans to attend.

Agenda Item 22. Report of the President-Elect – Darrel J. Papillion

a. 2016-2019 At-Large Representative – Request for authority to appoint at-large representative, to be ratified by Board of Governors at April 2016 meeting.

Mr. Papillion advised that he was considering a number of individuals for this appointment. Upon motion by Mr. Kutcher and second by Mr. Holoway, the Board voted unanimously to grant Mr. Papillion the authority to make this appointment, with the appointment to be ratified by the Board at its April meeting.

b. 2016-2017 Orientation – Announcement of dates and location of orientation

Mr. Papillion announced that the orientation was scheduled From Thursday, April 28 to Sunday, May 1 at Grand Hotel Marriott Resort in Point Clear, Alabama. He encouraged members of the 2016-2017 Board to mark their calendars and make plans to attend.

c. 2016 Annual Meeting and Summer School for Lawyers and Judges – Announcement of dates and preliminary plans for meeting.

Mr. Papillion announced that the 2016 meetings would be held Sunday, June 5 through Friday, June 10, and encouraged Board members to plan to attend. He also reviewed the proposed fee schedule, which reflected no changes from 2015. After a brief discussion and upon motion by Mr. Kutcher and second by Mr. McAuliffe, the Board voted unanimously to approve the fee schedule.

d. December 2016 CLE Cruise on the Rhine River – Cruise on the Viking Longship Mani.

Mr. Papillion announced plans for the cruise and encouraged those who were interested to make plans immediately as space was extremely limited. He reminded members that this was done at no cost to the LSBA, and that all attendees would pay their own expenses.

Agenda Item 23. Report of the Treasurer – Robert A. Kutcher

Mr. Kutcher reported that all matters had been addressed elsewhere in the agenda.

Agenda Item 24. Report of the Secretary – Alainna R. Mire

Ms. Mire reminded Board members that the June/July 2016 issue of the Louisiana Bar Journal would commemorate the 75th anniversary of the LSBA and encouraged members to share information which could assist in this endeavor.

Agenda Item 25. Report of the Immediate Past President – Joseph L. Shea, Jr.

Mr. Shea waived his report.

Agenda Item 26. Report of the Young Lawyers Division Chair – Erin O. Braud

In Ms. Braud's absence, Ms. Mire reported that the YLD had earlier in the day successfully sponsored its first LA64 for local bar leaders across the state, along with its annual Professional Development Seminar.

Agenda Item 27. Report of the Executive Director – Loretta Larsen

Ms. Larsen waived her report, as all matters had been covered elsewhere in the agenda.

Agenda Item 28. Report of the Director of Member Outreach and Diversity – Tricia R. Pierre

Ms. Pierre referred members to her written report and materials.

Agenda Item 29. Other Matters

Mr. Cunningham reported that as previously approved by the Board, SOLACE had been changed to an opt-out program. He further reported that the Federal Bar Association would be implementing its SOLACE program nationwide.

Adjourn

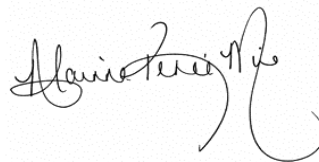
There being no further business and upon motion by Mr. Kutcher and second by Mr. Holoway, the meeting was adjourned at 3:30 p.m.

SATURDAY, JANUARY 16, 2016

The Board reconvened at 10:10 a.m., upon the adjournment of the House of Delegates meeting. Upon motion by Mr. Kutcher and second by Mr. Shea, the Board voted unanimously to approve all actions of the House of Delegates.

There being no further business, the meeting was adjourned at 10:15 a.m.

Respectfully Submitted:



Alainna R. Mire
Secretary