

Vermont Bar Association
Board of Bar Managers Meeting
7-22-22 at noon
At VBA and Via Zoom

Present: Jessica Bullock, Rich Cassidy, Josh Diamond, Judith Dillon, Tom Durkin, Pam Eaton, Bob Fletcher, Elizabeth Kruska, Kate Lamson, Jordana Levine, Kevin Lumpkin, Andrew Manitsky, James Rodgers, Ted Tyler, James Valente, Matt Valerio, Alfonso Villegas.

Staff: Mary Ashcroft, Lisa Maxfield, Bob Paolini, Kim Velk

1. Call to Order: President Bob Fletcher called the meeting to order at 12:04.

2. Emerging Issues: None raised.

3. Acceptance of Consent Agenda

A. Minutes: On motion by Andrew Manitsky, seconded by James Rodgers, the minutes of the meeting of 6-17-22 were unanimously approved as written.

B. Treasurer's Report: Lisa explained that as of the end of June, she had added a column to show variance to date. The fiscal year ends 8-31-22, and we don't anticipate a lot of income in July and August, except for some CLE fees for trial academy and some Lawyer Referral Income. Expenses for these two months will be mostly administrative. We have completed the annual audit, and will have that bill to pay. Lisa and Bob have worked on a budget; there will be a couple of months of vacancy savings of around \$3,000 to \$3500. On motion of Tom Durkin, seconded by James Valerio, and unanimously voted, the Treasurer's report was accepted as presented.

C. Report of Executive Committee: The committee met briefly in a phone call last Wednesday; Bob will report on below.

D. Board Committee Reports

i. **Operations Committee**—Andrew said that the committee had met to review the budget and also to work on new rules for the client security fund. Both will be discussed more fully under Action items later in the meeting.

ii. **Membership Committee**—did not meet.

iii. **Program and Planning Committee**: Jim Rodgers said that the committee had met last Friday with Kim Velk. Kim reported good attendance at Procrastinators' week CLE programs. The Trial Academy will be held at VLS on July 29th in person. The VBA's Annual Meeting will be held at Lake Morey on Friday, September 30th, with the VBA Board meeting on September 29, possibly followed by a candidates' debate. There has been no approach yet to the campaigns so far. Committee is unsure whether this can be pulled together in time, especially a debate for US Senate. Lake Morey is OK with hosting this. There was discussion about possible moderators, and format for the debates. With or without the debate, should we host a CLE program Thursday afternoon?

iv. **Governance Committee**—did not meet.

v. **Pro Bono Committee**—did not meet.

vi. **Workforce Development Committee**: Judith Dillon reported that the committee met once in late June. Teri provided legislative highlights, including a program to forgive up to \$5,000 in loans for college loans and possibly law school grads who stay in Vermont. There will be an influx of money for workforce development and some may be used to assist new lawyers as legal interns. Teri will continue to serve on the Workforce Development Committee, as the judiciary is trying to fill open slots among court staff. The committee discussed integrating a new lawyer page in the VBA website rather than creating a new website. They also want to coordinate social media and also testimonials by lawyers who chose to practice in Vermont. At its next meeting on August 6, the committee will discuss how to incentivize the loan repayment program for new lawyers.

vii. **COVID 19 Committee**—did not meet.

viii. **Hiring Committee**: Andrew Manitsky reported that 8 applicants have applied for the VBA's Executive Director position. They are from across the country. Andrew wants to distribute all applications to the hiring committee next week, select 2-3 applicants for interviews.

E. President's Report: Bob Fletcher travelled with Andrew Manitsky to the ALPS Bar Leaders Conference in Missoula, Montana. He is impressed with ALPS and its focus and culture. Bob attended presentations on organization and wellness, and especially enjoyed three presentations from a pro cyclist turned lawyer, a woman who was in witness protection, and a reality show contestant who spent 89 days in the Canadian wilderness. This month, Bob Fletcher and Bob Paolini also met with Chief Reiber to discuss the Chief's mental health initiative.

F. Executive Director's Report: Bob Paolini reported that he and Lisa had spent some time crunching numbers to present a budget for the coming fiscal year. He also met with Kim on CLEs and the Journal, and with Tom on Lawyer Referral. Teri asked Bob to resume his seat on the committee for public access to court documents. Bob Paolini will also follow up with VLS about the VBA's involvement in Constitution Day in September. In 2024, Vermont will host NEBA

G. Staff Reports:

i. **Lisa Maxfield** will discuss her report on the budget discussion later this meeting.

ii. **Kim Velk** said that Procrastinators' Week went well, and the environmental and probate CLE programs were very popular. Teri is again working on the Trial Academy later this month. August is quiet, so Kim has already been working on the Annual Meeting in September which will feature both live programs and teleseminars

iii. **Mary Ashcroft** reported that for this coming fiscal year funding was mixed for our low bono projects. The VOCA grant stayed at \$50,000 for the year, and the VBA/VLS Small Business project is funded and well received by transactional attorneys. The VLS has received another grant and will likely be in touch with us about expanding the small business project to include non-profits. However, the VBF/IOLTA grants were down from what had been requested. The County Low Bono Projects will receive just about \$22,000, only about half what is needed, and the funding for the Legal Access Coordinator position has been reduced to \$19,000. The Pro Bono Conference will be held at the State House on either October 19th or 20th, depending on other groups. Mary announced that she will be

retiring from the VBA on December 31, 2022, and will work part time from September 1 to the end of this year.

H. VBF Report: Andrew Manitsky said that the VBF feared a deep recession and depressed revenues and so cut grants by 10% across the board. The VBF will invite grantees to return in the fall with grant requests to see if more revenues have been received than anticipated. The new ED, Jose Herrera, will be doing fundraising. Bob Paolini has met with Jose and gave him a tour of the State House, and Mary has met with Herrera to brief him on the Pro Bono Conference, the VBA's low bono projects, and past VBF fundraising initiatives including the Christine Graham report. The VBF will be re-starting the Justice Fests this fall to attract donors to the Poverty Law Fellowship Campaign. Andrew Manitsky reported that the VBF was working on long term and short-term goals.

I. Access to Justice Coalition—did not meet.

4. Action:

A. Enrollments: On motion made to Kevin Lumpkin, seconded by Tom Durkin, the enrollments were unanimously approved. Andrew Manitsky abstained as he had not received the enrollments for review. New VBA members include: Thomas Coffey, Frank Costa, Rebecca Edwards, Theresa Kavanaugh, Craig Lewis, Jason Port, Mark Romano, Kathryn Santiago, and Alexandra Sturges.

B. Client Security Fund: The Operations Committee reported they recommend two substantive changes to the Client Security Fund: raise the maximum paid to any one claimant from \$15,000 to \$75,000, and raise the aggregate maximum amount per defalcating lawyer from \$30,000 to \$150,000. These amounts are more in line with other states. The committee also discussed presenting to the membership the proposal that a floor of \$1.2 million be established for the fund, and that any amounts over that \$1.2 million be made available for the VBA Board to advance and protect the public interest including but not limited to access to justice and workforce development. It was explained that \$1.2 million represent 3 times the principal that lawyers have contributed to the fund. Much discussion ensued. **Ultimately, upon motion made by Josh Diamond, seconded by Rich Cassidy, and unanimously approved the Board agreed to recommend to the membership that the Client Security Fund have a floor of \$1.2 million, and that any funds above that amount can be used at the Board's discretion for public interest purposes including access to justice and workforce development.**

There are revisions of the CSF rules that are needed separate from the above motion, and it was agreed that the Board itself can make those changes without going to the full membership. There was discussion of some minor changes needed. Andrew asked that all board members get final suggested amendments of the rules to him by Friday, July 29. He will incorporate all proposals into one last draft and circulate it among Board Members, with a vote then to be taken on ruler revisions.

C. Adopt 2023 Budget: Bob and Lisa compiled the proposed budget and met with the Operations Committee to review it. This is the budget being reviewed today. Income: Bob noted that on the income side, membership dues is down some but he believes some can be recovered which is reflected in the income line. Lawyer Referral Service income has been increased due to the strong revenues. Endorsement reflects a \$2,000 change; meetings revenue will be up but so will expenses due to the return to live meetings with one at the Equinox, a more expensive venue. Interest revenue is down a bit. Bob and Lisa have also changed the way that grant income is tracked and that change is shown on the proposed budget. Most grant income is a pass-through—we pass out to attorneys what we received keeping a bit for the VBA's administrative costs. Expenses: On the expense side, Bob and Lisa pointed out that there are increases in the cost of meetings and bank fees, with CLE expenses cut about in half. The Journal and directory costs stay about the same, as does building and special projects.

Most of the expense change is due to benefits and salaries. For the Executive Director, as we will not likely have an ED by September 1 of this year, we will see some savings on salary and benefits in this area. Bob will be paid under contract services from September through December. Similarly, Mary's position will be funded at half time for 4 months through the end of December; the balance will be put into contracted services so that Mary can help recruit and train a replacement. It is also possible that we will outsource this position. Other expenses that are budgeted to increase include postage, and equipment maintenance. There was discussion of increasing CLE expenses be able to cover special programs for diversity equity and inclusion and for more in-person meetings. This year the special projects line will be used more for the pro bono conference, but the contracted services line might be used for seminars and special speakers going forward.

Upon motion made by James Rodgers, seconded by Kevin Lumpkin the proposed budget was unanimously adopted as presented.

5. Discussion: nothing further.

6. Executive Session: none needed.

7. New Business:

Kevin Lumpkin announced that the Young Lawyers Division was planning a cookout at Oak Ledge Part on Sunday, August 28, with the goal to get lawyers out to meet each other in person. Kevin requested \$1500 for this purpose, which was agreed by the Board to be taken out of the sections and division budget line. There will be a similar event July 27th at the Saxtons River Distillery in Brattleboro.

8. Old business—none

9. Adjourn: On motion made by Ton Durkin, seconded by Elizabeth Kruska, and unanimously agreed to, the meeting was adjourned at 2:22PM.

Respectfully submitted: VBA Staff

