

Vermont Bar Association
Board of Bar Managers
Thursday, September 28, 2023
3:00 PM
Hilton Hotel, Burlington, Vermont
And via zoom

Present: Justin Brown, Jessica Bullock, Rich Cassidy, Josh Diamond, Judith Dillon, Pam Eaton, Robert Fletcher, Erin Gallivan, Kate Lamson, Jordana Levine, Kevin Lumpkin, Andrew Manitsky, James Rodgers, Tim Tomasi, Ted Tyler, Alfonso Villegas.

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

Guest: Renee Staudinger Calabro

1. **Call to Order:** President Manitsky called the meeting to order at 3:03PM.

2. **Emerging Issues:** President Manitsky thanked Bob Fletcher for his service on the Board. This will be Bob's last meeting; Andrew presented Bob with a plaque.

3. **Acceptance of Consent Agenda**

A. **Minutes:** Upon motion made, seconded, and unanimously approved, the minutes of the July 14, 2023 meeting were accepted as printed.

B. **Treasurer's Report:** Lisa Maxfield summarized the fiscal year just ended. On the income side, our operating revenue was \$137,270 above what was anticipated. Most of that was increased CLE income, primarily from the notary public training. Dues fell short of what was budgeted, as did Lawyer Referral Service income. On the expense side, we spent \$44,000 more than anticipated. We spent more on speakers' fees for our CLE programs, more to video record programs for our digital library, and more on board and staff travel. There were some shifts within categories, as Bob's compensation changed from contract to salary. There will be a few minor changes as final numbers come in, but overall, we should end the year with a positive net of \$94,000. Lisa also noted that the auditors are behind schedule due to short staffing, and failed to file our 990, which has now been done and filed. Auditors will do 2 years of audits together in November. Lisa said that 1600 members have renewed, and that a third reminder to nonrenewers will be going out on Monday to 400 members.

C. **Report of Executive Committee:** Did not meet.

D. **Board Committee Reports:**

i. **Operations:** Judith Dillon said the committee met to begin staff succession planning. Lisa was beginning to inventory what she does day to day, and Mary will also begin an inventory of what she does so that each will leave her successor with information about her job.

ii. **Membership:** Rich Cassidy said that the committee met with Lisa to review the dues situation, and what to do about those not renewing.

iii. **Program and Planning:** The committee met to talk about flood recovery programs.

iv. **Pro Bono:** Did not meet.

v. Governance: Bob Fletcher said that the committee met to review the long-range plan. A draft has been sent to Board members. The committee had 2 meetings in August and September, and also set up a small working group. The Staff shared long range plans from other state bar associations. Some changes/suggestions: eliminate the passive voice, be succinct, stay in our lane—keep to what we can do for our membership. The mission statement should track language in the long-range plan. The LRP should be reviewed periodically and the membership surveyed.

vi. Workforce Development: Judith reported that the committee met in August to discuss the loan repayment assistance program and how to review applications and select recipients. They will set up a working group for this. An announcement will go out about this tomorrow. The committee also discussed succession planning and a survey. Lisa has provided generic survey questions to work on. The committee discussed the on-going website project and updates.

E. President's Report: Andrew noted that this will be his last report. The Trial court decision project continues—Judge Teachout shared 1,032 decisions she had written which will be scanned and uploaded and available on the judiciary website and in Fastcase. Andrew met with Senator Welch's team in Vermont—they want to know what they can do to help with future projects. Andrew said that the fee dispute resolution work is still in progress, and he plans to continue this project through his past president year. Andrew thanked the VBA staff for their support. He also thanked Bob Fletcher for his work on Constitution Day at VLGS at which Judge Tomasi also presented. He urged members to view the program on the website.

F. Executive Director's Report: Bob Paolini said that he spent most of August closing out the fiscal year and getting ready for the new one. Bob traveled to Iowa for a national meeting of client security fund directors. Our client security fund, the first in the nation, is now an outlier. In almost all of the states, the independent fund is governed within the judiciary and may also be the disciplinary office for the state, so they have staff, investigators, trustee trainings, etc. Governing boards usually have some lay people along with lawyers. Amounts paid out, amounts in trust funds, and number of claims vary widely, but Vermont was the only state that had not paid out anything in several years. The governance board in some states helps struggling attorneys and includes the court disciplinary section. In one state, the group assists with succession planning for retiring lawyers. Another state uses retired judges to look into lawyers in trouble. Bob had approached our Supreme Court years back to impose the annual surcharge to all licensed lawyers, but they were not interested at that time.

Bob said that he had had a phone call from Sen Sanders office Monday giving advance notice that federal Judge Geoffrey Crawford would be retiring, creating a vacancy. Sanders, as senior Vermont Senator, will lead the process to nominate a replacement. Sanders will appoint the chair of the nominating committee and two members; Senator Welch will appoint 3 members, and the VBA will appoint 3 to complete the 9-member committee. Sanders wants to get this done quickly and open applications soon, with interviews conducted and then names to the White House by the first of the year. After discussion, the Board agreed that Judith and 2 board members will screen letters of interest from people who want to be appointed by the VBA to serve on the nominating committee. Then the executive committee or even a special meeting of the full board can make the final decision. We should strive for diversity and different practice areas and geographic regions.

G. Division and Section Reports:

i. Young Lawyers Division: Pam Eaton reported that their first running event was successful so they will hold another in October. They are also planning mixers in Brattleboro and Burlington. The YLD conducted a survey on first year requirements and received 78 responses which

they will send to Andrew. They are working on the Thaw for January in Montreal, and have a keynote speaker lined up.

ii. Women's Division: Erin Gallivan said the Division had to cancel their planned event due to the July floods. Instead, they will hold a raffle at the meeting tomorrow

iii. Government and Non-Profit Division: Did not meet. Josh is working with Jim Porter to set one up.

H. Staff Reports:

a) Kim Velk said that about 250 people, including judges, were expected at the annual meeting tomorrow. She thanked Laura for her hard work on the meeting, and thanked board members who were presenting. Next week there will be more on-line webinars. The Brown Bag law study program continues, with VLGS profs teaching constitutional and business law sessions. The VBA Journal will be out in 2 weeks. Bankruptcy Bar will hold its CLE meeting December 1 in Burlington. Planning for the VBA's Mid-Year meeting in March is underway. It will be at the Hilton on March 2.

b) Mary Ashcroft reported that the flood victim low bono so far had 47 victims seeking legal assistance; we were able to find attorneys for 35 of them so far. She will be soliciting help tomorrow. A new funding source for our small business low bono with VLGS will continue that project for another 3 years. The Center for Crime Victims Services has just approved a \$50,000 grant to fund our crime victims low bono project. Next year this number is expected to drop to \$30,000. Two attorneys have just joined our Incubator Project: Nolan Riegler and Johanna Laba. With the help of Erica Back, a revised disaster legal assistance manual was almost completed and would be available soon on the VBA website.

I. VBF Report: Rich Cassidy and Judith said that the VBF was moving forward toward establishing an endowment. VBF has money and the board has adopted the goal of investing sufficient funds so the interest will pay all of the administrative costs of the Foundation. Rich is chairing the investment committee; they will contract for investment advice. VBF plans to name the endowment fund after Beth Dannon. Both Judith and Rich want to stay on the VBF Board another year.

J. A2J Coalition: Will meet in October to discuss the request for legislative funding and discuss expanding membership on the Coalition.

4. Action Items:

A. Enrollments: Upon motion made, seconded, and unanimously approved, and following were enrolled as new VBA members:

Legal members: Amber Burke, Laura Cushman, Amy Dollash, Johanna Gauvreau, Matthew Greer, Shannon Hodgson, Mark Kleinlein, Erin Morgan, Stephanie Reed, Mitchell Rotbert, Brandon Sheffert, Petra Teicholz;

Legal Administrator members: Xavier Berry, and Olivia Voth;

Interest in the law member Jeffrey Bryant;

Licensed in another state members Yasmin Dwedar, Michael Fitzgerald, Aaron Kelly;

Law student associate member Lyndall Goudemond

Law school graduate members Zachary Handelman and Talon Wendel.

The Board decided to research further the interest in the law membership request of Ace Charles.

B. Landlord tenant section proposed. Renee Staudinger Calabro, attorney with who is Bauer Gravel and Farnum asked the VBA to set up a landlord/tenant section. This is a very active area of the law, and it doesn't really fit within any existing section. There are frequent changes in case law and in statutes. Renee volunteered to serve as its first chair and would request a co-chair from the tenant side. Upon motion made, seconded, and unanimously approved, the Board created a new landlord tenant section with Renee Staudinger Calabro as co-chair with a co-chair to be determined.

C. Strategic Plan: After receiving the draft long-range plan, upon motion made, seconded, and approved, the matter was tabled to allow Bard members to review prior to the next meeting. Bob Fletcher thanked Bob and Lisa for their work on this plan.

D. VBA seat on VBF Board—Upon motion made, seconded, and approved, Rich Cassidy was reappointed t a term as VBA representative to the VBF Board. Judith Dillon will also serve on the VBF Board in her capacity as VBA President.

5. **Discussion:** Bob Paolini reminded members that we are coming up to the time when nominations are made for board positions. Jim Rodgers, Alfonso Villegas, and Kate Lamson will be coming to the end of their terms at this time next year. They should let the nominating committee know if they want to continue with another term. Nominating Committee will meet in December.

Bob also noted that Judith has distributed a list of board committee assignments.

6. **Executive Session:** None needed.

7. **New business:** Alfonso Villegas informed the board of a new scam going on: a law firm's entire webpage is copied and pasted to create another firm, which then solicits money from people in other states. He suggested that firms periodically google their firm's name and lawyers to see if there is a shadow firm out there.

8. **Old business:** Judith thanked Andrew for his year as president, and recited his achievements—the focus on civility, the civility survey, and trial court decisions online—all of which he achieved with hard work, humility, and grace. She presented Andrew with a chair. Andrew thanked all for their work and support.

9. **Adjournment:** Upon motion made, seconded, and unanimously approved, the meeting was adjourned at 5:02 PM.

Respectfully submitted: VBA Staff