

Vermont Bar Association
Board of Bar Managers
Friday, December 15, 2023
1:00 PM
Via zoom

Present: Pam Eaton, Matt Valerio, Judith Dillon, Tim Tomasi, Rich Cassidy, Erin Gallivan, Andrew Manitsky, Justin Brown, Kate Lamson, Jessica Bullock, Alfonso Villegas, Jim Rodgers, Jordana Levine, Josh Diamond, Ted Tyler, Amy Palmer Ellis

Guest: Jeff Messina

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

- 1. Call to Order:** President Dillon called the meeting to order at 1:02 PM.
- 2. Minutes:** Upon motion made, seconded, and unanimously approved, minutes of the November 10, 2023 Board meeting were accepted as printed. Abstained: Tim Tomasi, Andrew Manitsky.

3. Emerging Issues:

A. Jeff Messina, Chair of the VBA's Arbitration of Fee Complaints, was introduced by Andrew Manitsky. Jeff noted the lack of rules and information on the VBA website about this service. To date, he has handled 3 matters so far. One was mediated and resolved. The other two had facilitated resolutions. Jeff proposes changing the name of the committee to make this as public friendly as possible. Some bars offer this as paid service, other bars have a complicated process. The simpler the better for the client/complainant. The VBA fee resolution service is wholly voluntary. Once he receives a complaint, he asks the attorney if they are interested in his help to resolve the dispute. Both parties must agree for Jeff to engage. If both sides do agree, he makes calls back and forth to the parties. Next, he sets up mediation which can be successful for only a couple of hours out of his day. If mediation does not work, there is an opportunity for arbitration. Alaska, Virginia, and Massachusetts Bars all have different rules which can serve as templates for Vermont's process. Jeff also wants to draft a disclosure form.

Jeff had these questions for the VBA Board: 1. Do we do attorney to attorney fee splitting service? 2. Will the Board agree to a name change

for this committee? 3. Do we want to add lay people? If so, how do we get them? 4. Should we add some rules for operation.

The complaints and the process are kept confidential. At this point, it is just a fee disagreement, so there is no reporting requirement. The PRB has discussed how to get lay people as volunteers.

If the dispute process in a case moves beyond mediation, Jeff puts together a panel, but he is not a member of it.

Jeff requests that the Board first confirm the change of name, and also asked that the Board review the documents that Andrew submitted.

Upon motion made, seconded, and approved, the Board voted to change the name to Fee Dispute Committee. There were no votes in opposition. Jim Rodgers abstained. Bob will work with Mike Kennedy to come up with names of lay people willing to serve on this committee.

B. Nominating Committee met with more than 10 members from the county bars and division and section chairs. There are 3 contested elections for Board positions: Kate Lamson will run against Jim Rodgers; Alfonso Villegas will run against Keith Roberts; Lisa Campion will run against Lisa Coloumbe. Judith will ask the Governance Committee to look at the VBA Constitution re: limitations on nominations and the electing process, and also on the issue of remote voting vs. in-person voting. Other nominations include Elizabeth Kruska as our ABA Delegate, Rich Cassidy as President Elect, Matt Valerio as Treasurer and Ted Tyler as Secretary.

4. Treasurer's Report: Lisa Maxfield reported that dues revenue for November was just under \$50,000, which brought the year-to-date total to \$380,460, which is \$49,000 more than this time last year. Staff reached out by phone to lapsed members during the past 2 weeks, and brought in 100 members. Lisa thanked Tom especially for his efforts.

Of the 202 non-renewals, about half were in Vermont, and included attorneys in firms, in government, and some who had gone inactive.

For the Lawyer Referral Service, we had great start to the fiscal year, with revenues double this time last year.

In person meeting expenses continue to increase. Lisa will work with the Operations Committee to discuss budgeting for future in-person events to make them affordable.

5. Reports: President Judith asked that in the future the chairs give a summary of their committee meetings to her prior to the full Board meetings.

A. Board Committee Reports:

i. Operations: Did not meet.

ii. Membership: The committee met with Tom and Lisa to discuss the staff effort to increase renewals. An update of the directory is underway.

iii. Program and Planning: Jordana: the committee met with Kim and Laura for an overview of what the committee covers.

iv. Governance: Did not meet.

v. Workforce Development: Alfonso reported that the committee met yesterday to work on a survey and to discuss transition planning and retirement planning. They will prepare a draft, then send it to the full board for review. They also discussed how best to involve younger people with lawyers and judges to stimulate interest in legal careers. Senator Hashim is working on a grant program to involve students in internships with Vermont government. They also discussed Law Day outreach for lawyers in schools.

vi. Executive Committee: Did not meet.

B. President's Report: President Dillon reported on the following:

--LRAP committee met, reviewed 13 applications. The committee will distribute grants of up to \$5,000 per applicant.

--Judith participated at the swearing in of new lawyers at the State House. Chief Justice Reiber spoke, and entire Supreme Court attended in robes. There were many new admittees there with family and friends; There was a reception in the cafeteria after the ceremony.

--Judith and Bob attended the Bennington County bar holiday event and meeting. Both spoke—Bob about legislative work and Judith about workforce development and transition planning.

--Judith mentioned Karen McAndrew's discussion of how to plan to retire. Judith wants to put her efforts into retirement planning and transition planning to benefit senior and mid-career attorneys.

--Judith attended the Boys and Girls Club futures event and found it inspiring. She hopes there will be more VBA involvement in the future.

C. Executive Director's Report: Bob Paolini reported on the following activities:

--The VBA's mid-year meeting will be on March 28th.

--The YLD's Thaw will be on January 12 in Montreal.

--Bob worked on the Access to Justice Coalition legislative briefing on the need for legislative funding of civil legal services. This was a virtual meeting on November 27 from 10 to noon. Twelve legislators participated—60 had been invited, including significant leaders from key committees. The ask is for \$500,000 plus a 5% admin fee for the Vermont Bar Foundation to be distributed in grants to legal services programs. The VBF has an established history in grant making and has a process in place. Legislators heard from 5 speakers on legal needs for immigrants, crime victims, persons with disabilities, foster parents needing help with PACAs, and consumers with debt. To prep for this request Bob met with several key legislators in advance.

--There is a move to add 2 new judges and to increase funding for the judiciary to assist with court backlogs.

--VBF and IOLTA—Jose at the VBF noted that Vermont does not have a statute requiring IOLTA accounts to be at CD interest rate levels. In the past this has been a voluntary request to banks to increase IOLTA interest rates. The chair of the House Judiciary Committee has drafted a bill to make this mandatory. The Judiciary will likely ask the VBA Board for its input on this issue.

----This month, Bob worked with the advisory committee to assist with the selection of the new federal judge. The committee will meet again on January 2. Interviews will be conducted toward the end of January

D. Division & Section Reports:

--Young Lawyers Division: Pam Eaton said the group was busy planning the Thaw. She thanks Kim and Laura for their support for this venture. The YLD is working on a 5K run/walk event to support heart health.

--Women's Division: No report.

--Government and Non-Profit Division: No report.

E. Staff Reports:

--Kim Velk reported that the staff is supporting the YLD as they work on the Thaw. Kim and Laura are working on CLE programs coming in future months, including corporate transparency act, 2 on succession planning, changes to Act 250, working with deaf and hard of hearing clients. Vermont Law and Graduate School is promoting a new degree program in animal law. Proponents of this topic want to start a new section at the VBA. She is also lining up mid-year meeting CLE programs and the Brown Bag Law Study Program—the topic is evidence for the January session. Kim is working on the Winter Bar Journal and the MLK Poster and essay contest in January.

--Mary Ashcroft reported that the CATIC Foundation had awarded the VBA a \$8,000 grant to provide \$2,000 stipends for lawyers in the VBA/VLGS Incubator Project. Mary thanked former Board member Andy Mickel for connecting us with this grant, and asked other Board members to keep an eye out for grant opportunities for which the VBA might apply.

Mary reported that the SBA -funded small business grant through VLGS was being closed out. In just two years, 95 small business clients were referred to our low bono project, and 81 were successfully placed with private attorneys. That's an 85% placement rate. We paid out \$26,752 to lawyers, and the VBA received \$11,624 for our overhead expenses related to the project. The small business low bono project will continue, but with a different source of funding—a federal earmark.

Mary also noted that the Flood Victim Low Bono Project was being closed out, after serving 49 flood victims with quick advice and legal support. This project was funded with a \$20,000 grant from VBF/BOA settlement funds. Flood victim work will continue at Legal Services Vermont and Vermont Legal Aid as both organizations had received substantial funds for staff attorney positions for this work.

F. VBF Report: Rich Cassidy said that the VBF continues its search for financial advisor for VBF financial investments. The actual LRAP awards will be done through the VBF due to their tax status. The VBF is planning another silent auction and is requesting donations. End of year donations will also be solicited. Interviews are starting for the next Poverty Law Fellow.

G. ATJ Coalition: See Bob Paolini's report above.

6. Action:

A. Enrollments: Upon motion made, seconded, and unanimously approved, the following were enrolled as VBA members: Legal Members: Crystal Abbey, Jessica Bielonko, Sara Clark, Kelsey Foley, Ryne Gottlieb, Jessica Theodoratos, and Sarah Travis; Law Student Associate Members: Sean Braunstein and Michael Lucey; Licensed in Another State: Emily Garrett and Gina Puls.

B. Adopt Strategic Plan: Judith said she had sent a few small changes to Andrew as chair; Bob distributed the revised plan this morning. Upon motion made, seconded, and unanimously approved, the strategic Plan draft of 12-15-23 was approved.

C. Adopt Nominating Committee Report: The nominating committee met before the board meeting to propose a slate of officers and candidates for board positions. See the report of the committee above. Upon motion made, seconded, and unanimously approved, the Board accepted the slate as presented. Abstaining from this vote were any Board members who were the subject of this report.

E. Client security fund annual report. This will be presented next month.

F. Vanguard Funds—Vanguard is where the client security funds are held. Our accounts require signatures of Teri Corsones and Matt Valerio, so they need to be updated. On motion made, seconded, and unanimously agreed to signatories were changed to Robert Paolini and Matt Valerio

8. Executive Session: The Board went into executive session at approximately 3:10PM to discuss staff matters.

9. New business: None

10. Old business: None

11. Adjourn:

Upon motion made, seconded, and unanimously approved, the meeting was adjourned at 3:30PM.

Respectfully submitted: VBA Staff