Vermont Bar Association
Board of Managers Meeting
Friday July 26, 2024, 1:00 PM
VBA and Zoom

1. Call to Order
2. Minutes
3. Treasurer's Report
4. Emerging Issues
5. Reports
   A. Board Committee Reports
      i. Member Services
      ii. Operations
      iii. Workforce Development Committee
      iv. Access to Justice
      v. Executive Committee
   B. President's Report
   C. Executive Director's Report
   D. Division & Section Reports
      i. YLD
      ii. Women's
      iii. Gov't & Non-Profit
   E. Staff Reports
   F. VBF Report

6. Action
   A. Enrollments
   B. Update Executive Director Succession Plan
   C. Adopt FY 25 Budget
   D. Set Board Meeting Dates
   E. Increase LRAP Funding for Next Cycle
7. New Business
   June Board-Staff Retreat Review & Debrief
   Sheriffs and Service of Eviction Notices
8. Old Business
9. Adjourn

Upcoming Board Meeting Dates

September 26, 2024- Lake Morey Resort- Time TBD
January 17, 2025- YLD Thaw- Montreal- Time TBD
March 27, 2025- Equinox Resort- Time TBD
September 25, 2025- Hilton Burlington- Time TBD

Vermont Bar Association

Board of Bar Managers
Friday, May 17, 2024
1:00 PM
VBA Office
And Via zoom

Present: Jessica Bullock, Lisa Campion, Rich Cassidy, Josh Diamond, Judith Dillon, Pam Eaton, Kate Lamson, Jordana Levine, Ryan Long, Andrew Manitsky, Matt Valerio, Alfonso Villegas, Breanna Weaver, Tim Tomasi.

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

1. Call to Order: President Dillon called the meeting to order at 1:02 PM.

2. Minutes: Upon motion made by Andrew Manitsky, and seconded by Tim Tomasi, the minutes were unanimously approved as presented. Ryan Long and Kate Lamson abstained from voting.

3. Treasurer's report: Lisa Maxfield reported that income for the Mid-Year Meeting was about $73,000, which exceeded expenses of over $49,000, netting about $23,000 for this event. Membership and LRS doing well, and we have earned $152,000 so far for CLEs, with June's Procrastinator CLE revenues expected to be very strong. On the expense side, on the dues and subscription line, there are increases in our annual licensing fee for associate management software and in the VBA connect communities fees. The auditors have completed two years' worth of audits, and we should receive the audit report soon. Lisa and Bob will be working on the budget for the coming FY, and will need to meet with the operations committee in June about that. On motion made by Matt Valerio, seconded by Andrew Manitsky, the treasurer's report was unanimously approved with no abstentions.

4. Emerging Issues:

Bob explained that this is where we should raise new issues we are encountering out there in our practices.

Judith raised three issues she heard at the monthly county bar presidents and section chairs meeting:

a) The sheriff's office in St. Albans is not serving eviction notices, which is required by statute. We may need to propose a legislative change so that people other than sheriffs can serve these. Matt noted that sheriffs were difficult to deal with for court transport orders in juvvie cases, arguing that their only transport job is for criminal proceedings. There is also a problem coordinating with DOC to set up remote appearances from detention facilities. Judith will put this issue on the agenda for next month.

b) Access to electronic records: Title 12 limits who can get access to electronic files, so that family practitioners who occasionally do public defense work or probate work can't get access as readily as can public defenders can. This results in inequity in representation.

c) Foreclosures: Some judges are inconsistent with how they assess attorneys' fees in these cases. We may need a clarification in statute.

5. Reports:

A. Board Committee Reports:

i. Operations: Did not meet.

ii. Membership services: Jordana reported that the committee reviewed what is coming up for CLE programs, and had a good discussion about the Lawyer Referral Service. They raised the question as to whether we should continue to print the VBA Directory as requests for print copies are dwindling and the cost is rising. Lisa said it cost $6,000 to print the hard copy directories, and also postage costs have gone up to mail them out. As every member get a complimentary copy, we mail out 2,300 copies. Ads in the directory have also decreased. Most bar associations have done away with printed directories. Judith asked to have information provided on costs for both VBA Journals and VBA Directories available for our next meeting so we can discuss. We will need to educate members on why we make any change.

iii. Governance: Did not meet.

iv. Workforce Development: Alfonso Villegas reported that 3 attorneys have dropped out of the Incubator Project recently—one due to illness and two to accept jobs in firms. The committee also heard reports on participation in Law Day events. The committee is reviewing the mentoring program that the VBA offers, vs the Attorney Licensing mentorship. Survey data is being reviewed and will be compiled into a report.

v. Executive Committee: Did not meet

vi. Access to Justice/Flat Fee Study Committee: Did not meet.

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

--She met with county bar presidents and section chairs in the monthly zoom meeting;

--She and Bob met with Chief Justice Reiber and Judge Zonay.

--She participated in the NEBA meeting which Andrew Manitsky led. She found it interesting to learn what other state bar associations are doing. She is looking forward to hosting the NEBA conference at the Trapp Family Lodge in the fall.

--She attended several Board committee meetings.

--She participated in Law Day events.

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

--He and Lisa are working on next fiscal year's budget.

--The auditors are finished their work, and no bad secrets were uncovered.

--The Legislative session closed at 2AM Saturday morning. VBA bills of interest did well. The directed trust act has already been signed by Gov. Scott. The trust decanting bill passed and is also likely to be signed by the Governor. The miscellaneous judiciary bill had lots of add ons. The Judicial Nominating Board bill saw a lot of changes between the House and Senate versions, which Bob described. The A2J Coalition did not get funding for our civil legal services projects. We will try again next year.

--Staff has had conversations about scheduling our meetings. March, April, May are specified in our Constitution for the VBA's Mid-Year meeting. for MYM, and September and October for our Annual Meeting. Maybe we should amend the constitution to add November as well.

--Bob reported that Vermont Legal Aid is in hole for over $1 million, and asked the Legislature for $1.3 to keep staffing levels the same. It got none of that request.

--Bob leaves for vacation tomorrow and will be gone for 3 weeks. Lisa will be in charge. Bob will be back the week of June 10th.

D. Division & Section Reports:

--Young Lawyers Division: Ryan Long, the new YLD rep, was welcomed to his first VBA Board meeting. Ryan noted that the Burlington Marathon had a couple of YLD teams in it. The YLD has planned a couple of mixers—in the NE Kingdom and Rutland—and plans to revive the dinner with a judge events.

--Women's Division: Breanna Weaver said the Division hasn't met, but they are working on a Women in the Judiciary event in Burlington. The Women's Division is working with Kim and Laura on CLE programs for June.

--Government and Non-Profit Division: Lisa said that group memberships for AAGs and State's Attorneys are at lower than rates for individual members. Do we continue to offer this discount? We will check to see how many government attorneys attend VBA programs, particularly since they have their own in-house CLE programs.

G. Staff reports:

Kim Velk: Reported on CLE programs that were scheduled for "Procrastinator's Month" in June. She also noted that the CLE schedule for the Annual Meeting at Lake Morey on Sept. 27 was largely filled.

H. Vermont Bar Foundation Report: Judith gave the report. There were questions about the ask from Vermont Legal Aid to the Bar Foundation. They are seeking a large amount of money with what seems an inordinate amount devoted to overhead. Judith noted that the VBF board planned to follow up with VLA on this point. Judith mentioned that they were beginning to look for a new executive director for the VBF. Josh asked why the VBF and VBA were separate entities. Rich said it was a longstanding distinction and that the VBF job entails the need to be able to raise funds from donors, which is a particular skill. Judith mentioned that there might also be accounting reasons for having separate entities. The VBF had a retreat planned in June where they could look at this question of combining entities. Lisa Campion mentioned she had worked with an organization that had done something similar.

4. Action Items

A. Enrollments: Were unanimously approved.

First Name	Last Name	Email	Phone Office	Membership Category
Carol	Crummey	carol.crummey@gmail.com	518-465-0400	Legal Member
Tatum	Daily	tdaily33@yahoo.com	802-989-3032	Law Student Associate Member
Linda	Fraas	lfraas@fraas-law.com	603-371-8365	Legal Member
John	Hayden	johnfhayden66@gmail.com	703-867-5963	Legal Member
Carli	Labrecque	clabrecque6@gmail.com	207-776-9582	Legal Member
Stephen	Shannon	sshannon@zwickerpc.com	978-686-2255	Legal Member

B. H 629— Bob spoke about a committee that was being formed to study tax abatement pursuant to this bill. The VBA was asked to nominate a candidate for the committee. Bob noted that real estate section chair Jim Knapp has been involved and studying this issue. Josh recommended Jim for the spot on the committee. Alan Bjerke had also expressed interest. Rich Cassidy suggested that Alan would be good for the job. Discussion ensued, including some of the run-ins with the law that Alan has had. A vote was taken, and seven members voted for Jim and Rich voted for Alan. Bob or Judith planned to reach out to Jim to let him know.

C. Succession Planning: At the next meeting the Board will deal with revising some language in the constitution so that the associate director is named as next in line to the executive director, rather than the director of education and communication.

5. Discussion: Josh talked about planning for the Retreat in June. He is working on the agenda and the meeting will include some Board education, some fun and activities. Bob said that pre-retreat, members would receive a questionnaire and the ABA Bar Board Member Expectations and Responsibilities. Josh also mentioned that ABA

President Mary Smith would be in Vermont on June 26 and Josh and other Board members were invited to Woodstock to meet with her.

6. Executive Session: None needed.

7. New Business: None

8. Old business: None

9. Adjournment: There being no further business to discuss, on motion to adjourn and unanimously agreed.

Respectfully submitted:

VBA Staff

Vermont Bar Association

Board of Bar Managers
Friday, June 21,2024
1:00 PM
The Woods Retreat
Northfield, Vermont

Present: Josh Diamond, Judith Dillon, Kate Lamson, Ryan Long, Tim Tomasi, Ted Tyler, Matt Valerio, Alfonso Villegas, Brianna Weaver.

Staff: Lisa Maxfield, Bob Paolini, Mary Ashcroft, Kim Velk, Laura Welcome, Tom Barrett, Caitlin Janus.

1. **Call to Order**: President Dillon called the abbreviated business meeting to order at 1:02 PM.

2. **Treasurer's report:** Lisa Maxfield reported that membership dues met its budget target. CLE income is doing very well with $210,000 so far, and more CLE programing coming later this month. We should hit our $$250,000 target. Because we netted $18,695 from our mid-year and annual meetings this fiscal year, we are below the projected net $35,000 revenue. This is due to increased costs of food and meeting space. Our directory is losing money, particularly the printed version. Bob said that the Governance Committee will need to meet to consider the proposed FY budget Bob and Lisa have been working on. Upon motion made by Kate Lamson, seconded by Lisa Campion and unanimously voted, the treasurer's report was approved. There were no abstentions.

3. **Enrollments**: Upon motion made by Matt Valerio, seconded by Tim Tomasi, and unanimously voted, the enrollments were approved. The following were approved as new VBA members: Legal Members: Adam Alperowicz, Owen Foster, Garrett Gee, Stephanie Gile, Lorena Jiron, Brendan Keegan, Hannah Lebel, Brianna Savard and Kyrik Weidman; Legal Administrator Member: Heather Bushey; Licensed in Another State: Scott Griffiths and Megan Kendrick; Paralegal Member: Holli Johnson.

There being no further business to be discussed, upon motion made by Matt Valerio, seconded by Tim Tomasi and unanimously voted, the meeting was adjourned at 1:04.

Respectfully submitted: VBA Staff

Vermont Bar Association Budget Report
for month ending June 30, 2024

		Budget 2023/24	YTD	6/30/24	5/31/24	4/30/24	3/31/24	2/29/24	1/31/24	12/31/23	11/30/23	10/31/23	09/30/23	*06/30/23*
Income														
	Membership Dues	410,000	411,151	2,795	4,431	2,350	5,090	5,565	5,900	4,560	49,855	43,041	287,564	*382,580*
	Lawyer Referral Service	120,000	114,101	5,108	5,879	17,269	11,665	10,709	4,501	16,921	27,410	1,804	12,835	*66,443*
	Endorsements	12,000	10,329	320	1,888	223	958	3,209	462	0	1,845	179	1,244	*10,411*
	Meetings	95,000	124,338	0	1,651	551	51,719	12,593	3,920	1,550	1,040	3,180	48,135	*98,048*
	CLE	250,000	227,217	46,759	43,693	27,717	22,095	13,183	18,886	9,444	13,224	13,026	19,190	*399,870*
	Advertising/Labels	38,000	34,342	1,145	1,589	4,136	8,643	7,058	0	3,423	1,736	3,538	3,075	*27,338*
	Directory	18,000	11,082	65	249	1,603	1,981	4,808	1,067	950	303	28	28	*13,476*
	Interest	9,600	9,327	1,104	830	962	945	889	1,131	963	844	1,167	493	*3,921*
	Rent	9,900	8,000	0	0	2,400	0	0	2,400	0	0	2,400	800	*8,800*
	Grant Income	49,050	45,500	1,250	0	6,250	0	1,000	0	0	0	0	37,000	*31,583*
	Total Income	1,011,550	995,386	58,546	58,007	65,661	103,096	59,014	38,267	37,810	96,257	68,363	410,364	*1,042,470*
Expenses					0	0			0					
	Lawyer Referral	11,000	8,342	1,552	424	1,171	678	773	1,147	683	974	591	349	*8,244*
	Meetings	60,000	105,643	0	37,230	2,048	1,203	7,154	0	2,000	38,254	2,762	14,992	*46,822*
	CLE	50,000	49,980	12,144	3,956	8,006	2,755	2,606	5,033	1,803	1,256	7,886	4,535	*60,622*
	Journal	26,000	20,620	829	7,178	0	916	5,204	240	0	6,142	111	0	*29,130*
	Directory	18,000	17,569	916	0	699	0	10,555	5,399	0	0	0	0	*17,984*
	Bank Fees	26,000	26,099	2,304	1,825	3,600	1,675	2,257	2,125	2,409	1,870	4,534	3,500	*29,726*
	Building	40,000	31,819	616	4,766	268	4,700	6,320	2,669	873	5,484	780	5,343	*40,921*
	Section/Divisions	3,000	3,490	0	560	2	18	207	413	21	0	1,558	711	*1,009*
	Special Projects	9,000	1,161	0	0	0	0	0	511	650	0	0	0	*2,939*
	Dues/Subscriptions	16,300	15,425	0	481	2,440	354	2,411	271	1,943	439	348	6,738	*16,780*
	Board/Staff Expense/Travel	12,500	10,581	0	476	(319)	2,044	784	5,924	0	1,680	(1,000)	993	*20,190*
	NEBA	6,000	6,879	0	0	0	0	994	378	1,689	1,068	0	2,750	*6,096*
	ABA	2,000	788	738	0	0	0	50	0	0	0	0	0	*1,400*
	Salary/Taxes/Benefits	570,000	527,423	48,193	49,197	57,179	47,459	51,450	58,204	66,104	49,060	49,536	51,043	*448,204*
	Contracted Services	86,750	34,800	959	959	21,018	959	1,183	959	959	2,099	4,746	959	*52,027*
	Office Insurance	5,200	4,923	0	0	0	31	0	3,949	0	29	0	914	*4,980*
	Phones/Internet	4,600	4,917	(561)	931	2,386	289	594	432	274	363	108	101	*3,370*
	Office Supplies	3,500	5,219	137	499	1,052	976	433	588	74	497	686	277	*3,667*
	Office Postage	2,200	1,707	0	500	0	250	100	300	294	234	29	0	*2,399*
	Equipment Maintenance	8,000	6,280	0	917	642	896	470	642	449	1,621	642	0	*7,620*
	Equipment/Furniture	3,500	2,275	0	0	0	257	0	524	0	1,044	451	0	*5,544*
	Fastcase	48,000	39,619	7,924	0	3,962	3,962	3,962	0	3,962	3,962	11,886	0	*39,618*
	Total Expenses	1,011,550	925,560	75,752	109,897	104,153	69,420	97,506	89,658	80,910	119,403	85,655	93,206	*849,292*
			69,825	(17,206)	(51,890)	(38,492)	33,676	(38,492)	(51,391)	(43,100)	(23,147)	(17,292)	317,158	*193,178*

07/11/24

Vermont Bar Association

Financial Report Notes for Month Ending 06/30/2024

Current membership total – 2369

General Funds 06/30/2024 - $727,301.92

Client Security Fund Investments 07/11/2024 – 1,904,151.59

Membership revenue has met and slightly exceeded the budget.

Lawyer referral revenue is also on target to meet budget as well.

CLE income to date is $230,000 with additional income expected with "summer school" programs on the calendar for July.

07/11/2024

Proposed Budget 2024/2025 Notations

1. Membership Dues – Membership dues revenue is calculated using a $5.00 increase across membership categories except for the new member category which remains at $130 and the law student rate which remains at $35.

Attorney and judicial members are tiered based on the number of years in practice. The dues revenue is also calculated by the change in moving up in tiers. 26 members will become emeritus members this year resulting in a dues revenue loss of $6,240. The Government group category which includes AG's and State's Attorneys were invoiced at $145 in May before dues increase discussions. Next year the groups will be billed for the increase.

Although the dues revenue calculation comes to $441,000, we are budgeting conservatively allowing for attorneys who have or will retire and also for non-renewals. The first-year category number is unknown at this time, but we had approximately 74 members join within the past year.

2. Lawyer Referral Service income stays the same with a small adjustment of $1,000 on the expense side (advertising costs).

3. Meetings - Our annual meeting will be held at Lake Morey Resort which will be considerably less expensive than the Hilton. Lake Morey charges a day fee which includes all meals and site expenses for the day. The Mid-Year Meeting will be held at the Equinox which will be more costly. We adjusted the income for meetings to reflect the increase in registration fees we initiated with our last meeting. We also increased the expense for the two meetings by $10,000.

4. CLE – We increased the CLE line to incorporate revenue we expect to recognize from the notary training courses in early Fall. The notary training two years ago recognized an income of $100,000. The expense line is adjusted by $10,000 to cover fees associated with the notary training, mainly speaker fees.

5. Advertising income remains the same with an increase in the Journal expense of $2,000 to cover the increase in printing costs.

6. Interest income increase reflects higher rates being paid on our investments.

7. Grant income reflects the VBF grant for the Legal Access Coordinator position as well as administrative monies from our other grants (VOCA, Supreme Court Guardianship/PACA, and VLGS/SBA). These monies offset our salary expenses.

8. Directory – We will be discussing how we move forward with the printed directory as the cost of production is increasing with sales decreasing. We experienced a loss of $6,500 this current year.

9. Dues and subscriptions have increased to account for increases in subscription services we utilize (Office 365, Constant Contact, Formstack, etc.).

10. NEBA – NEBA expenses have increased as Vermont is hosting the 2024 NEBA Annual Meeting.

11. Salary, taxes, and benefits reflect a 4.5% COLA increase for employees. Bob's salary was adjusted to reflect full-time work and to be more in line with other similar bar associations according to the NABE 2023 Compensation and Benefits Survey.

12. The contracted service expense line includes our annual contract for computer support, licensing fees for our association management software, Higher Logic (VBA Connect), and auditing services. We are now being assessed sales tax on our cloud services software as of July 1, 2024. The contracted services expense is less than last year as we placed additional monies in that line to balance the budget.

13. Fastcase expense was increased to cover the 6% sale tax now being assessed.

Vermont Bar Association Budget Report

Proposed Budget 2024/2025

		Budget 2023/24	Proposed
Income			
	Membership Dues	410,000	430,000
	Lawyer Referral Service	120,000	120,000
	Endorsements	12,000	12,000
	Meetings	95,000	110,000
	CLE	250,000	315,000
	Advertising/Labels	38,000	38,000
	Directory	18,000	18,000
	Interest	9,600	11,000
	Rent	9,900	9,900
	Grant Income	49,050	41,050
	Total Income	1,011,550	1,104,950
Expenses			
	Lawyer Referral	11,000	12,000
	Meetings	60,000	70,000
	CLE	50,000	60,000
	Journal	26,000	28,000
	Directory	18,000	18,000
	Bank Fees	26,000	28,000
	Building	40,000	40,000
	Section/Divisions	3,000	3,000
	Special Projects	9,000	9,000
	Dues/Subscriptions	16,300	19,000
	Board/Staff Expense/Travel	12,500	12,500
	NEBA	6,000	9,000
	ABA	2,000	2,000
	Salary/Taxes/Benefits	570,000	657,500
	Contracted Services	86,750	56,000
	Office Insurance	5,200	5,000
	Phones/Internet	4,600	4,600
	Office Supplies	3,500	5,000
	Office Postage	2,200	2,200
	Equipment Maintenance	8,000	8,000
	Equipment/Furniture	3,500	3,500
	Fastcase	48,000	50,400
	Total Expenses	1,011,550	1,102,700
			2,250

07/08/24

Approved by Operations Committee 7/12/2024

Vertmont Bar Association
Membership Dues Calculation for FY 2024/2025 - $5 increase all categories except first year and law student membership categories)

	# of members	Amount	Total		
Legal Member Categories					
First year	0	130			
2-4 years	372	160	59520		
5-9 years	290	230	66700		
10+ years	1091	240	261840		
Government (AG's/State's Attys)	162	145	23490		
Judiciary	27	240	6480		
Retired	56	150	8400		
	1998		426430		
			21495		
			447925	447925	
Associate Member Categories				**-6240**	**Emeritus (26)**
Interest in the Law	17	135	2295	441685	
Law Office Study	47	100	4700		
Law Professor	1	180	180		
Law School Graduate	12	100	1200		
Law student Member	25	35	875		
Legal Administrator	14	100	1400		
Paralegal	35	135	4725		
Licensed in Another Jurisdiction	34	180	6120		
	185		21495		

Vermont Bar Association
Executive Director Succession Plan

Purpose: To formalize the process for managing the Vermont Bar Association (VBA) in the event of the Executive Director's death, unexpected departure, incapacitation or extended absence. The plan is intended to (1) assign responsibilities necessary to continue the efficient and effective management of the Association, and (2) outline steps that may be implemented in the event a successor Executive Director is necessary. This suggested plan is intended to outline a process that could be used by the Board of Managers. The Board shall have the ultimate authority to proceed as it deems appropriate.

1. Management: In appropriate circumstances, in consultation with the President and President-elect, and at their direction, the Associate Executive Director will assume responsibility for the day-to-day management of the Association. The Executive Director will use his or her best efforts to keep the Associate Executive Director apprised of all events, in the event the Associate Executive Director is asked to step in as Acting Executive Director.

    (1) President will award the title of "Acting" Executive Director.

    (2) The Acting Executive Director will assume primary check signing responsibilities.

    (3) The Acting Executive Director will be in frequent contact with the Association's President and President-Elect and provide weekly reports on actions taken, pending and planned.

    (4) The Acting Executive Director will preside at all regularly scheduled and specially called meetings of the staff.

    (5) In consultation with the President and President-Elect, the Acting Executive Director will assume appropriate staff responsibility for personnel administration, governance management, financial administration, contract authority and organizational representation.

2. Succession:

    (1) The Board will determine if an executive search is required, whether a search firm (or consultant) should be retained, and if a special search committee needs to be appointed.

    (2) Prior to and during a search, the Officers shall:

        i. Review and update the Executive Director's job description if necessary;

        ii. Establish a salary range and benefits based on a review of appropriate surveys;

iii. Recommend the scope of the search (i.e. statewide/nationwide)

iv. Develop a chief executive profile to include desired experience and qualifications, and required leadership competencies as related to the needs and values of the organization;

v. Determine if an in-house candidate is a viable option and, if so, confer with the candidate, promptly, about the possibility and the process to be followed;

vi. Determine appropriate methods and extent of advertising the vacancy;

(3) The President will communicate the search plan and periodic progress to the Board.

(4) During the Search Process, the Officers, or the specially appointed search committee, shall:

i. Interview selected applicants; and review with each candidate:

1. the mission and values of the organization;
2. expectations of the Executive Director by Officers and Executive Committee;
3. staff relationships;
4. evaluation procedures and schedule, and
5. issues of immediate concern.
6. Following a Board decision, communicate an offer, and confirm an acceptance as soon as possible.
7. Once an individual is hired, extensive orientation, under the direct supervision of the President, should be undertaken.

Approved and adopted by the Board of Managers of the Vermont Bar Association on ________________, 2024.