

**STATE BAR OF GEORGIA
EXECUTIVE COMMITTEE MEETING
MINUTES**

**August 22, 2024, 11:15 a.m.
Cloudland at McLemore Resort
Rising Fawn, GA**

Members Participating

Ivy N. Cadle, President; Christopher P. Twyman, President-Elect; William C. “Bill” Gentry, Treasurer; Javoyne Hicks, Secretary; J. Antonio “Tony” DelCampo, Immediate Past President; Kenneth Mitchell Jr., YLD President; Veronica Cox, YLD President-Elect; Brittanie Browning, YLD Immediate Past President; Bert Hummel; Shiriki Jones; Joyce Gist Lewis; David S. Lipscomb; and R. Gary Spencer.

Members Absent

Martin Valbuena

Staff Participating

Sarah Coole, Chief Operating Officer; Damon Elmore, Executive Director; Paula Frederick, General Counsel; Bill NeSmith, Deputy General Counsel; Ron Turner, Chief Financial Officer; and Russ Willard, General Counsel Designate.

Call to Order

President Ivy N. Cadle called the meeting to order at 11:15 a.m. The members of the Executive Committee in attendance are indicated above. President Cadle welcomed the new members of the Executive Committee: YLD President-Elect Veronica Cox, Executive Committee Member Bert Hummel, and Executive Committee Member Joyce Gist Lewis.

Future Meetings Schedule

President Ivy N. Cadle reviewed the Future Meetings Schedule, including the upcoming meetings of the Executive Committee and Board of Governors.

Executive Committee Orientation

Chief Financial Officer Ron Turner, General Counsel Paula Frederick and General Counsel Designate Russ Willard reviewed policies and rules that apply to serving on the Executive Committee. Those include (1) Officer and Non-Officer Executive Committee Expense and Reimbursement Policy; (2) Standing Board Policy 600 (Conflicts of Interest); (3) Standing Board Policy 800 (Confidentiality); (4) Keller Considerations; (5) Standing Board Policy 1000 (Positions, Articles, Programs, Meetings, Activities of Committees and Sections); (6) Standing Executive Committee Policy 1200 (Endorsement of Political or Judicial Candidates); and (7) Responding to Communication Regarding the Disciplinary Process.

Executive Committee Minutes

Secretary Javoyne Hicks presented for approval the minutes of the April 26, 2024, and May 21, 2024, Executive Committee meetings, which were passed as presented by unanimous vote.

Members Requesting Resignation

Pursuant to State Bar Rule 1-208, the Executive Committee approved the following resignation requests by unanimous vote: Samuel Hyun Ahne-016110; Bonnie Meredith Baer-003030; Arlen

Eric Bee-046790; Frank Leslie Bessenger, III-055789; Patricia H. Blumberg-064510; Prudence June Bolden-141804; Beth Davis Brown-086423; John C. Childs-854763; Alison Corinne Clements-151030; Judith Ann Cline-170524; Russell Dean Covey-621679; Curtis Andrew Cox-192378; Miranda Willis Cox-192630; Jack Criswell-196660; Paul Marshall Cushing-202790; Matthew Daren Danielson-476288; Connie K. Darbyshire-205205; Kevin Douglas Demer-217560; Michelle A. Dexter-220330; Naeha Dixit-312033; Randolph H. Donatelli-225625; Donald William Driscoll-435108; David Edward Duclos-231660; Sarah Vickers Elliott-727430; Donna Lisa Felker-401567; Morgan Fiander-661877; Terry E. Freeman-276337; Barbara Miller Goetz-299009; Cem Samin Goral-301913; Francis Grab-303765; Carol A. Hammell-095779; Deborah D. Heald-219669; James Joseph Hennigan-347270; Sharon N. Hill-354560; David Mark Hilliard-335526; James Glenn Hufford-940556; Clinton S. Janes, III-389445; Amy Victoria Johnson-392210; Thomas F. Jones-403750; Anne Andrews Juntunen-104106; Rosemary Keenan-297380; Kenneth Ethan Kellner-412341; Ryan Foley Kelly-302319; Elise Kirban-422490; Andrea C. Langsfeld-115615; Joel S. Langsfeld-436659; Robert Russell Lawrence-439880; Priscilla Kent Lawson-440436; Edith Lindsay-452983; Mark Allen Loeffler-755701; Corrie Patricia Long-003680; Michael Spencer Love-141973; Joseph Andrew Marlar-470940; Douglas Paul Martyn-474952; Robert Ashley Meynardie-503890; Angela Tyree Miller-721180; David K. Montgomery-517175; William Walker Moss-130700; Dinh Xuan Nguyen-542545; George William Norris, Jr.-545835; Brian Francis O'Connor-548910; Rafael Ignacio Pardo-956795; Mary Huhta Payson-376800; Teri D. Smith Poduval-512278; Angela Lynne Porter-924605; Margaret S. Prickett-587878; John David ReVeal-103251; Blanche Quinn Richey-591354; Jennifer Rossi-615398; Sylvia E. Russell-347612; Suzanne Massey Schemm-476135; Paul Alan Schwartz-651055; Thomas P. Scott, III-632215; Steven Jay Silver-646672; Andrew Jubal Smith-654154; Seeta Sookdeo-667028; Elizabeth Dawn Sorrell-409227; Brian William Spainhour-668927; Karen Beth Stearns-445055; Wendy Ann Strassner-686715; Juliette Suzanne Sturla-394115; Kimberly Tesarek-937004; Margaret Kane Thies-330531; Joy Lindsay Tornillo-714756; Celestia Price Toure-206730; James Durward Walker, III-732252; Dabney Dale Ware-737511; Lynn Warren-277701; L. James Weil, Jr.-745920; Donald R. Westfall-749718; James Herbert Wilson-768429; Mark W. Wortham-777065.

Members Requesting Disability

Pursuant to State Bar Rule 1-202, the Executive Committee approved two requests for disabled status by unanimous vote.

Petition to Rescind Resignation from the Bar

The Executive Committee approved one request to withdraw a petition for resignation by unanimous vote.

President's Report

President Ivy N. Cadle reported that he asked senior Bar staff to provide a list of rules or bylaws that have language that needs to be changed or rules or bylaws that need substantive changes or cleanup. He also asked for a draft of governance rules regarding the appropriate actions of lawyers who volunteer for the mandatory bar. He said that the Executive Committee and Board of Governors are accountable for 55,000 lawyers who practice law in Georgia. He would like governance rules that reflect accountability, due process, etc., when being a leader of a mandatory bar. During his presidency, he would like to use this time as an opportunity to share and discuss these changes and suggestions and work on exciting and essential issues.

Executive Director's Report

Executive Director Damon Elmore reported that the Bar is operating well. He said attention has been turned to the planning and execution of the 2024-2025 year, managing the operations of the Bar and assets of our building, and focusing on the upcoming 2025-26 budget season with an emphasis on the fiscal responsibilities of the unallocated cash. Executive Director Elmore said there will be more discussion at the October Executive Committee meeting, and the long-range financial plan and recommendations related to license fees will be shared. The work that was set out in the 2023-2024 unallocated cash plan has either been done or is in process: work on audio/visual on the third floor, upgrades to the breakroom, completely overhauled new website, South Georgia Office furniture upgrades, membership database, and flooring throughout the building. He said there is always a focus on ICLE and continual change and improvement in that department. There are upcoming personnel changes with retirements and the need for additional staff to ensure the grievance process runs smoothly. He said that there will be a shift in the reporting structure in the upcoming months, with the Office of the General Counsel reporting to the Executive Director. He continues to reorganize and reshape the UPL department as well. He thanked the Executive Committee for their guidance, understanding, and work.

Proposed Rules and Bylaws Changes (first read, discussion only)

1. Article I. Members. Section 1. Registration of Members. Bar Counsel recommends this proposed amendment after discussing it with the Bar President. The proposed changes take a long paragraph, break it into subparts, and simplify the language.
2. Article II. Members. Section 2. Active Members and Foreign Law Consultants. Bar Counsel recommends this proposed amendment after discussing it with the Bar President. The proposed change is a housekeeping amendment, adding "good standing" language and citing the enabling rule for foreign law consultants.
3. Article I. Members. Section 6. Affiliate Members and Law Student Members. The Membership Department recommends this proposed amendment. The change would make the bylaw match Rule 1-206.1 by removing the requirement that a law student member attend a law school in Georgia and making other housekeeping changes.
4. Article III. Board of Governors. Section 13. Standing Board Policies. This is a new bylaw that provides authority for Standing Board Policies. While Roberts Rules allows for "standing rules," this proposed change enables all Board Standing policies, providing clarity.

The Executive Committee asked that the general counsel's office review the Standing Board and Standing Executive Committee policies to determine how each is classified and whether any should be converted to bylaws.

5. Article IV. Executive Committee. Section 1. Members. This is a rewrite of the Executive Committee Election bylaw, designed to clarify and simplify the process.

The Executive Committee asked that the order of voting on the expired and unexpired posts be added to the proposed changes. They also asked if the Executive Committee member-at-large positions should be notated as posts, like the Board of Governors.

6. Article IV. Executive Committee. Section 3. Standing Executive Committee Policies. This

is a new bylaw that has the same effect as Article III. Section 13, which provides enabling language in the bylaws for Executive Committee Standing Policies.

7. Article VIII. Committees - Generally. Section 5. Authority to Establish Internal Rules. Bar counsel recommends this new bylaw based on some issues from two committees. The purpose of this new bylaw is to provide explicit authority for a committee to establish its operation or procedural rules. While Roberts Rules allow for standing rules, a statement in the bylaws will provide explicit authority.

The Executive Committee asked that a letter (F) be added that says, “All internal rules and procedures shall be posted on the Bar website.”

8. Article VIII. Committees - Generally. Section 6. Quorum. Some State Bar committees have a large number of members who rarely attend meetings, making it difficult to establish a quorum. This bylaw is required to lower the Roberts Rules quorum requirement of 50% +1 to 33% of the committee membership. This can only be accomplished via a bylaw change.
9. Rule 1-302. Composition. This is a rewrite of the rule that defines the composition of the Board of Governors. This proposed change is designed to simplify and remove old, archaic language that is no longer relevant and make the rule more understandable.

The Executive Committee discussed the size of the Board of Governors. An Executive Committee member also commented that very few would run against a sitting judge and asked if separate judicial districts should be added to the Board of Governors.

10. Rule 1-501. License Fees. The Membership Department requested this proposed rule change to simplify the process for challenging a proposed suspension for nonpayment of license fees. The proposed amendment would also reduce the termination date from five years to three years, which matches the Office of Bar Admissions rules.

This item has been tabled until the next meeting.

11. Rule 1-501.1 License Fees—Late Fee. The Membership Department requested this proposed change, which removes the escalating late fee and sets it at \$100. It also eliminates any waiver of payment of late fees.

This item has been tabled until the next meeting.

12. Rule 10-106. Eligible Claims. This proposed change comes from the Clients’ Security Fund Board of Trustees. This rule change corrects an oversight that seems to prohibit the Trustees from paying a claim if the lawyer is deceased or disabled and requires that the claimant cannot ask for relief unless the lawyer has a final disciplinary action from the Supreme Court of Georgia.

This item has been tabled until the next meeting.

13. Standing Executive Committee Policy 1300 (Removal of officers, board members, committee members, section leadership, and volunteers). The Executive Committee and the Bar President requested this proposed standing policy to address how to remove persons

in leadership positions who may have engaged in misconduct.

This item has been tabled until the next meeting.

Governance Rules

General Counsel Paula Frederick presented sample governance rules for discussion: (1) Anti-Discrimination and Anti-Harassment Policy, and Reporting Procedures; (2) ABA Model Rule 8.4: Misconduct; and (3) Code of Conduct (to be used as a reminder in meeting brochures and posted at meetings, etc.). The Executive Committee was asked to review the proposed governance rules and Code of Conduct, which will be discussed further at the October Executive Committee meeting.

Treasurer's Report

Treasurer Bill Gentry referred the Executive Committee to the May 2024 financials provided. He also brought their attention to the memo on variances exceeding \$1,000 and announced that the financial audit would begin the week after Labor Day.

Office of the General Counsel Report

General Counsel Paula Frederick welcomed General Counsel Designate Russ Willard to his first Executive Committee meeting. She reported that since the portal to submit online grievances was launched, grievances have increased by 33%. While most of them aren't viable grievances, they all must be processed. She said she would give a full litigation report at the next Executive Committee meeting.

Committee Updates

Executive Committee liaisons to State Bar committees gave updates regarding the committees they are assigned to.

YLD Report

YLD President Kenneth Mitchell reported that the YLD had its first board meeting, and the members had good attendance and discussions on the work of the YLD. He announced that the Leadership Academy applications open on August 23 with a deadline of Sept. 20. He reminded the Executive Committee that the YLD Fall Meeting will be in conjunction with the Board of Governors in Jekyll Island. The YLD service project will benefit Hand in Hand of Glynn, where they will collect personal hygiene products and cleaning supplies. He also announced that the YLD will hold a CLE at the Fall Meeting, with OGC Assistant General Counsel Jim Lewis presenting a program on ethics in the use of artificial intelligence. Everyone is invited to attend.

BASICS Program

President Ivy N. Cadle said he spoke with BASICS Chair Hon. Shondeana Morris and committee member Seth Kirshenbaum and told them the Executive Committee would not take a position on the program until the October Executive Committee Meeting, which they were both invited to attend and discuss the program and its future.

Special Committee on Artificial Intelligence

President Ivy N. Cadle announced he is creating a Special Committee on Artificial Intelligence that will (1) Explore all ethical implications for AI and other technology, as considered by the current GRPC; (2) Evaluate the need for revisions to the GRPC based upon the committee findings; (3) Support the Office of the General Counsel with an initial formal advisory opinion regarding

the use of artificial intelligence or other technological tools; and (4) Develop ideas and best practices for the State Bar assisting practitioners implementing AI into their practices. He asked that Executive Committee members provide names of those they thought would be good committee members and share additional ideas about what the committee should explore.

Supreme Court of Georgia Committee on Limited Scope Legal Practice

President Ivy N. Cadle reported that Chief Justice Michael Boggs is creating a Committee on Limited Scope Legal Practice. The Limited Scope Practice would allow non-lawyers to practice in a limited subject matter to help those in rural areas without lawyer representation. He has given the State Bar five appointments to the committee. President Cadle asked that Executive Committee members provide names of members who would make beneficial contributions to the committee.

Center for Lawyer Wellbeing

Secretary Javoyne Hicks announced that the Center for Lawyer Wellbeing has created a proposed list of leadership, which was provided in the materials and to President Ivy N. Cadle, who appointed the recommended slate of officers. The center's executive committee voted to recommend an individual membership fee of \$40. They have discussed what the membership will include: discounts on CLEs, special access to wellness events, etc. She has invited predecessors of the Wellness Committee, Ken Hodges and Bob Kauffman, to serve on a special advisory committee. She reminded the Executive Committee that it was the last day to register for the Wellness Retreat CLE, to be held Sept. 5-8 at Callaway Gardens.

Old Business

There was no old business.

New Business

President Ivy N. Cadle reminded the Executive Committee that the Board of Governors Scholarship/Reimbursement application period closed on Aug. 31.

Announcements

President Ivy N. Cadle thanked everyone for coming and participating in the discussions.

Adjournment

There being no further business, the meeting was adjourned at 3:55 p.m.



R. Javoyne Hicks, Secretary

Approved:



Ivy N. Cadle, President