MEMORANDUM

TO:        Section and Committee Chairs
          Presidents and Executive Directors of State and Local Bar
          Associations
          House of Delegates
          ABA Directors and Department Heads

FROM:      Marina B. Jacks

SUBJECT:   Summary of Action of the August 6-8, 2014, Board of
          Governors Meeting

DATE:      August 9, 2014

Attached is the Summary of Action of the August 6-8, 2014, meeting of the Board of
Governors held at Sheraton Boston, Boston, Massachusetts. This Summary does not
constitute official Minutes of the meeting. Minutes of the August 6-8, 2014 meeting will
be presented to the Board for approval at the next meeting in November 2014.

If you have any questions with respect to the action taken, please let me know.

cc:        Board of Governors
1. REPORTS OF OFFICERS AND THE EXECUTIVE DIRECTOR

The Board received the reports of the President, President-Elect, Chair of the House of Delegates, Immediate Past President, Secretary, Treasurer and Executive Director. The minutes of the Board’s June 6, 2014 meeting were approved. The minutes of the Executive Committee’s meetings on June 16 and 27, 2014 were received.

2. MATTERS FOR DIRECT BOARD ACTION

2.1 House Reports

The Board discussed the following Resolution and Report submitted to the House of Delegates for the 2014 Annual Meeting:

a) Resolution 109 (co-sponsored by the Cybersecurity Legal Task Force and the Section of Science and Technology Law)

Urge all private and public sector organizations to develop, implement, and maintain an enterprise security program in accordance with internationally accepted standards and frameworks. The Board voted to transmit Resolution 109 as revised to the House of Delegates with the recommendation that Resolution 109 as revised be approved at the 2014 Annual Meeting.

b) Report No. 11-12

Amends §32.1(c) of the Association’s Bylaws to eliminate the requirement that to become a member of a forum requires membership in at least one section. The Board voted to transmit Report No. 11-12 to the House of Delegates with the recommendation that Report No. 11-12 be approved at the 2014 Annual Meeting.

2.2 Report Regarding Internal Audit

The Board received a report from Marshall J. Doke, Chair of the Standing Committee on Audit, and Janae Leflore, Internal Auditor.

2.3 Continuation of Board Entities

The Board approved the continuation of entities created by the Board whose assignments were ongoing, and discontinued those that had completed their tasks.
2.4 Continuation of Special Committees and Commissions

The Board made recommendations to the House of Delegates regarding the continuation and discontinuation of special committees and commissions. The recommendations are set forth in the Board's Transmittal Report to the House, #177A. Copies of Report #177A are available from the Division for Policy Administration.

2.5 Fund for Justice and Education

The Board, sitting as members of the Board of the American Bar Association Fund for Justice and Education (“ABA/FJE”): 1) Approved the minutes of the May 29, 2014 meeting of the ABA/FJE Board as presented; and 2) Accepted the ABA/FJE restricted grants and contributions received or awarded through June 30, 2014, and not previously reported, as requested by the Association’s Financial Services Division.

2.6 Report from Board Procedures and Operations Committee

In executive session, the Board received a report from Allen C. Goolsby III, Chair of the Board Procedures and Operations Committee.

2.7* Report from General Counsel

In executive session, the Board received a report from Jarisse J. Sanborn, General Counsel regarding the pension plan.

2.8 Report from Executive Compensation Committee

In executive session, the Board considered a report from Kenneth G. Standard, Chair of the Executive Compensation Committee.

2.9 Consent Calendar: Report of Board Committee Chairs

The Board adopted the Consent Calendar as presented by the Secretary. Action on all items contained on the Consent Calendar is set forth in items 3 through 5 of this Summary of Action relating to the reports of the Board Committees.

2.10 ABA Retirement Funds

The Board, sitting as members of the ABA Retirement Funds, received a report from Pamela Baker, President of the ABA Retirement Funds and Scarlett Ungurean, Executive Director of the ABA Retirement Funds. The Board approved the request to amend the ABA Retirement Funds’ bylaws.

*Occurred Thursday, August 7, 2014.
2.11 American Bar Foundation

The Board, sitting as members of the American Bar Foundation, received a report from Hon. Bernice B. Donald, President of the American Bar Foundation ("ABF") and Robert L. Nelson, Executive Director of the ABF.

2.12 National Judicial College

The Board, sitting as the Members of the National Judicial College ("NJC"), 1) received a report from Chad C. Schmucker, President of the NJC, and Peter J. Neeson, Chair of the Board of Trustees of the NJC; and 2) approved the request of the NJC to amend its bylaws.

2.13 ABA CEELI, Inc.

The Board, sitting as members of the Board of the American Bar Association CEELI, Inc. ("CEELI"): 1) Approved the minutes of the August 9, 2013 meeting of the CEELI Board as presented; and 2) Re-elected James R. Silkenat and William C. Hubbard and elected Mary T. Torres to be Members of the Board of Directors of the Corporation, all three Directors to assume the duties and responsibilities fixed by the Bylaws, and to hold such positions until their successors are chosen and qualified.

2.14 Request to Amend the Jurisdictional Statement of the Executive Compensation Committee

The Board approved the request to amend the jurisdictional statement of the Executive Compensation Committee to add the Treasurer as an ex officio member.

3. OPERATIONS AND COMMUNICATIONS COMMITTEE

A. MATTERS FOR REVIEW BY THE BOARD

3.1 Requests for Bylaw Amendments

a. The Board approved the request of the Section of Administrative Law and Regulatory Practice to amend its bylaws to revise the dues delinquency period prior to membership loss to align with the period set by the ABA Board of Governors. The proposed amendment was approved by the Executive Committee of the Section in February 2014 and is subject to the approval by the Section’s membership at the 2014 Annual Meeting.

b. The Board approved the request of the Section of International Law to amend its bylaws to allow former staff or members of Congress to serve as the Congressional Liaison in addition to current staff or members of Congress. The amendment was approved by the Section’s Administration Committee on June 11, 2014 and is subject to approval by the Section’s membership at the Section’s annual business meeting on August 8, 2014.
c. The Board approved the request of the Section of Real Property, Trust and Estate Law to 1) revise Section 2.3 so that the dues delinquency period prior to membership loss will align with the period set by the ABA Board of Governors; 2) revise Section 6.1 to make the nomination filing dates flexible; 3) amend Section 9.1 to create the new Standing Committee on Real Property Governmental Submissions and the new purpose of the Standing Committee on Community Outreach; and 4) other non-substantive amendments. The Section Council approved these bylaw changes and are subject to approval by the Section membership at the Annual Section business meeting to be held on August 9, 2014.

The Board deferred the request to 1) change Section 3.1 to make explicit that the Section does not have to hold a live in-person annual meeting; and 2) amend Section 5.7 so that one of the three yearly council meetings does not have to be held in conjunction with the ABA Annual Meeting and that council meetings may be by conference call or other electronic means.

d. The Board approved the request of the Section of Business Law to amend its bylaws to revise the dues delinquency period prior to membership loss to align with the period set by the ABA Board of Governors. The amendment was approved by the Council on January 18, 2014 and was approved by the members of the Section at the business meeting at the 2014 Section Spring Meeting on April 11, 2014. The Section’s council accepted the amendment from Operations that the last line of the amendment be amended to read “...sole discretion, waive section dues in the case of a Section Member’s demonstrated hardship.” Since this is not a substantive amendment, it does not need to be voted on by the members of the Section.

e. The Board approved the request of the Health Law Section to amend its bylaws to allow each Section Delegate to the House of Delegates to serve no more than three three-year terms. This amendment was approved by the Health Law Section Council on May 18, 2014, and is subject to the approval of the Health Law Section Membership at its annual business meeting at the 2014 Annual Meeting.

f. The Board approved the request of the Section of Science & Technology Law to amend its bylaws to revise the dues delinquency period prior to membership loss to align with the period set by the ABA Board of Governors. This amendment was approved by the Science & Technology Law Section Council at its July 9, 2014 meeting and is subject to approval by the Section membership at its annual business meeting on August 8, 2014.

3.2. Nominations

a. Standing Committee on Audit

The Board elected Allan J. Tanenbaum as the non-Board member on the Standing Committee on Audit (“Standing Committee”) and Pamela Bresnahan as the class of 2017 Board member on the Standing Committee for three-year terms each commencing at the conclusion of the 2014 Annual Meeting.
b. **International Legal Assistance Consortium**

The Board elected Karen J. Mathis as the ABA’s representative to the International Legal Assistance Consortium for a three-year term commencing at the conclusion of the 2014 Annual Meeting.

c. **Standing Committee on Audit**

The Board elected Harold D. Pope to serve on the Standing Committee on Audit effective at the conclusion of the 2014 Annual Meeting through the conclusion of the 2016 Annual Meeting to complete the unexpired term of Karl John Ege who resigned.

3.3 **Awards**

a. **Commission on Domestic & Sexual Violence**

The Board approved the request of the Commission on Domestic & Sexual Violence (“Commission”) to create an award celebrating the 20th anniversaries of the Commission and the Violence Against Women Act by honoring twenty trailblazers who mobilized the legal profession against domestic and sexual violence. The proposed award shall be called “The 20/20 Vision Award: Celebrating 20 years of the ABA Commission on Domestic & Sexual Violence and the Violence Against Women Act.”

b. **Tort, Trial and Insurance Practice Section**

The Board approved the request of the Tort, Trial and Insurance Practice Section (“Section”) to present the Kristen Christophe Memorial Award for Excellence in Tort and Insurance Law and the Edmund S. Muskie Award at any of its scheduled Section meetings.

3.4 **Recommendation from the Committee on Scope and Correlation of Work to Sunset Three Entities at the Conclusion of the 2014 Annual Meeting**

The Board approved the recommendation of the Committee on Scope and Correlation of Work to: 1) the sunset of the Task Force on Preservation of the Justice System at the conclusion of the 2014 Annual Meeting; and that the work of the Task Force become the responsibility of the Subcommittee on Preservation of the Justice System of the new Standing Committee on the American Judicial System; 2) the sunset of the Task Force on Solo and Small Firm Membership Development at the conclusion of the 2014 Annual meeting; and the maintenance of the Solo and Small Firm Resource Center be transferred to the Solo, Small Firm and General Practice Division; and 3) the sunset of the Task Force on the Future of Legal Education at the conclusion of the 2014 Annual Meeting.
3.5 Requests from President-Elect Hubbard

a. Create Special Advisory Position to the ABA Board of Governors

The Board approved the request of President-Elect Hubbard to create a special advisory position to assist the Board in its ongoing efforts to ensure that the Board remains current on developments regarding governance in a rapidly changing environment. President-Elect Hubbard will appoint Allen C. Goolsby to serve as the special advisor.


The Board approved the request of President-Elect Hubbard to amend the jurisdictional statement of the Law Library of Congress Advisory Commission to increase the membership to nine to allow Justice Samuel Alito to serve on the Commission.

c. A-E-F-C Pension Plan Administration Committee

The Board elected Allen C. Goolsby for a three-year term as a member of the A-E-F-C Pension Plan Administration Committee (“Committee”). President-Elect Hubbard recommended to the Committee that Mr. Goolsby serve as its chair. In addition, the Board approved the request of President-Elect Hubbard to amend the jurisdictional statement of the Committee to expand the membership to nine adding an additional member to be appointed from recommendations made by the Board of Governors of the American Bar Association. The Board elected Renie Grohl of Ohio to this position for a three-year term.

d. Amend Jurisdictional Statement for Proposed Standing Committee on the American Judicial System

The Board approved the request to amend the jurisdictional statement for the proposed Standing Committee on the American Judicial System (“Committee”) to allow for the appointment of a second special advisor to the Committee.

3.6 Request from Section of Intellectual Property Law to Approve Cooperating Agreement with Union Internationale des Advocats Organization

The Board approved the request of the Section of Intellectual Property Law (“Section”) to enter into a Cooperating Agreement between the Section and the Union Internationale des Advocats for a three-year term from the date of signature, with the understanding that requests for co-sponsorship of programs will be submitted to the Board’s Operations and Communications Committee or the Standing Committee on Continuing Legal Education, as appropriate.
3.7 **Requests from Young Lawyers Division**

a. **Waive Dues for Third-Year Law Students**

The Board approved the request of the Young Lawyers Division ("Division") to waive the Division membership dues for Law Student Division third-year law students and new law school graduates.

b. **Affiliation with European Young Bar Association**

The Board approved the request of the Young Lawyers Division to affiliate with the European Young Bar Association.

3.8 **Request from Section of Public Contract Law to Create Marilyn Neforas Scholarship**

The Board approved the request of the Section of Public Contract Law ("Section") to create the Marilyn Neforas Scholarship to honor its longtime Section Director, Marilyn Neforas. When approving the request, the Board understood that the Section will seek charitable contributions from individuals and organizations for the Marilyn Neforas Scholarship through its already existing Program Support Fund.

3.9 **Request from Standing Committee on Membership to Create Paralegal Dues Pilot**

The Board approved the request of the Standing Committee on Membership to create a pilot program for a Paralegal Associate dues rate of $45 to test the feasibility of continued outreach, for a 20-month test period, starting in September 2014.

3.10 **Request from Standing Committee on Meetings and Travel to Approve Date and Location of 2022 Midyear Meeting**

The Board approved the request of the Standing Committee on Meetings and Travel for the February 9-15, 2022 Midyear Meeting to be held in Seattle, Washington.

3.11 **Request from Center for Racial and Ethnic Diversity to Amend Its Jurisdictional Statement**

The Board approved the request of the Center for Racial and Ethnic Diversity to amend its jurisdictional statement.

*3.12 **Request to Enter into a Memorandum of Agreement with Rocket Lawyer Incorporated**

The Board approved the request to enter into a Memorandum of Agreement with Rocket Lawyer Incorporated to explore options for building and testing of a prototype to demonstrate how technology can be leveraged to facilitate the delivery of legal services.

*Occurred Thursday, August 7, 2014.*
B. MATTERS OF INDEPENDENT JURISDICTION

3.15 Requests for Co-sponsorships

The Operations and Communications Committee approved co-sponsorship requests from the following entities. No additional ABA general revenue is requested or required for the co-sponsorships at this time.

a. Section of Business Law: to co-sponsor with the New York Law School a half-day Symposium on “Young Lawyers and ADR” on Friday, January 30, 2015 in New York, New York.

b. Standing Committee on Professionalism: to renew the co-sponsorship of the national and international workshops of the National Institute for Teaching Ethics and Professionalism for ABA years 2015-2017.

c. ABA Office of Diversity and Inclusion and ABA Goal III Entities: to co-sponsor with various bar associations in the Chicago area the second ABA Legal Career Development Expo on November 7, 2014 at ABA Headquarters in Chicago, Illinois.

d. Section of Antitrust Law (4 requests):
   i. to co-sponsor several membership outreach events with certain law firms during the 2014-2015 ABA fiscal year.
   
   ii. to co-sponsor “Why Antitrust?” programs with ABA-accredited law schools during the 2014-2015 Association year.
   
   iii. to co-sponsor with specific outside entities “Committee Programs” formerly called “Brown Bag” programs during the 2014-2015 Association year.
   
   iv. to co-sponsor a luncheon panel with the San Francisco Chapter of the Association of Corporate Counsel, San Francisco, California, in October or November 2014.


f. Section of Science and Technology Law: to co-sponsor the Current Issues in Medicine, Biotech and Pharma Conference, formerly known as Nanotech 2013, on September 29, 2014 on the campus of Rensselaer Polytechnic Institute in Troy, New York.

g. Section of Intellectual Property Law: to co-sponsor certain Section committee programs with specific outside entities during the 2014-2015 Association year.
PROGRAM, EVALUATION AND PLANNING COMMITTEE  
PELLICCIOTTI

A. MATTERS FOR REVIEW BY THE BOARD

4.1 Requests from Council of ABA Fund for Justice and Education


The Board approved the request of the Council of the ABA Fund for Justice and Education to create the Edward D. (Ned) Spurgeon Professional Elder Law Education Justice Fund.

b. Bequest to Standing Committee on Legal Assistance for Military Personnel

The Board approved the request of the Council of the Fund for Justice and Education (“Council”) to allocate the Louis P. Davis, Jr., bequest to the Standing Committee on Legal Assistance for Military Personnel (“LAMP”) in support of its public service and educational programs serving active-duty military, veterans, and their families. In order to accomplish this recommendation, the Board approved the Council’s request to expand the LAMP Committee’s current program support fund to include permission to fundraise for public service and educational programs benefiting active-duty military, veterans, and their families.

4.2 Requests to Grant No-Cost Extensions to Two Enterprise Funds

The Board approved the requests from the ABA entity sponsors of the following Enterprise Funds a no cost extension of 6 months from August 2014 to February 2015 to complete the work of the projects: A Blueprint to Enhance Access to Legal Services and Alleviate Under-Employment of Lawyers and Protecting Privacy to Enhance Safety.

FINANCE COMMITTEE  
McCANDLESS

A. MATTERS FOR REVIEW BY THE BOARD

5.1 Recommendation Regarding FY2015 Budget Including Children and the Law Funding Recommendation

The Board approved the Fiscal Year 2015 Consolidated ABA budget, including the Fiscal Year 2015 ABA General Operations budget, the Sections’ Operating budget, and the Gifts and Grants budget, subject to certain understandings.

In addition, the Board approved the Fiscal Year 2015 Capital Budget, subject to such changes as the Board determines appropriate.
5.2 Request from Section of Taxation to Contribute Funds

a. American Tax Policy Institute

The Board approved the request of the Section of Taxation (“Section”) to contribute $50,000, from Section funds not derived from member dues, to the American Tax Policy Institute.

b. International Association of Tax Judges

The Board approved the request of the Section of Taxation (“Section”) to contribute $5,000, from Section funds not derived from member dues, to the International Association of Tax Judges to offset costs for its Annual Assembly.

5.3 Request from Judicial Division to Contribute Funds to N Randy Smith Distinguished Service Scholarship

The Board approved the request of the Appellate Judges Conference (“AJC”) to make a financial contribution from non-dues revenue to the N Randy Smith Distinguished Public Service Scholarship at the Idaho State University in the amount of $200.00 in lieu of a gift to the AJC outgoing Chair, Hon. N. Randy Smith.

5.4 A-E-F-C Pension Plan

The Board approved cash contributions to the A-E-F-C Pension Plan for the 2014 Plan year.

5.26 Grant Awards/Modifications Report

The Board accepted the awards received since March 31, 2014.